



Ester Industries Limited

Policy for Preservation of Documents

1. INTRODUCTION

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Regulations”) have been notified by Securities & Exchange Board of India on September 02, 2015, which shall replace the existing Listing Agreement entered by the Company with the Stock Exchanges on December 01, 2015. Clause 9 of the Listing Regulations requires the Board of Directors of listed companies to frame a policy for providing framework for adequate protection and preservation of the documents of the Company as per the applicable statutory requirements. Accordingly, the Board of Directors of Ester Industries Ltd approved this policy in its meeting held 10th February, 2016.

2. DEFINITIONS

“Act” means the Companies Act, 2013.

“Board” means the Board of directors of the Company or its Committee.

“Company” means ESTER INDUSTRIES LIMITED.

“Document(s)” refers to papers, notes, agreements, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, indices, registers and or any other record, required under or in order to comply with the requirements of any Applicable Law, whether issued, sent, received or kept in pursuance of the Act or under any other law for the time being in force or otherwise, maintained on paper or in Electronic Form and does not include multiple or identical copies.

“Electronic Record(s)” means the electronic record as defined under clause (t) of subsection (1) of section 2 of the Information Technology Act, 2000.

“Electronic Form” means any contemporaneous electronic device such as computer, laptop, compact disc, floppy disc, space on electronic cloud, or any other form of storage and retrieval device, considered feasible, whether the same is in possession or control of the Company or otherwise the Company has control over access to it.

“Maintenance” means keeping Documents, either physically or in Electronic Form.

The words and phrases used in this Policy and not defined here shall derive their meaning from the Applicable Law.

3. OBJECTIVES

The purpose of this Policy is to ensure that all the necessary documents and records of the Company are adequately protected and preserved as per the statutory requirements and to ensure that the records of the Company which are no longer needed or are of no value are discarded after following the due process for discarding the same.

This Policy is also for the purpose of aiding employees of the Company in understanding their obligations in retaining and preserving the documents and records which are required to be maintained as per the applicable statutory and regulatory requirements.

4. CLASSIFICATION OF DOCUMENTS

This policy sets the standards for managing, storing and preservation of documents of the Company and such documents are broadly classified in the following two categories:

- A. The documents of a permanent nature (listed in **Annexure 1**) shall be maintained and preserved permanently by the Company
- B. The documents of temporary nature (listed in **Annexure-2**) shall be preserved by the Company for the term not less than eight years or such other period as may be prescribed under any law for the time being in force on the maintenance of the documents/records.

Provided further that the Company may keep the documents as specified above in an electronic mode.

While prescribing time periods for preservation of records, the following aspects have been taken into account:

- (a) Compliance with statutory and regulatory requirements.
- (b) Requirements of SEBI/RBI/MCA officials to have access to certain records.
- (c) Requirements of internal and external auditors to have access to certain records.

The documents or records not covered by this Policy shall be maintained by the Company for the time period specified for their preservation under any statute or regulation, for the time being in force

5. ROLES & RESPONSIBILITIES

The respective Departmental Heads of the Company shall be responsible for maintenance,

preservation and destroying of documents in respect of the areas of operations falling under the charge of each of them, in terms of this policy.

6. ARCHIVAL OF DOCUMENTS

Documents of the Company, which are not required regularly can be archived by the concerned department in the following manner:

- a. Documents to be archived should be kept in the storage locations earmarked by the Company for the purpose in secured place or cupboard having access only by the authorised personnel.
- b. Documents should be boxed and the box should be labelled with the reference number and list of the files/documents. List of documents contained in the box should be kept inside the Box and shall also be kept by the concerned department;
- c. Documents which are of material/permanent nature or which are difficult to retrieve again once lost/destroyed should be kept in fire proof cabinet.
- d. Documents should be stored in a way that preserves their integrity and readability and restricts access to authorized personnel only;
- e. The medium used to store documents shall be such that those documents remain complete and legible throughout the required period of retention and can be made available to the Concerned department, Auditors or Regulatory Authorities upon request;
- f. The concerned department head should maintain a record of documents archived and storage location.

7. ARCHIVAL OF INFORMATION ON ESTER'S WEBSITE

Regulation 30(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 states that *"The listed entity shall disclose on its website all such events or information which has been disclosed to stock exchange(s) under this regulation, and such disclosures shall be hosted on the website of the listed entity for a minimum period of five years (5) and thereafter as per the archival policy of the listed entity, as disclosed on its website"*.

In accordance with the provisions of the aforesaid Regulation, the Company shall ensure that all the information shall be hosted on the Company's website

(www.esterindustries.com) for a period of 5 years and thereafter will be archived for a period of 3 years.

8. GENERAL

Notwithstanding anything contained in this policy, the Company shall ensure compliance with any additional requirements as may be prescribed under any laws/regulations either existing or arising out of any amendment to such laws/regulations or otherwise and applicable to the Company, from time to time.

9. DESTRUCTION OF DOCUMENTS

Destruction as a normal administrative practice usually occurs because the records are duplicated, unimportant or for short term use only. This applies to both Physical and Electronic records .

The temporary Documents as listed in Annexure II shall be destroyed after the relevant or prescribed period, by the Authorized Person in whose custody the Documents are stored as required under the Applicable Law pursuant to which the Documents have been preserved.

A register of the Documents disposed/destroyed shall also be maintained. It shall state the brief particulars of the Documents destroyed, date of disposal/destruction and the mode of destruction.

10. INTERPRETATION

In any circumstance where the terms of this policy differ from any existing or newly enacted law, rule, Regulation or standard governing the Company, the law, rule, Regulation or standard will take precedence over these policies and procedures until this policy is changed to conform to the law, rule, Regulation or standard.

11. AMENDMENTS

The Board may subject to the applicable laws amend any provision(s) or substitute any of the provision(s) with the new provision(s) or replace this policy entirely with a new policy. However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force.

ANNEXURE-I

S. No.	Records
1	Registration Certificates
2	Common Seal
3	Memorandum and Articles of Association
4	Licenses & Statutory Approvals
5	Statutory Registers required under applicable laws
6	Audited financial statements
7	Minutes of General Meeting, Postal Ballot, Board Meeting, Committee Meetings.
8	Files relating to premises viz. Title Deeds/Lease Deeds of owned premises/land and building, etc. and related Ledger / Register
9	Policies of the Company framed under various regulations
10	Register of disposal of records
11	Certificates obtained from various statutory authorities
12	Material Agreements/Contracts
13	Orders issued by Courts/Statutory bodies
14	Investment Documents/proofs including certificates etc.
15	Any other document as may be required to maintain permanently in terms of applicable law(s), maintained and preserved from time to time.

ANNEXURE-II

S. No.	Records
1	Books of Accounts, Vouchers / Voucher register and books of accounts as defined section 2 of the Companies Act, 2013
2	Annual Return(s)
3	Instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act, 2013
4	Copy of newspaper advertisement or publications
5	Records relating to Criminal or Civil Suits/ Labour Court Cases/ Arbitration Cases after disposal of the case
6	Register of Deposits as per Companies Act, 2013
7	Register of Allotment (from the date of each allotment) as per Companies Act, 2013
8	All notices in form MBP – 1 received from Directors and KMPs along with any amendment thereto
9	Board Agenda and supporting documents
10	Copies of Notice of Board Meeting / Committee Meeting, Agenda, Notes on Agenda and other
11	Insurance Policies/ Claims under various policies
12	Proxy Forms and Attendance slips of a General Meeting of Shareholders
13	NSDL/CDSL Files

14	Forms and returns filed with RBI/MCA or with any other statutory authority
15	Intimations made to Stock Exchanges
16	Non-Statutory Registers/Documents
17	Any other document as may be required to maintain in terms of applicable law(s), maintained and preserved from time to time.