



**Ortel Communications Limited**  
**CIN-L74899DL1995PLC069353**

## **POLICY ON PRESERVATION OF DOCUMENTS**

*[Pursuant to Regulation 9 of the Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

### **OVERVIEW:**

This policy is primarily framed based on Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) and Companies Act, 2013 (“**the Act**”). Archival Policy as referred to in Regulation 30 (8) of the Listing Regulations forms part of this Policy.

Regulation 9 of the Listing Regulations mandates that a listed entity shall have a policy for preservation of documents, approved by its board of directors, classifying them in at least two categories as follows-

- a) documents whose preservation shall be permanent in nature ;
- b) Documents with preservation period of not less than eight years after completion of the relevant transactions.

Provided that the listed entity may keep documents specified in clauses (a) and (b) in electronic mode.

Further Regulation 30 (8) of the Listing Regulations also refers to an archival policy as per which all events or information which has been disclosed to stock exchange(s) under regulation 30 shall be hosted on the website of the Company for a minimum period of five years and thereafter as per the archival policy of the company, as disclosed on its website.

Besides the above, as per applicable provisions of Companies Act, 2013 certain documents are required to be preserved permanently or up to a certain prescribed time. Accordingly this policy has been framed keeping in view particularly the requirements of Listing Regulations and the provisions of Companies Act, 2013.

This policy shall govern the maintenance and preservation of documents as per applicable statutory requirements.

The **objective** of this Policy is to classify the documents in two categories i.e. (i) Documents which need to be preserved permanently and (ii) Documents which need to be preserved for a specific period of time from the date of relevant transaction.

### **DEFINITIONS**

“**Act**” means the Companies Act, 2013.

“**Authorised Person**” means any person duly authorised by the Board.

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



**“Company”** means Ortel Communications Limited.

**“Current Document(s)”** means any Document that still has an on-going relevance with reference to any on-going litigation, proceedings, complaint, dispute, contract or any like matter.

**“Document(s)”** refers to any papers, notes, agreements, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, indices, registers and or any other relevant 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.

**“Listing Regulations”** means the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 the words and phrases used in this Policy and not defined here shall derive their meaning from the Applicable Law.

Any other term not defined herein shall have the same meaning as ascribed to it under the Companies Act, 2013, Listing Regulations framed by the Securities Exchange Board of India or any other relevant regulation/legislation applicable to the Company

## **CLASSIFICATION OF RECORDS**

The Company has categorised the documents in the following manner:-

- a. Documents whose preservation shall be **permanent in nature** as per Companies Act, 2013 and Listing Regulations;
- b. Documents with preservation period of **not less than eight years** after completion of the relevant transactions as per Companies Act, 2013 and Listing Regulations.
- c. Documents that need to be preserved and retained for such period as prescribed under any statute or regulation as applicable to the Company;
- d. Documents that are to be made available on the Company’s website in Compliance with the Listing Regulations will be made available on the website for a period of 5 years and thereafter will be archived for a period of 3 years.
- e. Current Documents that still has an on-going relevance with reference to any live or continuing litigation, proceedings, complaint, dispute, contract or any like matter.
- f. An indicative list of Documents and its preservation period is provided in **Annexure-I & II.**



## **MODES OF PRESERVATION:**

The Documents may be preserved either in:

- a. Physical form; or
- b. Electronic form

- Head of the Department shall identify the nature of document and its preservation period as per statute and take appropriate action to maintain, preserve or destroy the same.
- All electronic communication systems (E-mail) as well as all Electronic Records including communications and stored information, transmitted, received, or contained on the Company's information systems are the property of the Company. Authorized Company personnel may access communications and stored information at any time with/ without notice or consent. Employees should avoid using Company e-mail for personal purposes. E-mails relating to audit work papers and financial controls should be retained for at least 8 years. All emails to the Company's Officers or Audit Committee relating to complaints on auditing, accounting, frauds or internal controls should be retained permanently. Any messages exchanged between the Company and third parties (such as consultants and auditors) should be archived, regardless of their content.
- The preservation of documents should be such as to ensure that there is no tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of the documents.
- The preserved documents must be accessible at all reasonable times. Access may be controlled by the concerned Authorised Person with preservation, so as to ensure integrity of the Documents and to prohibit unauthorized access.
- In case of critical documents which need to be preserved for very long periods or permanently, the same shall be preserved in fire proof or other such secure cabinets.
- Electronic version(s) of all of records are to be maintained within the Company's centralized electronic record software database, which is maintained by the IT Services Department.
- The physical Documents preserved may be converted, whenever required or felt necessary, into electronic form to ensure ease in maintenance of records and efficient utilization of space.

## **CUSTODY OF THE DOCUMENTS**

Subject to the Applicable Law, the custody of the Documents shall be with the Authorised Person explicitly all departmental head. Where the Authorised Person tenders resignation or is transferred from one location of the Company to another, such Person shall hand over all



the relevant Documents, lock and key, access control or password, or Company Disc, other storage devices or such other Documents and devices in his possession under the Policy.

### **DESTRUCTION OF DOCUMENTS:**

The documents of the Company which are no longer required may be destroyed. Details of the documents destroyed by the Company shall be recorded in the Register of Documents Disposed-Off as attached herewith as **Annexure-III**

### **POLICY FOR ARCHIVAL**

Any information disclosed to the Stock Exchange(s) under the Listing Regulations shall be hosted on the website of the Company for a minimum period of Five years (**Minimum Disclosure Period**).

Upon expiry of the above said Minimum Disclosure Period, the said information will be archived and be available on the website of the Company for the access of stakeholders for the next consecutive period of Three years (**Archival period**).

After the expiry of the Archival Period, the said information will be backed up and stored in accordance with the Company's data archival policy.

### **POLICY REVIEW:**

This policy shall be reviewed from time to time so that the policy remains compliant with applicable legal requirements. The Company Secretary will keep the policy updated as per applicable statutory guidelines.

### **AMENDEMENT**

The Board shall have power to amend any of the provisions of this Policy, substitute any of the provisions with a new provision or replace this policy entirely with a new Policy according to subsequent modification(s) / amendment(s) to Regulations.

**Annexure-I**

**Indicative List of Records to be preserved permanently**

<b>Si. No</b>	<b>Records/ Documents</b>
1	All incorporation documents
2	Memorandum and Articles of Association
3	Minutes of General meeting, Board and Committee meetings
4	Register and Index of Members, debenture-holders, if any or other security holders, if any
5	Register of Contracts as per Companies Act, 2013
6	Register of Charges as per Companies Act, 2013
7	Register of Investments as per Companies Act, 2013
8	Files relating to premises/ immovable properties viz. Title Deeds/Lease Deeds of owned premises/land and building, etc. and related Ledger / Register
9	Authorization / licenses/ Certificates/similar other documents obtained from any statutory authority
10	Policies of the Company framed under various regulations
11	Register of disposal of records
12	Register of renewed and duplicate Share Certificates
13	Foreign Register of Members, if any
14	All resolution passed by Postal ballot
15	Resolution passed by Circulations
16	Register of loan/guarantee/security or making an acquisition of securities
17	Common Seal
18	All transactions in foreign currency
19	Any other document/ records which are of permanent nature by virtue of any Act, Rule, Statute, Regulation etc from time to time

**Annexure-II**

**Indicative List of Records to be preserved for Eight (08) years**

<b>Si. No</b>	<b>Records/ Documents</b>
1	Instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act, 2013
2	Register of Inter Corporate Loans and Investments as per the Companies Act, 2013
3	Annual Audited Accounts & Annual Returns as per Companies Act, 2013
4	Register of Deposits as per Companies Act, 2013, if any
5	Register of Allotment (from the date of each allotment) as per Companies Act, 2013
6	Vouchers / Voucher register and books of accounts as defined under sub-section 13 of section 2 of the Companies Act, 2013
7	Income Tax Returns filed under Income Tax Act, 1961
8	All notices received from Directors and KMPs
9	Return of declaration in respect of beneficial interest in any share as per Companies Act, 2013
10	Copy of newspaper advertisement or publications
11	Records relating to Court Cases / CBI Cases / Police Cases/ Civil Suits/ Labour Court Cases/ Arbitration Cases.
12	Correspondences made with any statutory authority
13	Register of Power of attorneys, if any
14	Forms / returns/ reports filed with RBI/MCA or with any other statutory authority
15	Disclosure/ reports/ intimation under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
16	Register of Transfer and Transmission of securities

**Annexure-III**

**REGISTER OF DOCUMENTS DISPOSED-OFF**

PARTICULARS OF DOCUMENT	REASON FOR DESTRUCTION	DATE AND MODE OF DESTRUCTION	INITIALS OF THE AUTHORISED PERSON

