



## Documents Retention & Archival Policy

- PURPOSE:** The Securities and Exchange Board of India ("SEBI"), vide its Notification dated September 2, 2015, issued the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). The Listing Regulations come into force from 1<sup>st</sup> December, 2015. Regulation 9 of the Listing Regulations has mandated listed companies to adopt and implement a policy on preservation of documents.
- EFFECTIVE DATE:** The Policy as approved by the Board of Directors shall be effective from December 1, 2015.
- POLICY:** The corporate records of **RSL** include essentially all records (Physical & electronic form). A record may be in the form of an agreement/ contract, memorandum, an e-mail, or includes computerized desk calendar, an appointment book or an expense record etc. The Company is required to maintain certain types of corporate records either permanently or for a minimum period of 8 years as per regulation 9 of Listing Regulations. Failure to retain the records could subject the employees and the Company to penalties and fines.

The Company expects all employees to fully comply with this Policy, provided that all employees should note the following general exception:

- If an employee has reasons to believe, or the Company informs the employee concerned, that Company records are relevant to litigation, or potential litigation, then the employee must preserve those records until the Legal or Respective Department determines that the records are no longer needed. If an employee(s) believe that exception may apply, or has any question regarding the possible applicability of that exception, he/she may contact their respective head of department/ reporting superior before exploring the exception.
- The Company, from time to time establishes retention or destruction policies or schedules for specific categories of records in order to ensure legal compliance, and also to accomplish other objectives, such as preserving intellectual property. While minimum retention periods are suggested, the retention of the documents identified in those schedules and of documents not included in the identified categories should be determined by the Head of the Department, primarily by the application of the general guidelines affecting document retention identified above, as well as any other pertinent factors.

This Policy is extended to all departments of Resonance Specialties Limited ("RSL"). Broadly, there are two kinds of Company records- Temporary and Retained.

- SCOPE & OBJECTIVE OF THE POLICY:** The objective of this Policy is to classify the documents in two categories i.e. (i) documents which need to be preserved for a specific period of time i.e. **Temporary records** and (ii) documents which need to be preserved permanently i.e. **Retained records**

- i. **Temporary Records:** Temporary records include all business documents that are intended to be superseded by final or permanent records, or which are intended to be used only for a limited period of time but not limited to written memorandum typed in the future, reminders, to-do lists, reports, drafts, and interoffice correspondence regarding a client or business transaction. Temporary records can be destroyed or permanently deleted if in electronic form when the matter is closed. Upon closing of such temporary files, the respective departments shall gather and review all such temporary records. Before destroying or deleting these documents, respective department should make sure to have duplicates of all the final records pertaining to the project or matter. Upon destruction or deletion, organize the final records as well as duplicates in a file named as "Final" and store them appropriately, as required under this Policy.
- ii. **Retained Records:** Retained records include all business documents that are not superseded by modification or addition, including but are not limited to documents given or sent via electronic form to any third party not employed by the Company, or to any government authority/ department; communications; minutes; specifications; journal entries etc.

## 5. **MODES OF PRESERVATION:**

- i. Documents may be preserved in Physical form or Electronic Form as per the statutory requirements from time to time.

*"Electronic Form"* means any electronic device such as computer, laptop, floppy disc or any other form of storage device, considered feasible, whether the same is in possession or control of the Company or otherwise the Company has control over access to it.

- ii. The preservation of documents should be such as to ensure that there is no variation, destruction or anything which endangers the authenticity, content, utility or accessibility of the documents.
- iii. The physical documents preserved may be converted, whenever required or necessary, into electronic form to ensure ease in maintenance of records and efficient in utilization of space. The preserved documents must be accessible at all reasonable times provided it is approved from the respective HOD's or reporting superior. Also access may be controlled by an authorised person from each department, so as to ensure preservation and reliability of the documents and prevent unauthorized access.
- iv. All records in physical form are to be maintained by the Respective Department(s) at the respective locations.
- v. 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 Department.
- vi. Physical records disposed of pursuant to the retention period. The respective Department(s) shall adopt appropriate procedures to permanently dispose of any non-paper physical records, such as photographs or audio/video recordings. In the event that it is necessary to manually dispose of an electronic record, the IT Department shall use the "permanent delete" function to permanently dispose of electronic records.

**6. DISPOSAL OF RECORDS:**

Physical records disposed of pursuant to the retention periods specified in the Document Retention Schedule shall be disposed of using a cross-cut shredder. The Records Department shall adopt appropriate procedures to permanently dispose of any non-paper physical records, such as photographs or audio/video recordings. In the event that it is necessary to manually dispose of an electronic record, the IT Department shall use the “permanent delete” function to permanently dispose of electronic records.

Further records are to be destroyed only in accordance with the approval of the Authority stated in the Records Retention Schedule.

**7. RESPONSIBILITIES:**

This Policy is to be administered under the supervision of the Company Secretary. The Company Secretary is authorized to interpret and apply this policy with such input as may be needed from other departments. Employees of each department shall be responsible for ensuring compliance of this Policy, as related to records in their possession, custody or control. Employee must notify Company Secretary/ Managing Director of any significant changes that may impact the Company’s Records, as related to records in his/her possession, custody or control.

**8. ADDITIONAL REQUIREMENTS:**

All records relating to, or created, or acquired in connection with RSL’s business, property or activities, as well as the information in them, are considered to be the Company’s property and do not belong to individual employees or third parties, regardless of the subject matter, storage media or location. Records and the information in them may be used only for Company business purposes and not for any personal purpose of employees. Records may not be copied for personal use or retention or for any other purpose except in furtherance of Company’s business, or as required by law.

Employees must return all records to Company upon request or when separating from the Company. Confidential information in Company records must be safeguarded from improper disclosure. No records or information in them may be disclosed except in furtherance of Company’s activities. All Company records are to be protected in safe and secure conditions. Records are to be destroyed on a regular basis, and as soon as possible following the expiration of their retention period, unless otherwise required by this Policy. In the event of pending or reasonably foreseeable litigation, summons, government investigation or audit, affected Employees may retain the relevant records, among other things, until the matter is resolved.

**9. AMENDMENT AND REVIEW OF THE POLICY:**

The Board shall have the power to clarify any doubts or rectify any anomalies that may arise in connection with effective execution of this Policy. The Board reserves the right to review and/ or amend this Policy from time to time based in changing Regulatory requirements.

