



## **POLICY FOR PRESERVATION OF DOCUMENTS**

## 1. Purpose

The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015 requires listed entities to 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

In compliance to the aforesaid regulations, the Policy for Preservation of Documents (“Policy”) is framed for the purpose of systematic categorization, maintenance, preservation of documents received or created in the course of business, in physical and/or electronic mode. This Policy represents the Company’s policy regarding the retention and disposal of records and the retention and disposal of electronic documents. The documents not covered under this Policy shall be preserved and maintained in accordance with the provisions of respective Acts, rules, guidelines and regulations as applicable in this regard to the Company under which those documents are maintained. In case of any subsequent amendments in Companies Act, 2013 or any other applicable laws, statues, rules and regulations, the provision of such laws, statues, rules and regulations shall prevail over the policy.

It is clarified that compliance with this Policy is in addition to KYC and AML policy formulated by the Company under the RBI’s Master Circular on Know Your Customer norms and Anti- Money Laundering standards and Prevention of Money Laundering Act, 2002, as amended.

## 2. Definitions

- a. “**Act**” means the Companies Act, 2013, Rules framed thereunder and any amendments thereto.
- b. “**Applicable Law**” means any law, rules, circulars, guidelines or standards under which the preservation of the Documents has been prescribed.
- c. “**Board**” means the Board of directors of the Company or its Committee.
- d. “**Books of Account**” as per Section 2(13) of the Companies Act 2013 includes records maintained in respect of— i. all sums of money received and expended by the Company and matters in relation to which the receipts and expenditure take place; ii. all sales and purchases of goods and services by the Company; iii. the assets and liabilities of the Company; and 3 iv. the items of cost as may be prescribed under section 148 in the case of the Company which belongs to any class of Companies specified under that section;
- e. “**Company**” means MUTHOOT MICROFIN LIMITED
- f. “**Document**” 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.
- g. “**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.
- h. “**Electronic Record(s)**” means the electronic record as defined under clause (t) of subsection (1) of section 2 of the Information Technology Act, 2000.

- i. **“Maintenance”** means keeping Documents, either physically or in Electronic Form.
- j. **“Preservation”** means to keep in good order and to prevent from being damaged or destroyed.
- k. **“PMLA Act”** means the Prevention of Money Laundering Act, 2002 and any amendments thereto.
- l. **“Register”** means documents and records required to be maintained under:
  - i. The Companies Act 2013 and the Rules made thereunder
  - ii. The SEBI Regulations
  - iii. Secretarial Standards
  - iv. Any other laws for the time being in force
- m. **“Records”** means documentary evidence of past events or transactions.
- n. **“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.

### 3. Preservation of Documents

Based on preservation duration, the Company shall classify the documents to be maintained and preserved as follows: -

a) **Documents whose preservation shall be permanent in nature.**

Following documents and any modifications, amendments, additions and deletions to the said documents shall be maintained and preserved permanently by the Company or such other duration as may be prescribed under applicable laws:

- i. Minutes of meetings of the board of directors, shareholders and committees;
- ii. Register and index of members,;
- iii. Certificate of incorporation;
- iv. Memorandum and Articles of association;
- v. Register of contracts;
- vi. Register of charges;
- vii. Register of investments;
- viii. Register of loans, guarantee, security and acquisition of securities- made by the Company
- ix. Register of Directors and KMPs and the Securities held by them
- x. Permanent Account Number (PAN) Document
- xi. Certificate of Goods and Service Tax Registration

b) **Documents with preservation period of not less than eight years after completion of the relevant transactions**

Following documents and any modifications, amendments, additions and deletions to the said documents shall be maintained and preserved by the Company for a term of not less than eight years or such other duration as may be prescribed under applicable laws:

- i. Statutory documents, including the proper books of account, records and documents, etc.;
- ii. Annual Returns and copies of all certificates and documents
- iii. Notice of Interest by Directors and Key Managerial Personnel's
- iv. Attendance Register of Meetings of the Shareholders, Board and its Committees
- v. Office copies of Notices, Agenda, Notes on Agenda of the Board and Committee Meetings
- vi. Instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act, 2013, as amended;
- vii. Register of allotment (from the date of each allotment) as per Companies Act, 2013, as amended;
- viii. vi. Annual financial statements;
- ix. Agreements made by the Company with Stock exchanges, Depositories etc.;
- x. Register of Debenture holders
- xi. Register of Sweat Equity Shares & ESOP

**c) Documents with preservation period of not less than five years after completion of the relevant transactions.**

Apart from the two categories as recommended under the SEBI (LODR) Regulations, 2015, the Company hereby classify the following documents and any modifications, amendments, additions and deletions to the said documents shall be maintained and preserved by the Company for a term of not less than five years or such other duration as may be prescribed under applicable laws

- i. Record of Private Placements (Form PAS-5)
- ii. Documents filed with the Stock Exchanges, Securities and Exchange Board of India, Reserve Bank of India, Ministry of Corporate Affairs, Registrar of Companies, Regional Director or Central Government but not prescribed in this Policy.
- iii. All client information and dealing transactions required under Rule 3 and 4 of Prevention of Money-laundering (Maintenance of Records) Rules, 2005

#### **4. Responsibility**

The Heads of the concerned Departments will be responsible for the maintenance, preservation and destruction of records pertaining to the respective Departments.

#### **5. Modes of preservation**

Records/documents shall be preserved either in physical or electronic form.

#### **6. Destruction of Documents**

After the expiry of the statutory retention period, the preserved documents may be destroyed in such mode under any instructions approved by the department head(s). Destruction of documents as a normal administrative practice will also be followed for the records which are duplicate/unimportant/irrelevant. This applies to both Physical and Electronic Documents/records. Destruction of documents can be undertaken periodically with the approval of HOD's of the departments concerned.

#### **7. Review of Policy:**

This Policy shall be subject to review, if necessary. Any change/amendments in applicable statutes with regard to maintenance and preservations of documents and records shall be deemed to be covered in this Policy without any review. Any change/amendments to this policy shall be approved by the Compliance Officer as authorised by the Board of Directors.