

Bemco Hydraulics Limited

KHANAPUR ROAD, UDYAMBAG, BELGAUM, 590008

POLICY FOR PRESERVATION OF DOCUMENTS AND ARCHIVAL

**Approved by Board of directors in the Meeting
held on 12th February, 2016**

Policy for Preservation of Documents and Archival

1. INTRODUCTION

Bemco Hydraulics Limited (hereafter referred to as "Company" in this document) believes in promoting a fair, transparent, ethical and professional work environment. This Policy aims to preserve Documents /Records maintained by the Company either in Physical Mode or Electronic Mode (hereinafter referred to as "the Documents"). Right from the day of inception way back in mid sixties, the Directors of Bemco have laid emphasis on proper maintenance of records because of the benefits that ensue from it. Although in those days statutorily, not much emphasis was laid on preservation of documents other than the requirement to maintain books of accounts for Tax purposes.

Now this Policy has been formulated in accordance with the Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). The Policy shall come into effect from **February 12, 2015**.

2. Purpose of the 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-

- documents whose preservation shall be permanent in nature ;
- Documents with a 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 must 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.

3. Policy

3.1 Preservation of Documents

- **Preservation of Documents with specific reference to the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

a) the documents whose preservation shall be permanent in nature

All those documents which are required to be preserved permanently in accordance with the provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, Notifications etc. as may be applicable on the Company from time-to-time shall be preserved permanently.


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

All those documents which are required to be preserved in accordance with the provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, and Notifications etc. for a period of not less than eight years after completion of the relevant transactions shall be preserved accordingly.

c) Documents with preservation period other than those mentioned in 2) above.

All those documents which are required to be preserved in accordance with the provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, Notifications etc. for a preservation period of other than those mentioned in a) & b) above shall be preserved accordingly.

- **Documents to be made available on the website of the Company as required by the Companies Act, 2013 and the Listing Regulations**

 The Company is to maintain a functional website containing

- the basic information about the Company,
- all Information and/or documents as specified in the applicable provisions of Companies Act, 2013,
- all Information and/or documents as specified in Regulation 46 (2) of the Listing Regulations,

- all Information and/or documents mentioned in Annexure 3 of this policy, which are required to be made available on the website of the Company.
 - all Information and/or documents as mentioned in Regulation 30 of the Listing Regulations on Material Events,
 - all Information and/or documents provided to/ filed with stock exchanges.
- The Company shall ensure that contents of the website are correct.
 - Information and/or Documents, required to be made available on the website under Regulation 46(2) of the Listing Regulations, shall be made available on the website within two working days from the date of dissemination of information and/or documents by the Company, unless specified otherwise (refer Clause 46(3) of Listing Regulations). The Company shall update any change in the content of its website within two working days from the date of such change in content.
 - Information and/ or Documents that need to be made available under Regulation 30 of the Listing Regulations shall be made available on the website simultaneously with disclosure to Stock Exchanges.
 - The information and/or documents uploaded on the website shall be available for current financial year and for the preceding five financial years.
 - Information and/ or Documents shall be arranged under proper heads and sub heads in such a manner that they can easily be located/ searched by the viewers, viz.
 - The information and/or documents may be arranged financial year wise with further segregation into four quarters of the financial year.
 - All policies etc. or the information/ documents of a general nature can be clubbed together at one place.

3.2 Archival of Documents mentioned in Clause (a) & (b) of Clause 3.1

Documents mentioned in sub clause (a) & (b) of Clause 3.1 above shall be maintained/ preserved in the following manner:

- **Documents maintained in physical form:**
 - All information and/or documents pertaining to current financial year and for one preceding financial year shall be kept handy and maintained in such a manner that their retrieval is easy and quick.
 - All documents pertaining to the period prior to one preceding financial year, shall be kept in good condition at least up to the minimum period specified for their maintenance / preservation in Annexure 2 attached hereto. The said records be also maintained in such a manner that their retrieval is easy and quick.

- **Documents maintained in electronic form:**

- All documents pertaining to current financial year and for one preceding financial year shall be maintained on server and Backup be maintained at least every week on scheduled time and day. The documents shall be maintained in such a manner that their retrieval is easy and quick.
- Back up of all documents pertaining to the period prior to one preceding financial year shall also be maintained on server, in good condition at least up to the minimum period specified for their maintenance / preservation. The said records be also maintained in such a manner that their retrieval is easy and quick.

- **Documents made available on the website of the company:**

- After the expiry of time mentioned in this policy (i.e. five financial years preceding the current financial year), the information and/or document shall be removed from the main website. The Backup of said information and/or document which is removed from the main website shall be maintained/ preserved in the server for a minimum period of 3 years and after expiry of this period of 3 years the backup may be permanently removed from the server.

3.3 Destruction of documents mentioned in Sub Clause (a) & (b) of Clause 3.1 of this policy

Any of the documents mentioned in sub clause (a) & (b) of clause 3.1 of this policy, which are not required to be maintained and preserved permanently shall be destroyed in the following manner:

- **Documents maintained in physical form:**

- After the expiry of minimum period (or any further period decided by the company) for maintaining or preserving the document, the details of such documents shall be informed to the Company Secretary by the person responsible to maintain the said records, for destruction.
- (a) The Company Secretary (for secretarial records), and (b) The Chief Financial Officer (“CFO”) (for Books of Accounts) shall evaluate the need for further preservation and then give their approval for destruction, if considered fit and proper.
- The person responsible to maintain the said records shall arrange to destroy the said records of the Company after obtaining the approval of company secretary / CFO, as the case may be.
- The Company Secretary/ CFO shall maintain a Register (Register for destruction of records) for recording the details of records of the

Company so destroyed. The Company Secretary along with the person responsible and the person in whose presence the records are destroyed shall endorse the relevant entry in the Register for destruction of records/ documents.

- **Documents maintained in electronic form:**

- After the expiry of minimum period as mentioned (or any further period decided by the company) for maintaining or preserving the document, the details of such documents shall be informed to the Company Secretary by the person responsible to maintain the said records for destruction.
- (a) The Company Secretary (for secretarial records), and (c) The Chief Financial Officer (“CFO”) (for Books of Accounts) shall evaluate the need for further preservation and then give their approval for destruction if considered fit and proper.
- The person responsible to maintain the said records may arrange to destroy the backup of said records of the Company from the server after obtaining the approval of Company Secretary / CFO, as the case may be.
- The Company Secretary/ CFO shall maintain a Register (Register for destruction of records) for recording the details of records of the Company so destroyed. The Company Secretary along with the person responsible and the person in whose presence the records are destroyed shall endorse the relevant entry in the Register for destruction of records/ documents.

- **Documents maintained in Archives (for documents made available on website):**

- After the expiry of 3 years from the time the information and/or document is transferred and is lying as backup on the server, all back up information and/or documents may be permanently removed from the server, unless otherwise required to be maintained/ preserved by applicable laws.
- The person responsible to maintain the said records shall arrange to remove the said records of the Company after obtaining the approval of Company Secretary.
- The Company Secretary shall maintain a Register (Register for destruction of records) for recording the details of backup records of the Company so removed from the server. The Company Secretary along with the person responsible and the person in whose presence the backup records are removed/ destroyed shall endorse the relevant entry in the Register for destruction of records/ documents.

- **Additional requirement of seeking approval of the Board of Directors and/ or Central Government for destruction of records:**
 - In addition to the requirements mentioned in Clause 3.3 above, the Company Secretary shall also seek approval of Board of Directors of the Company and approval of Central Government, if required, for destroying the records of the Company mentioned in this policy.
 - The Board of Directors shall appoint and authorize a person, in whose presence the records of the Company shall be destroyed.
 - The person authorised by the Board of Directors shall in the Register of destruction of records [Register as referred in Clause 3.3 above] endorse the relevant entry of the records destroyed in his presence.

4. AMENDMENTS TO THE POLICY

The Board of Directors can amend this Policy, as and when deemed fit. Any or all provisions of this Policy would be subject to revision / amendment in accordance with the Rules, Regulations, Notifications etc. on the subject as may be issued by relevant statutory authorities, from time to time. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities are not consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.

The Board of Directors may review this policy on an annual basis.

Annexure 1

DOCUMENTS WHOSE PRESERVATION SHOULD BE PERMANENT IN NATURE.

Sl.No.	Nature of Documents
1.	Registration Certificates
2.	Licenses & Statutory Approvals
3.	Statutory Registers required under applicable laws
4.	Audited financial statements
5.	Minutes of General Meeting
6.	Minutes of Board Meeting
7.	Minutes of various Committee Meetings
8.	Material Agreements/Contracts
9.	Orders issued by Courts/Statutory bodies
10.	Investment Documents/proofs including certificates etc
11.	Any other document as may be required to maintain permanently in terms of applicable law(s), maintained and preserved from time to time.

Annexure 2

DOCUMENTS WITH PRESERVATION PERIOD OF NOT LESS THAN EIGHT YEARS AFTER COMPLETION OF THE RELEVANT TRANSACTIONS AND IN PHYSICAL FORM.

Sl.No.	Nature of Documents
1.	Books of Accounts
2.	Annual Return(s)
3.	Personnel Documents
4.	Insurance Policies/ Claims under various policies
5.	Correspondences with Departments/shareholders
6.	Non-Statutory Registers/Documents
7.	Films, Videos, CDs, DVDs, tapes etc.
8.	Any other document as may be required to maintain in terms of applicable law(s), maintained and preserved from time to time.

Annexure 3

DOCUMENTS , INFORMATION TO BE PRESERVED/ MAINTAINED ON WEBSITE OF THE COMPANY.

Sl.No.	Documents/ Information
1.	Basic information of the Company
2.	Shareholding pattern
3.	Corporate governance report
4.	Investor grievances and redressal statement
5.	Reconciliation of share capital audit report
6.	Financial statement
7.	Codes and policies of the Company
8.	MOA AOA
9.	Details of Board Composition
10.	Outcome of Board meeting
11.	Details of registrar and Transfer Agent
12.	Other relevant information

Annexure 4

DOCUMENTS TO BE PRESERVED IN ELECTRONIC FORM.

Sl.No.	Nature of Documents
1.	Registration Certificates
2.	Licenses & Statutory Approvals
3.	Statutory Registers required under applicable laws
4.	Audited financial statements
5.	Minutes of General Meeting
6.	Minutes of Board Meeting
7.	Minutes of various Committee Meetings
8.	Material Agreements/Contracts
9.	Orders issued by Courts/Statutory bodies
10.	Investment Documents/proofs including certificates etc
11.	Films, Videos, CDs, DVDs, tapes etc.
12.	Books of Accounts
13.	Annual Return(s)
14.	Personnel Documents
15.	Insurance Policies/ Claims under various policies
16.	Correspondences with Departments/shareholders
17.	Non-Statutory Registers/Documents
18	Any other document as may be required to maintain in terms of applicable law(s), maintained and preserved from time to time.

Date: 12/02/2016

Place: BELGAUM