



ACE INTEGRATED SOLUTIONS LIMITED

**POLICY FOR
PRESERVATION OF DOCUMENTS**

PREFACE

According to the Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, The 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.

In accordance with the above Regulation 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Policy for preservation of documents (The Policy) has been framed by the Board of Directors of the Company in their Board Meeting held on **3rd April, 2017** to aid the employees in handling the Documents efficiently. This Policy not only covers the various aspects on preservation of the Documents, but also the safe disposal/destruction of the Documents.

OBJECTIVE OF THE POLICY

All Corporate Information and records of the Company are crucial for the business continuity and have to be preserved and retained as per the governing Policy of the Company. Further, the Policy aims to disseminate equal, adequate and timely information to the shareholders through the website of the Company and to enable them to track the performance of the Company at regular intervals.

This Policy aims to classify the Documents, records and registers of the Company either in physical form or Electronic form as given herein:

- to be preserved permanently and
- to be preserved for a specific period of time.

DEFINITION

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

“**Applicable Law**” means any law, rules, circulars, guidelines or standards issued by Securities Exchange Board of India, Ministry of Corporate Affairs and The Institute of Company Secretaries of India under which the preservation of the Documents has been prescribed.

“**Authorized Person**” means any person duly authorized by the Board.

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

“**Company**” means Ace Integrated Solutions Limited.

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

“**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.

“**Preservation**” means to keep in good order and to prevent from being altered, damaged or destroyed.

“**Policy**” means this Policy on Preservation and Archival of Documents formulated by the Company.

“**Regulations**” means the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

“**SEBI Listing Regulations**” means Securities and Exchange Board of India [Listing Obligations and Disclosure Requirements] Regulations, 2015 as amended.

“**Statutory Mandate**”

The policy on preservation of documents is mandated by the provisions of Regulation 9 of Chapter III of SEBI Listing Regulations. Under this regulation, the Company has a strategic objective of ensuring that significant documents are safeguarded and preserved to ensure its longevity of priority documents including its electronic resources.

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

CLASSIFICATION

The preservation of Documents shall be done in the following manner:

- (a) Where there is a period for which a Document is required to be preserved as per Applicable Law, for the period prescribed by Applicable Law.
 - (b) Where there is no such requirement as per Applicable Law, then for such period as the document pertains to a matter which is covered under the definition of current documents.
- The list of Documents which shall be **permanently** preserved is given in **Annexure A** to this Policy. The Company shall permanently preserve these Documents subject to the modifications, amendments, additions, deletions or any changes made therein from time to time. Provided that all such modifications, amendments, additions or deletions in the Documents shall also be preserved permanently by the Company.

- The list of Documents which shall be preserved for a period not less than **8 years** after completion of the relevant transaction is given in **Annexure B** to this Policy. The said Documents shall be preserved subject to the modifications, amendments, additions, deletions or any changes made therein from time to time. Provided that all such modifications, amendments, additions or deletions in the Documents shall also be preserved for the said period.

MODES OF PRESERVATION

The Documents may be preserved in :-

- (a) Physical form or
- (b) Electronic Form

The officer of the Company required to preserve the Document shall be Authorized Person who has to observe the compliance of requirements of Applicable Law and this policy.

CUSTODY OF THE DOCUMENTS

Subject to the Applicable Law, the custody of the Documents shall be with the authorized person, Where the authorized 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 Disc, other storage devices or such other Documents and devices in his possession and such authorized person taking possession of documents needs to change the password.

PRINCIPLE OF RESPONSIBILITY OF EMPLOYEES FOR PRESERVATION OF DOCUMENTS

All the Employees in the permanent rolls of the Company are responsible for taking into account the potential impacts on preservation of the documents in their work area and their decision to retain/preserve or destroy documents pertaining to their area. Such policy bestowing responsibility on the Company's employees would immensely help company's litigation preparedness tool helping the Company's and Outside legal counsel to track down documents to handle the legal cases

PERIODICAL REVIEW OF THE POLICY BY TOP MANAGEMENT

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. The Policy should be flexible and easy to understand and comply with by all levels of employees. The policy should be reviewed periodically by the Top Management and amendments effected to subject to approval of the Board if and when practical difficulties are encountered. The Top management may also review the policy on document retention to comply with any local, state, central legislations that may be promulgated from time to time.

DISPOSAL OF DOCUMENTS AND RECORDS:

After the expiry of the statutory retention period, the preserved documents may be destroyed. Destruction of documents as a normal administrative practice shall be followed for the records which are duplicate/unimportant/irrelevant.

This applies to both Physical and Electronic Documents. The documents may be destroyed as follows:

- Recycle non-confidential paper records; or

- Shred or otherwise render unreadable confidential paper records; or
- Delete or destroy electronically stored data.

SUSPENSION OF RECORD DISPOSAL IN THE EVENT OF LITIGATION OR CLAIMS

In case the Company is served with any notice for request of documents or any employee becomes aware of a governmental investigation or audit concerning Company or commencement of any litigation against the Company, such employee shall inform the Top Management and any further disposal of documents shall be suspended until such time as the Top Management with the due advice from the legal counsel determine otherwise. The Top Management in such case shall inform all the employee by mail under 'User List' of the need to retain the documents and suspension of disposal of the same

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-A

Documents / Record whose preservation shall be permanent in nature:

- Incorporation Documents
- The Original Signed and Stamped Memorandum of Association and the Articles of Association of the Company
- Minutes of General Meetings, Board Meetings and various Committee Meetings
- Register of Members along with Index
- Foreign Register of Members, if any
- Register of loans, guarantee, security and acquisition made by the Company
- Register of investments not held in its own name by the Company, if any
- Register of contracts with related party and contracts and Bodies etc. in which directors are interested
- Register of Charges
- Registers of Renewed and duplicate share certificates
- Register of Directors and Key Managerial Personnel
- Merger Order(s) issued by Hon'ble High Court/National Company Law Tribunal.
- Approval(s) and Product Registration & license(s) received from Statutory Authorities, Central & State Government(s)
- Intellectual Property Documents shall include, but shall not be limited to Copyrights, Trademarks, Patents, and Industrial Designs. Intellectual Property Rights Documents that are owned by the Company shall be retained by the Company permanently.

Annexure-B

Documents / Records to be preserved for a minimum period of eight years:

Sr. No.	Documents/ Records
1.	Instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act
2.	Annual Returns as per Companies Act
3.	Register of Deposits as per Companies Act
4.	Register of Allotment (from the date of each allotment) as per Companies Act
5	Annual financial statements including [i] Annual Accounts [ii] Directors' Report [iii] Auditors' Report
6.	Books of accounts including Vouchers / Voucher register as defined under the Companies Act
7.	Income Tax Returns filed under Income Tax Act, 1961
8.	All notices in form MBP-1 received from Directors and KMPs along with any amendments thereto
9.	Return of declaration in respect of beneficial interest in any share as per Companies Act
10.	Copy of newspaper advertisement or publications
11.	Compliance Reports received from any statutory authority
12.	The postal ballot and all other papers or registers relating to postal ballot including voting by electronic means
13.	Disclosure/Return filed under SEBI Listing Regulations
14.	Office Copies of Notices, Agenda, Notes on Agenda of Board Meetings and Board committees and other related papers
15.	Office Copies of Notices, Scrutinizer's Report and related papers regarding General Meetings (including AGM)
16.	Any other Document, certificates, statutory registers which may be required to be maintained and preserved for not less than eight years after completion of the relevant transaction under the Companies Act and/or the SEBI Listing Regulations

Annexure-C

Documents / Records to be preserved for a minimum period of five (5) years:

- Disclosure of all events and information provided to the Stock Exchanges as per the Listing Regulations
- Investor Presentation and audio video recordings/transcripts of investor calls
- Press Release.

The above documents as uploaded on the Company's website will be archived for a period of three (3) years and thereby destroyed as per this Policy