

**ELECTROSTEEL CASTINGS
LIMITED**

Policy for Preservation of Documents and Archival is formulated to ensure preservation of the Company's records.

Policy for Preservation of Documents and Archival

Effective Date: 01.12.2015

Approval Date: 05.11.2015

Version No.: 1.0

Approved By: Board of Directors

This document is confidential in nature and supersedes any Policy for Preservation of Documents and Archival existing in the Company, and should be read in conjunction with the most recent policies and procedures documented.

Subject: Policy for Preservation of Documents and Archival	Original Issue Date: 05.11.2015	Effective Date: 01.12.2015
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Governing Guideline: Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015		

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1. Introduction

The Board of Directors (the “Board”) of Electrosteel Castings Limited (the “Company” or “ECL”), at its meeting held on 5 November 2015, has approved the Policy for Preservation of Documents and Archival of the Company.

The Policy will be applicable to the Company with effect from 1 December 2015.

This policy can be modified/amended/alterd by the Board of Directors of the Company except in case of any statutory modification/amendment/alteration of the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, which shall be deemed to be implemented in the Policy immediately on such notification for modification/ amendment/alteration etc. coming into effect.

2. Purpose

The purpose of this Policy is to lay down the procedure for preservation of documents, files, records and registers carrying information of the Company and any other article(s) belonging to the Company in terms of the requirements of Regulation no. 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

3. Scope

This policy applies to all the papers, documents, deeds, instruments, registers, etc. prepared and/or received by the Company under the requirements of and in compliance

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with the provisions of the Companies Act, 2013, rules and regulations made thereunder, Rules and Regulations framed by Securities and Board of India and such other laws, rules, regulations and guidelines, etc. as may be applicable to the Company from time to time.

4. Definitions

- 4.1 “Book and paper” and “book or paper” shall have meaning as defined under Section 2(12) of the Companies Act, 2013 and Rules prescribed thereunder.
- 4.2 “Books of account” shall have meaning as defined under Section 2(13) of the Companies Act, 2013 and Rules prescribed thereunder.
- 4.3 “Document” shall have meaning as defined under Section 2(36) of the Companies Act, 2013 and Rules prescribed thereunder.
- 4.4 “Financial Statement” shall have meaning as defined under Section 2(40) of the Companies Act, 2013 and Rules prescribed thereunder.

Words and expressions used and not defined in this Policy but defined in the Companies Act, 2013, Securities Contracts (Regulation) Act, 1956 or the Securities and Exchange Board of India Act, 1992 or the Depositories Act, 1996 or any other Securities law, Rules or Regulations, shall have the meanings respectively assigned to them in those Acts.

5. Common Standards for Preservation of Documents

To preserve the Documents effectively, every employee of the Company, involved with creation/management of any Document must share a common responsibility for their security and protection. Furthermore, these common preservation standards also need to be understood and applied by every person who intends to access the Archives. To achieve this, the Documents must always be:

- 5.1. Placed, handled, consulted and/or displayed in a way which minimises the risk of damage and takes due account of their size, shape and physical condition.
- 5.2. Placed, handled, consulted and/or displayed in a safe and secure location.
- 5.3. Moved with due care between locations.
- 5.4 Placed, handled, consulted and/or displayed under appropriate preservation conditions (e.g. avoid areas of unsuitable temperature and humidity, dust etc. Proper account must be kept, at all times, of the precise location of all records, including those temporarily withdrawn or undergoing administration – referencing, cataloguing etc.
- 5.5 Withdrawn or issued records must be returned to their permanent place of storage immediately after any examination, treatment or consultation is completed.

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5.5 Concerned employee must be alerted, and action taken, where serious damage or loss has occurred, or is likely to occur. This includes physical misuse, maltreatment, or theft of records.

6. Period of preservation of Documents

The period of preservation of the documents by the Company pursuant to this Policy shall be as follows –

6.1 Documents to be preserved permanently – The Company shall permanently preserve the following documents:

- i) Register of Members and Index of Members;
- ii) Foreign Register of Members, if any;
- iii) Register of Renewed and Duplicate Share Certificate;
- iv) Register of Transfers and Transmission of Shares;
- v) Register of Charges;
- vi) Register of Directors and Key Managerial Personnel;
- vii) Register of Contracts with related party and contracts and bodies etc. in which directors are interested;
- viii) Register of Loans, Guarantees, Security and acquisition made by the Company;
- ix) Register of Investments not held in its own name by the Company;
- x) Minute Book of General Meetings and Postal Ballot;
- xi) Minute Book of Board Meetings;
- xii) Minute Book of Committee Meetings;
- xiii) Register of Proxies;
- xiv) Annual Reports;
- xv) Notices issued to members, preference shareholders, Debenture-holders, Creditors etc.;
- xvi) Register of Records and documents destroyed;
- xvii) Share Certificate of Disputed Case;
- xviii) Documents relating to incorporation and matters incidental thereto, changes in clauses of Memorandum and Articles of Association;
- xix) In case of merger or amalgamation, minutes of all meetings of the transferor company.

6.2 Documents to be preserved for not less than 8 years after completion of relevant transactions –

- i) Register of Debenture holders or other Security holders from its redemption;
- ii) Register of Deposits (if any);
- iii) Register of Postal Ballots along with various documents relating to postal ballot exercise undertaken by the Company;
- iv) Contracts of employment of Managing Director and Whole-time Director;
- v) Various Disclosures made to Stock Exchanges and SEBI under Regulations, Rules and Guidelines issued by SEBI or under SEBI Act;
- vi) Books of Accounts including various vouchers, journals etc.;

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- vii) Instrument creating or modifying the Charge after satisfaction of respective charge;
 - viii) Copies of all Annual Returns and copies of all certificates and documents required to be annexed thereto;
 - ix) Various Disclosures/Notices received from Directors under Companies Act and Regulations, Rules or Guidelines issued by SEBI;
 - x) Various Disclosures received from Promoters;
 - xi) Directors Attendance Register for Board Meetings;
 - xii) Members Attendance Register for Committee Meetings;
 - xiii) Members Attendance Register for General Meetings;
 - xiv) Register of Private Placement Offers;
 - xx) Corporate Social Responsibility Policy;
 - xxi) Code of Conduct for Directors and Senior Management;
 - xxii) Risk Management Policy;
 - xxiii) Nomination and Remuneration Policy;
 - xxiv) Related Party Transactions Policy;
- 6.3 All books relating to the issue of share certificates, including blank forms of share certificate to be preserved in good order not less than thirty years and in case of disputed cases, to be preserved permanently and all certificates surrendered to the Company should be immediately defaced by stamping or printing the word "cancelled" in bold letters and may be destroyed after the expiry of three years from the date on which they are surrendered.
- 6.4 Daily Stock Account of goods produced or manufactured must be maintained for 5 years immediately after the financial year to which such records pertain.
- 6.5 Records pertaining to Service Tax to be preserved at least for a period of 5 years immediately after the financial year to which such records pertain.
- 6.6 All registers under Payment of Wages Act, 1936, Minimum Wages Act, 1948, Contract Labour (Regulation and Abolition) Act, 1970 and The Inter-State Migrant Workmen (Regulation of Employment and Conditions of Service) Act, 1979 (if any) to be preserved in original for a period of three calendar years from the date of last entry therein.
- 6.7 Register of Employees, Accident Book and Inspection Book should be maintained 5 years from the date of last entry.
- 6.8 All records required to be preserved/maintained under Income Tax Act, 1991 should be kept for a period of 7 years.
- 6.9 All records under the Prevention of Money Laundering Act, 2002 have to be kept for a period of 5 years.

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7. Storage of Records and Documents

Maintaining an optimum storage facility is a core function of preservation of Documents. This practice, in particular, should be recognised as the primary means of guaranteeing the physical security and long-term survival of records. The Company shall comply with the following basic directives in regard to the storage and retention of records:

- 7.1 Sufficient space must be made available for the permanent and safe storage of the Company's Archives.
- 7.2 All permanent and temporary storage areas must be safe and secure to minimise the risk of theft or malicious damage e.g. access to stores should be carefully controlled; access points should be fitted with barriers and adequate locking systems; storage area should be patrolled at regular intervals; storage area should be equipped with sensitive security alarm systems.
- 7.3 All permanent and temporary storage areas must be structurally sound and sufficiently strong to withstand adverse weather conditions.
- 7.4 All permanent and temporary storage areas should be fireproof and moisture-proof in order to reduce the possibility of any serious accidental or malicious damage.
- 7.5 Environmental conditions in permanent storage areas must be carefully controlled and regulated to reduce the threat of atmospheric contamination.

8. Preservation of documents in electronic form

Whenever any document or record is required to be maintained by the Company in electronic form as per the requirements of any law or rules or regulations etc. or where it is decided by the Board to preserve any document or record in electronic form, the company shall make necessary arrangements for preservation of such documents and records in electronic form. The Company will comply with the following basic requirements for preserving documents in electronic form –

- 8.1 The information in the electronic record of the document shall be capable of being displayed in a legible form.
- 8.2 The documents or records maintained in electronic form shall be secured by means of user ids and passwords or such other security features as may be decided by the Board of Directors.
- 8.3 There shall be a proper system for storage, retrieval, display or printout of electronic records by the Company and such records may be disposed of as per laws, rules and regulations applicable to its preservation or in its absence, as per this Policy.
- 8.4 The back-up of the documents and records and other papers of the company maintained in electronic form, including at a place outside India, if any, shall be kept in servers physically located in India on a periodic basis.

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9. Archiving of disclosure on the Website

Every information, record or document that is uploaded on the website of the Company as per the applicable provisions of various laws, rules, regulations etc. shall be maintained on the website of the Company for a continuous period of not less than 5 years and thereafter in the archives of the Company for a period of 3 years.

10. Destruction/Disposal of Documents and Records

Upon the completion of period of preservation of any record or document, a list needs to be prepared for its destruction/disposal and the same be placed before the concerned Head of the Department (HOD) to which the record or document belongs for approval for destruction/disposal of such record or document giving reasons why the same would no longer be required. These approved lists will then be placed before the meeting of the Board of Directors along with the reasons, for final approval for its destruction/disposal.

11. Preservation of Documents beyond the period prescribed

Notwithstanding anything contained in this Policy, the Board of Directors of the Company may direct any Company to preserve any of the documents mentioned in Clause 6 of this Policy beyond the period specified therein for retention and preservation of document.

12. Register of Documents destroyed/disposed

A record be kept of every record or document destroyed by the Company in a Register of Documents destroyed carrying details such as name of the record/document, date of creation, preservation period, name of the HOD approving its destruction/disposal with date and reason, date of board meeting approving its destruction/disposal.