

## 1. PREFACE

This Policy for Preservation of Documents will be known as "ADOR FONTECH LIMITED Archival Policy", hereinafter referred to as 'Policy'.

This Policy is prepared in accordance with the applicable provision/s of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. This policy is effective from 01st December, 2015.

## 2. OBJECTIVES OF THE POLICY

2.1 To preserve records of the Company (Ador Fontech Ltd.), in synchronisation with legal requirements and administrative convenience by implementing good archiving procedures and processes.

2.2. To outline the key actions necessary to ensure that the data collections of the Archive are conveniently accessible in a form that is fit for all end users.

## 3. SCOPE & APPLICABILITY

3.1 Information and documents uploaded on the Company's website.

3.2 Records and documents at Head Office, all Plants & Area (Sales) Offices.

3.3 Both electronic and physical records.

## 4. DURATION OF MAINTAINING RECORDS

4.1 All records shall be preserved for a minimum period of two (2) years.

4.2 The events/information under the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 shall be hosted on the website of the Company for at least 5 years, or such period as may be prescribed from time to time.

4.3 The physical as well as electronic documents are governed by the same legislative requirements are subject to the same degree of confidentiality and care.

## 5. TYPES OF RECORDS

### 5.1 Tax Records

Tax records (Direct & Indirect Taxes) shall be preserved for at least eight (8) years immediately preceding the current accounting year or at least up to one (1) year after the Assessment by the Tax Authorities .

### 5.2 Employment Records / Personnel Records

The records pertaining to recruitment, employment, personal information and complaints, if any, brought against individual employees and actions taken by or against employees and correspondence reflecting performance reviews shall be preserved, for a minimum period of one (1) year after the person discontinues to be an employee of the Company.

### 5.3 Board and Board Committee Materials

The Board & Committee Meeting minutes shall be retained in perpetuity in the minutes book at its Registered Office, or such other place as the Board of Directors may decide with a Board Resolution.

#### **5.4 Press Releases / Public Filings**

The Company shall retain permanent/physical copies of all press releases and publicly filed documents under the theory that the Company should have its own copy to test the accuracy of any document, a member of the public can theoretically produce against that Company.

#### **5.5 Legal Files**

The legal documents should generally be maintained for a period up to one year of the outcome of the litigation.

#### **5.6 Marketing and Sales Documents**

The Company shall keep final copies of marketing and sales documents for at least up to three (3) years. An exception to the three (3) year policy will be sales invoices, contracts, leases, licenses and other legal documentation.

#### **5.7 Development / Intellectual Property and Trade Secrets**

Development documents in their final form (e.g., patents and copyrights) shall be preserved in perpetuity.

The documents detailing the development process are often also of value to the Company and are protected as a trade secret where the Company:

- derives independent economic value from the secrecy of the information; and
- the Company has taken affirmative steps to keep the information confidential.

#### **5.8 Contracts / Agreements**

Final copies of all contracts / agreements entered into by the Company shall be retained for at least 2 years beyond the life of the contract / agreement, and longer in the case of publicly filed contracts / agreements, as may be decided by the Compliance Officer.

#### **5.9 Inter-Office Communication**

All the inter-office communication, Inter office Memos, shall be preserved for a period of eight (8) years.

#### **5.10 Administrative Guidelines & Policies**

The Administrative Guidelines and Corporate/HR Policies are to be retained permanently, with all the versions of revision.

#### **5.11 Historical records**

The records may no longer be of use to the Organisation, but by virtue of their age or research value having historical interest or significance to the Organisation, shall be preserved permanently, e.g. Awards, recognitions, old photographs of factory / products, etc.

#### **5.12 Electronic Mail**

E-mail that needs to be saved should be either:

- printed in hard copy and kept in the appropriate file; or
- Downloaded to a computer file and kept electronically or on disk as a separate file.

The retention period depends upon the subject matter of the e-mail, as may be covered elsewhere in this policy.

### **6. CONTROL OF RECORDS**

#### **6.1 Version control**

Earlier versions (i.e. drafts) of a document may be deleted once the previous versions are no longer needed to create future records. However, documents containing significant decisions, reasons & actions and those containing significant information that is not contained in the final form of the record must also be preserved along with the final version. This applies to both paper and electronic drafts.

## **6.2 Security**

Records shall be made accessible to authorised users. Employees of the Company enacting the normal course of their duties will have access to relevant records of the Company.

## **6.3 Storage**

- Records shall be stored in conditions that are clean, dust free and secure, with lowest risk of damage from fire, water, dampness, insects and rodents etc.
- The records shall be kept away from direct sunlight and other sources of light and heat. The storage area shall be well ventilated and ideally maintained at a stable temperature and humidity.
- Records in formats such as photographs, maps or computer disks shall have specialised storage conditions and handling process that can take in to account their specific physical and chemical properties.
- Irrespective of format, records of continuing value shall have higher quality storage and handling, to preserve them for as long as that value exists.

## **7. METHOD OF DESTRUCTION OF DOCUMENTS**

### **7.1 Destruction of paper records**

Paper records shall be shredded off/placed in security bins. They shall never be placed in unsecured bins or rubbish tips.

### **7.2 Destruction of magnetic media**

Records stored on magnetic media, such as CDs, DVDs, floppy disks, etc. shall be destroyed by reformatting, at least once. Deleting files from magnetic media is not sufficient to ensure the destruction of the records. Backup copies of the records shall also be destroyed.

### **7.3 Destruction of optical media**

Records held on optical media such as rewritable disks shall be destroyed by cutting, crushing or other physical means.

## **8. AUTHORITY AND RESPONSIBILITY**

- 8.1 Compliance Officer shall ensure that the Company complies with the legislation and standards specified in this Policy.
- 8.2 The respective Functional Heads shall be responsible for implementing and maintaining sound record keeping practices within their respective units.
- 8.3 Every employee shall be responsible for making and keeping the necessary / required records of his / her own job / function / area of activity.

## **9. REVIEW OF THIS POLICY**

- 9.1 The Compliance Officer will review this policy annually or as often as he/she considers it necessary;
- 9.2 The Board may change / revise this policy, if required by law, from time to time by resolution.
- 9.3 If the terms of this policy differ from any existing or newly enacted law, rule, regulation or standard governing the Company, the law, rule, regulation or standard will take precedence over these policies and procedures until such time this policy is changed / revised to conform to the law, rule, regulation or standard.

## **10. APPROVED AND ADOPTED**

This policy was approved by the Board of Directors on Friday, October 30, 2015.

**For Ador Fontech Limited**

**A T Malkani**  
Chairman

**H P Ledwani**  
Managing Director

## **Annexure - A**

### **DOCUMENTS TO BE PRESERVED PERMANENTLY**

1. Memorandum of Association & Articles of Association
2. Register and index of Members
3. Register of Transfer of Shares
4. Register of Transmission of Shares
5. Register of Renewed & Duplicate Share Certificates
6. Register of Charges
7. Register of Contracts in which Directors are interested
8. Register of Directors & Key Managerial Personnel
9. Register of Directors' Shareholding
10. Register of Inter-Corporate Loan, Investment and Guarantee
11. Register of investments in securities not held in the name of the Company
12. Register of Debenture holders
13. Register of transfer of Debentures
14. Register of Transmission of Debentures
15. Register of documents executed under common seal
16. Register of records and documents destroyed
17. Minutes of General meetings, Board Meetings and Committee Meetings
18. Record of Employee Stock Purchase Scheme
19. Policies formulated under various laws, if any
20. Records under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
21. Forms and returns filed with the Registrar of Companies / Ministry of Corporate Affairs
22. Certificates issued by the Registrar of Companies
23. Any court order / CLB order
24. Annual Reports
25. Any other document, as may be decided by the Management or required by Statute.

## **Annexure - B**

### **DOCUMENTS TO BE PRESERVED FOR A PERIOD OF AT LEAST UPTO 8 YEARS**

1. Register of Buy-back of securities, from the date of completion of buy-back
2. Register of Deposits, from the date of last entry
3. Register of Allotment, from the date of each allotment
4. Register of Dividend, from the date of payment
5. Register of Directors' attendance
6. Register of Proxies, from the date of meeting
7. Register of Inspection from the date of last inspection
8. Register of Investor Complaints, from date of last entry
9. Records of issued and Cancelled Shares /Debenture certificates
10. Register of Sweat equity shares, from the financial year in which the latest entry is made
11. Books of accounts, together with vouchers, records and papers relevant to any entry in the books for a period of 8 accounting years immediately preceding the current accounting year
12. Annual Return – Last 8 annual returns
13. Any other document, as may be decided by the Management or required by Statute.

## **Annexure - C**

### **DOCUMENTS TO BE PRESERVED FOR ANY OTHER DURATION**

1. Register and index of debenture holders and Other Security holders - 15 years from date of redemption of Debenture and other Security.
2. Register of foreign members or debenture holders to be maintained until discontinued
3. Postal Ballot – Until the resolution has been implemented or for a period of 10 years, whichever is later
4. Employee Stock options – 15 years from the date of exercise of options
5. Declarations under SEBI (Prohibition of Insider Trading) Regulations, 1992 and SEBI (Prohibition of Insider Trading) Regulations, 2015 - 5 years
6. Investors' correspondence – 5 years
7. Replies to show cause notices, if any, - 2 years
8. Any other document, as may be decided by the Management or required by Statute.