



PRAKASH WOOLLEN & SYNTHETIC MILLS LIMITED

POLICY FOR PRESERVATION OF DOCUMENTS [In terms of Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Regd. & Corp. Office: 18th Km. Stone, Delhi Moradabad road, NH-24, Village Amhera, Distt
JP Nagar, Uttar Pradesh-244102

CIN: L17291UP1979PLC004804

A. PREAMBLE

The Companies Act, 2013 (“Act”) and other previous company law (Companies Act, 1956, to the extent applicable) and the Rules (“Rules”) framed under the Act contain provisions for maintenance of various documents including registers and records by the Companies; the place at which such documents are to be maintained and the period for preserving such documents.

The Securities and Exchange Board of India (“SEBI”) has notified the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) which shall be applicable to all listed entity with effect from December 01, 2015. The Listing Regulations shall replace the current existing Listing Agreements entered into by the Prakash Woollen & Synthetic Mills Limited.(“Company”) with the BSE Limited (“Stock Exchange”).

The Listing Regulations, inter alia, contain provisions for Preservation of Documents and are re-produced as under:

Regulation 9: Preservation of Documents

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.”

Accordingly, in compliance to the provision of Regulation 9 of Listing Regulations, the Board of Directors of the Company at its meeting held on 07th November, 2015 has approved the Policy on Preservation of Documents.

B. OBJECTIVE

The objective of this Policy is preservation of documents of Prakash Woollen & Synthetic Mills Limited (the “Company” or “PWASML”) in compliance with the requirements of Listing Regulations, Companies Act, 2013, Companies Act, 1956 (to the extent applicable), Rules framed under the Act and other Corporate laws applicable to the Company.

C. DEFINITIONS

- (a) “**Board**” means Board of Directors of the Company.

(b) “**Act**” means the Companies Act 2013 as amended from time to time.

(c) “**Documents**” means all the documents and records of the Company, both in hard copy and in electronic form. Including but not limited to, email and attachments, documents scanned into PDF format, Power Point presentations, spreadsheets, databases, picture and graphic files, computer generated faxes, calendars, network access files and Internet usage files.

(d) “**Regulations**” means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 notified on 2nd September 2015 and effective from 1st December 2015.

D. APPLICABILITY:

(a) All employees of Company, whether permanent or on contract, including those in all subsidiaries, if any and all members of the Management are covered by this Policy.

(b) This policy applies to all paper and electronic-based documents and communications created or received by Company employees, regardless of location, including all Company locations, off-site locations, computer storage or employees’ laptops.

E. PRESERVATION OF DOCUMENTS:

The Companies Act, 2013, the Regulations and other applicable laws requires the Company to maintain certain types of Documents on a permanent basis or for a specific period of time. Other than the Documents which are legally require to be preserved, there are many other Documents which are also important to the business and conduct of the Company. Therefore, all the Documents of the Company must be preserved, retained and maintained as follows:

(a) All documents are to be preserved according to the Document Preservation Schedule (“Schedule A & B” to this policy).

(b) All documents that are not covered by the Data Preservation Schedule and of the temporary nature may be preserved according to the prudent life of the document and/or as per the decision of the respective functions.

F. DESTRUCTION OR DISPOSAL OF DOCUMENTS:

Employees may only destroy or dispose of records in accordance with the Policy. Where records are scheduled for destruction this should be undertaken by methods appropriate to the confidentiality status of the records. All Company records approved and eligible for destruction must be destroyed under confidential conditions, unless the material is widely published. If staff is uncertain of the status of a record, it should be treated as confidential and destroyed under confidential conditions.

Confidential records should be destroyed as follows:

- **Destruction of paper records**
Records must be destroyed by cutting, crushing, burning or other physical means.
- **Destruction of magnetic media**
Records stored on magnetic media such as floppy disks must 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 must also be destroyed.
- **Destruction of optical media**
Records held on optical media such as rewritable disks must be destroyed by cutting, crushing or other physical means.

Any person who becomes aware of documents subject to an open audit, unresolved claim, litigation, or administrative proceeding shall immediately notify the Legal or Secretarial Department and his or her Records-in Charge. No employee shall destroy any Record/document that is subject to an open audit, unresolved claim, litigation or administrative proceeding. All Records, including electronic items, which relate in any way to the subject of ongoing or impending claims, litigation or governmental investigation, shall be maintained in a secure location as determined by the Records-in- Charge until otherwise directed by the Legal or Secretarial Department.

G. RESPONSIBILITY:

It is the responsibility of each employee and manager to comply with this Policy. Specifically; Employees have the responsibility to:

- (a) Retain company records according to established retention schedules and to keep them no longer than required.
- (b) Dispose of information if there is no legal or business purpose for retaining it.
- (c) Destroy information if it is not covered by the records retention schedule or needed for legal purposes.
- (d) Transfer records to their manager when changing jobs or leaving the company.
- (e) Keep general correspondence only as long as needed and in compliance with the established Annexure of this Policy.

Where permitted by law, any employee found to have violated this policy may be subject to disciplinary action, up to and including termination of employment.

This Policy shall be read in conjunction with all other Company policies. Questions regarding the content or interpretation of this policy or the records management process shall be directed to your Records- in- Charge or the Company Secretary of the Company.

Company Secretary has the authority to modify the Schedule 'A & B' as and when required, as per the requirement of the Company.

H. AMENDMENT:

This Policy may be changed, amended, edited or substituted by the Compliance Officer where there are any statutory changes or other changes necessitating the change in the policy.

SCHEDULE A

S. No.	Name of Documents	Period specified under the law
1	All Documents and Information as originally filed with the Registrar of Companies for Incorporation of Company [Section 7(1)].	Permanent
2	Memorandum and Articles of Association, duly updated from time to time [Section 15]	Permanent
3	Register of Renewed and Duplicate Share Certificate (Form SH-2) [Section 46 & Rule 6(3(b)) of Chapter IV]	Permanent
4	Books and documents relating to the issue of share certificates including blank forms of share certificates [Section 46 and Rule 7 of Chapter IV]	30 years. But in case of disputed cases, permanently.
5	Register of Transfer and Transmission	Permanent
6	Register of Charge (Form CHG-7) [Section 85 & Rule 10 of Chapter VI]	Permanent
7	Register of Members including foreign register, if required (with index of names if no. of members is not less than 50) (Form MGT-1) and Record of Beneficial Owners [Section 88 (1) (a) and Rule 3 of Chapter VII]	Permanent
8	Minutes of Board Meeting and other Committee Meetings of the Board and resolutions passed by Circulation Minutes of the General Meetings of class of shareholders / creditors or resolutions passed by way of postal ballots. [Section 118, 119 & Rule 25 (f) of Chapter VII]	Permanent
9	Register of Investments made by Company not held in its own name (Form MBP-3) [Section 187 & Rule 14(3) of Chapter XII]	Permanent
10	Register Of Contracts Or Arrangements In Which Directors are interested (Form MBP-4) and copy of contracts or arrangements entered into [Section 189 & Rule 16(3) of Chapter XII]	Permanent
11	Agreements with Registrar and Share Transfer Agent and Depositories	Not specified
12	Listing Agreements entered with Stock Exchanges	Not specified
13	Instrument creating Charge or Modification thereof [Section 85 and Rule 10(4) of Chapter VI]	8 years from the date of Satisfaction of Charge
14	Annual Return and copies of all certificates and documents required to be annexed thereto [Section 92 and Rule 15(3) of Chapter VII]	8 years from the date of filing with the Registrar

15	Books of Accounts and Balance Sheet and Profit and Loss Statement [Section 128(5)]	8 years from the close of relevant financial year
16	Notice of Interest by Directors and Key Managerial Personnel [Section 184(1) and Rule 9(3) of Chapter XII]	8 years from the close of the relevant financial year
17	Attendance Register of Meetings of the Board and Committees [SS-1 – Clause 4.1.7]	At least 8 financial years
18	Office copies of Notices, Agenda, Notes on Agenda and other related papers of the transferor company, as handed over to the transferee company [SS-1 – Clause 8.2]	As long as they remain current or for 8 financial years, whichever is later
19	Office copies of Notices, scrutiniser’s report, and related papers of the transferor company, as handed over to the transferee company [SS-2 – Clause 18.2]	As long as they remain current or for 8 financial years, whichever is later
20	Register of Proxies	At least 8 financial years
21	Agreements/Contracts/MOUs Litigation/Claim and all related documents Power of attorney & letters of authority	
22	Income Tax files for assessment Income Tax Audit Records Tax Return & Computation papers Excise/Service Tax Returns PLA/Cenvat/Daily Stock Register Sales Tax Return Sales Tax Invoices Cenvat Credit Invoices Sale/Purchase invoices Assessment & Litigation documents & all related documents	
23	License & Registration under <ul style="list-style-type: none"> - Factories Act, 1948 - Employee Provident Fund Misc. Prov. Act, 1952 - Employee State Insurance Act, 1948 - Contract Labour Regulation & Abolition Act, 1970 - Pollution Control Board - Explosive Act 	

SCHEDULE B

(Documents to be preserved for minimum 5 years or such higher period as may be determined by the Board of Directors or Committee thereof, from time to time)

S. No.	Name of Documents
1	Certificates surrendered to the Company for the purposes of cancellation [Section 46 and Rule 7(3) of Chapter IV]= destroyed after the expiry of 3 years from the date on which they are surrendered
2	Register of Sweat Equity Shares (Form SH-3) [Section 54 & Rule 8(14) of Chapter IV]
3	Register of Shares or other Securities bought back (Form SH-10) [Section 68(9) & Rule 17 of Chapter IV]
4	Register of Directors and Key Managerial Personnel [Section 170, 171, 172 & Rule 17 of Chapter XI]
5	Agreement / contract with the Managing or Whole-time Director [Section 190]
6	Certified copy of order of Regional Director confirming change of registered office from one place to another within a State [Section 12 and Rule 28 of Chapter II] or Certified copy of order of Central Government confirming change of registered office from one State to another [Section 12 and Rule 30 of Chapter II]
7	Certified copy of Resolutions for alteration of name clause, object clause or share capital clause in the Memorandum and Articles of Association and a printed copy of the document so altered [Section 13 to 15]
8	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.
9	Disclosures from Promoters, Directors, Key Managerial Personnel and others under SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 4]
10	All client information and dealing transactions required under Rule 3 and 4 of Prevention of Money-laundering (Maintenance of Records) Rules, 2005
11	Disclosure of Material Events/Information under Listing Regulations, 2015