

**POLICY FOR PRESERVATION OF DOCUMENTS**  
**OF**  
**VIDHI SPECIALTY FOOD INGREDIENTS LIMITED**  
**(Formerly known as “Vidhi Dyestuffs Manufacturing Limited”)**

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## **POLICY FOR PRESERVATION OF DOCUMENTS**

### **1. PREAMBLE**

1.1 This Policy (hereinafter referred to as “Policy”) shall be called “Policy for Preservation of Documents” of Vidhi Specialty Food Ingredients Limited (Formerly known as ‘Vidhi Dyestuffs Manufacturing Limited’) (hereinafter referred to as “VIDHI”).

2. VIDHI is committed to being open and transparent with all the stakeholders and in disseminating information in a fair and timely manner. The Company’s securities are listed on BSE Limited (BSE) and Ahmedabad Stock Exchange Limited (ASEL). The Company is required to comply with the continuous disclosure obligation imposed by the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (“The Regulation”) which was made applicable w.e.f. December 1, 2015.

2.1 In terms of the Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “Regulations”), the Company is required to frame a Policy for preservation of documents. Accordingly, the Company has framed the Policy called “Vidhi Specialty Food Ingredients Limited (Formerly known as Vidhi Dyestuffs Manufacturing Limited – Policy for preservation of documents”) (hereinafter referred to as “this Policy”).

### **3. OBJECTIVES OF THE POLICY**

3.1 The objective of the Policy is to ensure that all important documents, generated or received by VIDHI, are adequately maintained and preserved in compliance with the applicable statutory provisions and to facilitate destruction of documents that are no longer required, at an appropriate time.

3.2 The policy establishes the guidelines for management, retention, preservation and destruction of documents, both in physical form and electronic form, by VIDHI.

#### **4. DOCUMENTS**

4.1 “Documents” refers to all papers, records, writings, communications, including agreements, sale / conveyance deeds, licenses, judgments, orders, approvals, registration certificates, building plans, vouchers, etc. generated or received by VIDHI in the course of its business either in physical form or in electronic form.

4.2 Documents generated or received in “electronic form” would include but not limited to emails and attachments, scanned papers, word documents, presentations, spreadsheets, databases, pictures / graphic files, computer generated faxes, calendars, network access files and internet usage files, etc.

#### **5. ROLES & RESPONSIBILITIES**

5.1 The respective Departmental Heads of the Company shall be responsible for maintenance, preservation of documents in respect of the areas of operations falling under the charge of each of them, in terms of this policy.

5.2 The Record Destruction Committee (“the Committee”) formed by the Board, comprising of the following members shall be supervising them and also ensure compliance of this policy:

Mr. Bipin Manek	Chairman
Mr. B. S. Baliga	Member (Registrar & Transfer Agent)
Mr. Hemanshu Kapadia	Member (Practicing Company Secretary)
Mr. Suresh Pippirishetty	Member (H.O.D. – Accounts)

## 6. PRESERVATION SCHEDULE OF DOCUMENTS

6.1 The Documents shall be preserved under following three categories:

6.1.1 Documents whose preservation is permanent in nature as provided in **Annexure A**;

6.1.2 Documents with preservation period of not less than 8 years after completion of the relevant transactions as provided in **Annexure B** and

6.1.3 Preservation of documents beyond specified period as provided in **Annexure C**.

6.2 All Documents must be properly classified, filed, labelled, indexed and stored by the respective departments.

6.3 The head of each department at Plant/ Head office shall designate an officer of the department who shall ensure compliance with this Policy and also report in case of any discrepancy to the Chairman of Record Destruction Committee.

## 7. DISPOSAL OF DOCUMENTS

7.1 The Documents which are not required to be preserved beyond the “specified period” as per this policy shall be destroyed after the specified period by the respective department with the approval of Record Destruction Committee and in the presence of any of the member of the said Committee.

7.2 A register of the Documents disposed/ destroyed shall also be maintained. It shall state the brief particulars of the documents destroyed, date of disposal/destruction and the mode of destruction. The entries in the register shall be authenticated by the member of the Committee.

**8. AMENDMENT TO THE POLICY**

8.1 The Policy facilitates preservation and disposal of “Documents” under the Acts, Rules, Regulations, Guidelines, etc. generally applicable to the Company. In case of any modification / amendment / re-enactment of any existing acts, rules, regulations, guidelines, etc. or an enactment of any new act, rules, regulations, guidelines, etc., which are inconsistent with this policy, then such modified / amended / re-enacted provision or new provisions shall prevail over the policy and policy shall deemed to be modified to that extent.

8.2 The Board is authorized to approve amendment to this Policy so that it is consistent and in compliance with the prevailing provisions of applicable Acts, Rules, Guidelines, Regulations as well as in accordance with administrative / business requirements of the Company.

**9. DISCLOSURE ON WEBSITE**

9.1 The policy shall come into effect immediately. A copy of the policy including amendments thereto shall be hosted on the website of the Company.

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**DOCUMENTS WHOSE PRESERVATION IS PERMANENT IN NATURE**

A) Companies Act, 2013:

- Memorandum and Articles of Association as amended from time to time.
- Register and Index of Members
- Register of Contracts
- Register of Directors and KMPs and the securities held by them
- Register of Loans and Investments made by the Company
- Register of Renewed and Duplicate Share Certificates
- Minutes of the Board, Committees of the Board and General Body Meetings including meeting conducted through Postal Ballots.
- Resolutions passed by Circulation
- Various forms and returns filed with the Authorities
- Audited Financial Statements
- Register of Records and Documents destroyed
- Annual Reports
- Certificates of Incorporation and Commencement of Business
- Register of Charges

B) Depositories Act:

- Confirmation of all Corporate actions in respect of allotment of securities/buyback/Redemption
- Intimation on allotment of International Securities Identification Number (ISIN) for securities issued.

C) Income Tax Act and Accounts/Finance Related:

- Annual Audit Report, Tax and Vat Audit
- Fixed Asset Register
- Tax Litigation Documents
- Records on CSR Projects (including amount budgeted, spent and balance, if any)

- Assessment order

D) Others:

- Licenses issued/ Regulatory approvals under various Statues
- Title deeds, sale / conveyance / lease deeds
- General Power of Attorney
- Court orders
- Such other documents as may be required to be preserved by the Company under applicable laws

## ANNEXURE B

### DOCUMENTS WITH PRESERVATION PERIOD OF NOT LESS THAN 8 YEARS AFTER COMPLETION OF THE RELEVANT TRANSACTIONS

#### A) Companies Act, 2013:

- Register of Buy-back of securities from the date of completion of buy-back.
- Notices and notes to agenda items and approval note for the agenda items alongwith relevant annexures of Board, Committees of the Board, General Meetings and Postal Ballots.
- Instrument creating or modifying a charge from the date of satisfaction of respective charge.
- Register of Debenture and Debenture Trust Deed from the date of its redemption.
- Copies of Annual Return
- Notice of Interest of Directors (MBP -1)
- Register of Directors' Attendance
- Register of Postal Ballot and Proxies
- Register of Transfer and transmission of shares/debentures and other securities
- Agreement with Managing Director/Whole-time Director and KMP.

#### B) Income Tax Act and Accounts/Finance Related:

- Books of Accounts
- Accounts Payable/Receivable ledgers and schedules
- Employee Expense Reports
- Copies of Security Deposit receipts

#### C) Others

- Personnel documents until retirement or eight years after resignation/termination, allunion agreements and settlements.
- Insurance policy, claims under various other policy as also claims on various creditors & debtors and service providers.



- In addition to the above, all other Documents shall be preserved for such period as may be specified in the relevant statute, law, rules, regulation, guidelines, etc. applicable to the respective department.

## **ANNEXURE C**

### **PRESERVATION OF DOCUMENTS BEYOND SPECIFIED PERIOD**

Notwithstanding anything contained in this policy, in case of any directions from any statutory authorities, tribunals, tax authorities, registrar of companies, court of laws, etc. by an order in writing to preserve any specific document for a period beyond the specified period under this policy, then the concerned department of BIL would be bound to preserve such documents for such period beyond the specified period till the matter is finally concluded.