

# **TCPL Packaging Limited**

**CIN:- L22210MH1987PLC044505**

Registered Office:- Empire Mills Complex, 414, Senapati Bapat Marg, Lower Parel, Mumbai 400 013

Tele:- 022-61646000, Fax:- 022-24935893, email:- tcpl@tcpl.in

Website:-www.tcpl.in

## **Policy on Preservation of Documents**

## Policy on Preservation of Documents

### 1. Scope

A Policy on preservation of Documents would ensure safekeeping of the records and safeguard the documents from getting manhandled, while at the same time avoiding superfluous inventory of Documents. The company therefore formulates this policy, in pursuance to Regulation 9 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations"), on preservation of the Documents to guide employees in handling the Documents efficiently. The Policy not only covers the various aspects on preservation of Documents, but also safe disposal / destruction of the Documents.

### 2. Definitions –

- i. **"Act"** means the Companies Act, 2013.
- ii. **"Applicable Law"** means any law, rules, circulars, guidelines or standards issued by Securities Exchange Board of India (SEBI), Ministry of Corporate Affairs (MCA) and the Institute of Company Secretaries of India (ICSI) under which preservation of Documents has been Prescribed.
- iii. **"Authorised Person"** means any person duly authorised by the Board.
- iv. **"Board"** means the Board of directors of the Company or its Committee.
- v. **"Company"** means TCPL Packaging Limited.
- vi. **"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.
- vii. **"Documents(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 physical / paper or in Electronic form and does not include multiple or identical copies..
- viii. **"Electronic Record(s)"** means the electronic record as defined under clause (t) of sub-section (1) of section 2 of the Information Technology Act, 2000.
- ix. **"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 or access to it.

- x. **"Maintenance"** means keeping Documents, either physically or in Electronic Form.
- xi. **"Preservation"** means to keep in good order and to prevent from being altered, damaged or destroyed.
- xii. **"Regulations"** means the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.
- xiii. **"Archival"** means an accumulation of historical records or the physical place they are located.

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

### **3. Coverage**

This Policy is intended to guide the Company and its Officers on maintenance of any Documents, its preservation and disposal.

### **4. Classification**

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

- i. Where there is a period for which a Document is required to be preserved under specific Law / Act, for the period required by the Applicable Law / Act.
- ii. Where there is no such requirement as per Applicable Law / Act, then for such period as the document pertains to a matter which is "Current".
- iii. In case of any other Document, for such period, as a competent officer of the Company required to handle or deal with the Documents takes a considered view about its relevance;

Provided that a document not covered in i, ii and iii above may be preserved for a period of 5 years from the date on which the documents was generated.

An indicative list of the Documents and the timeframe of their preservation is provided in Annexure I

### **5. Modes of preservation**

- i. The Documents may be preserved in physical / paper form or Electronic Form.
- ii. The Officer of the Company required to preserve the Document shall be Authorised Person who is generally expected to observe the compliance of requirements of Applicable Law.

- iii. The preservation of Documents should be such as to ensure that there is no tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of the Documents.
- iv. The preserved Documents must be accessible at all reasonable times. Access may be controlled by Authorized Person with preservation, so as to ensure integrity of the Documents and prohibit unauthorized access.

## **6. Custody of the Documents**

Subject to the Applicable Law, the custody of the Documents shall be with the Authorised Person. Where the Authorised Person tenders resignation or is transferred from one location of the Company to another, such Person shall handover all the relevant Documents, lock and key, access control or password, or Company Disc, other storage devices or such other Documents and devices in his / her possession under the Policy. The Board may authorise such other person as it may deem fit as the Authorised Person.

## **7. Authority for approval of Policy**

The Board shall have the authority for approval of this policy in pursuance to the Regulations. This authority has been granted via the Regulations.

## **8. Authority to make alterations to the Policy**

The Board is authorised to make such alterations to this Policy as considered appropriate. subject, however, to the condition that such alterations shall be in consonance with the provisions of the Acts and Regulations.

## **9. Destruction of Documents**

- i. Destructions as a normal administrative practice usually occurs because the records are duplicated, unimportant or for short term use only. This applies to both Physical and Electronic Documents.
- ii. The temporary Documents, excluding the Current Document(s) shall be destroyed after the relevant or prescribed period, by the Authorised Person in custody the Documents are stored, after the prior approval of the Board or any other authority as required under the Applicable Law pursuant to which the Documents have been preserved. The Categories of Documents may be destroyed as normal administrative practice are listed in Annexure II
- iii. 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.
- iv. The entries in the register shall be authenticated by the Authorised Person.

**The format of the register has to be in accordance with Annexure III.**

**10. Conversion of the form in which the Documents are preserved**

- i. The physical documents preserved may be converted, whenever required or felt necessary, into electronic form to ensure ease in maintenance of records and efficient utilization of space.
- ii. This will be done after obtaining prior approval of the Board.

**11. Authenticity**

Where a Document is being maintained both in physical form and in Electronic form, the authenticity with reference to the physical form should be considered for every purpose.

**12. Interpretation**

In any circumstances where the terms of this policy differ from any existing or newly enacted Law, Rule, Regulation, Standard governing the Company, the Law, Rule, Regulation, Standard will take precedence over these policies and procedures until such time as this policy is changed to conform to the changed / revised Law, Rule, Regulation and Standard.

## Annexure – I

### Indicative list

| PERMANENT PRESERVATION   | TEMPORARY PRESERVATION   |
|--|--|
| <b>Companies Act, 2013</b>   |  |
| The Memorandum and Articles of Association of the company  | Books of Accounts and its related papers (8 Financial years)   |
| All Documents and information as originally filed with ROC for Incorporation of Company and Declaration / Affidavit from the subscribers to the memorandum and from persons named as the first directors | Register of debenture holders or any other security holders (8 years from the date of redemption of debentures or securities)  |
| Register of members  | Copies of all annual returns prepared under Section 92 of the Companies Act, 2013 and copies of all certificates and Documents required to be annexed thereto (8 years from date of filing with the Registrar)                     |
| Books and Documents relating to the issue of renewed and duplicate share certificates, including the blank forms of share certificates   | Foreign register of debenture holders or any other security holders (8 years from the date of Redemption)  |
| The foreign register of members  | All notices pertaining to disclosure of interest of directors. (8 years from the date of receipt)  |
| Annual Reports   | All certificates surrendered to a company (3 years from date of surrender)   |
| Minutes book of general meeting  | Register of deposits (not less than 8 years from the date of last entry)   |
| Record of Private Placement  | Instrument creating a charge or modification (8 years from date of satisfaction of charge)   |
| Register of Sweat Equity Shares  | Register of Transfer and Transmission (8 Years from the date of Transfer / Transmission)   |
| Register of Buy Back of Security   | Register of Employee Stock Option (8 years from the date of exercise of Option)  |
| Register of charges  | Register of Loan Investment and Guarantee. (8 Years from the date of giving Loan / Guarantee or till the time the Loan / Guarantee exists which ever is later)   |
| Register of Contracts and Arrangements in which Directors are interested   | Register of Investment made by Company not held in its name. (8 years from the date of making such investment or till such time the Investment exists which ever is later)   |
| Register of Beneficial Interest  | Contract of Services with Managing Director and Whole time Director (5 years from the date of execution / approval of Contract or till such time the Managing Director / Whole time Director is in employment which ever is later) |

|   |  |
|---|--|
| Register of Directors & KMP   | Register of Unpaid Dividend. (7 years from the date of transferring it to Unpaid Dividend Account and thereafter on an archival basis)   |
| <b>Secretarial Standard</b>   |  |
| Minutes of Board meeting  | Office copies of Notices, Scrutinizer's report, and related papers (as long as they remain current or for 8 financial years), whichever is later (SS2)   |
| <b>ROC</b>  |  |
| Copy of all the e-forms alongwith its annexures / attachment filed with the ROC |  |
| <b>SEBI</b>   |  |
|   | All such events or information which has been disclosed to stock exchange(s) and such disclosures has been hosted on the website of the Company for a minimum period of five years and thereafter as per the archival policy of the Company. |
| <b>Stock Exchange</b>   |  |
|   | Office copies of papers, documents, information filed with the Stock Exchanges and related papers (as long as they remain current or for 5 years or as long as they remain current.  |

## **Annexure II**

The following categories of Documents may be destroyed as normal administrative practice:

- i. catalogues;
- ii. copies of press cuttings, press statements or publicity material;
- iii. letters of appreciation or sympathy, or anonymous letters;
- iv. requests for copies of maps, plans, charts, advertising material;
- v. facsimiles where a photocopy has been made;
- vi. drafts of reports, correspondence, speeches, notes, spread sheets, etc.; and
- vii. routine statistical and progress reports compiled and duplicated in other reports.

## **Annexure III**

### **The format of the register of Documents disposed/destroyed**

| <b>Particulars of document<br/>alongwith provision of<br/>applicable law</b> | <b>Date and<br/>mode of<br/>destruction</b> | <b>Name of the<br/>Authorised Person</b> | <b>Initials of the<br/>authorised person</b> |
|--|---|--|--|
|  |   |  |  |