



ASIAN
fertilizers ltd.

**POLICY FOR
PRESERVATION AND
ARCHIVAL OF
DOCUMENTS**

(As approved by the Board of Directors of the Company
at its Meeting held on 20 December, 2015)

POLICY FOR PRESERVATION AND ARCHIVAL OF DOCUMENTS

OBJECTIVE

Regulation 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 require every listed entity company to frame a policy for preservation of documents which has to be approved by its board of directors. Archival Policy as referred to in Regulation 30 (8) of the Listing Regulations forms part of this Policy.

EFFECTIVE DATE

The policy is effective from 1st of December, 2015 in terms of Regulation 9 of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015.

DEFINITIONS

1. **“Company”** means Asian Fertilizers Limited.
2. **“ACT”** means Companies Act, 2013 including any amendment or modification thereof.
3. **“Key Managerial Personnel” (KMP)** means key managerial personnel as defined under sub-section (51) of section 2 of the Companies Act, 2013.
4. **“SEBI”** means Securities and Exchange Board of India.
5. **“Listing Regulations”** means the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any modifications, clarifications, circulars or re-enactment thereof.
6. **“Board of Directors”** means Board of Directors of Asian Fertilizers Limited.
7. **“Rules”** means the rules made under the Companies Act, 2013.

8. “Policy” means this policy as amended from time to time.

9. “Document(s)” means all business records of the Company in written, printed and recorded form and electronic forms of records and includes summons, notice, requisition, order, declaration, form and register, whether issued, sent or kept in pursuance of the Companies Act 2013, SEBI Act 1992 or under any other law for the time being in force or otherwise, maintained on paper or in electronic form.

10. “Electronic Record” means the electronic record as defined under clause (t) of sub section (1) of section 2 of the Information Technology Act, 2000.

11. “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 access to it.

12. “Preservation” means maintenance of documents, files and documents in usable form.

13. All the words and expressions used here shall, unless defined here, have the meaning respectively assigned to them under the SEBI (LODR) Regulations, 2015, and in case of absence of definition of same, shall have same meaning as defined under the Companies Act, 2013 and the Rules, Notifications and Circulars made/issued there under, as amended from time to time.

POLICY

The Company adopts a policy on preservation of documents of the company in order to identify documents which are required to be preserved permanently and which are required to be preserved temporary for a fixed period of time as per the requirement of the concerned document. This policy provides an indicative list of the documents categorized in two categories i.e. Category A and Category B. In Category A, documents to be preserved permanently have been enlisted and in Category B, documents to be preserved for a period of 8 years have been enlisted. Besides that, two more categories have been formed as per this policy. All the four categories have been detailed in this policy at the end.

MODE OF PRESERVATION

The documents may be preserved in

- Physical form or
- Electronic form

MAINTAINANCE AND PRESERVATION OF DOCUMENTS

Every employee and KMP of the company is responsible for making and keeping the documents as and when required by them. They are responsible for making all efforts to preserve such documents from any damage before the prescribed time limit.

Following guidelines shall be followed:

1. Documents can be preserved either in physical form such as in the form of registers, books and files or in electronic mode such as emails, web pages or database records or scanned documents.
2. Documents shall be kept at the Registered office or Administrative office or at any other place as approved by the Board of directors of the Company and cannot be shifted to any other place without complying with the requirements of Act where ever necessary.
3. Documents shall be preserved to ensure that there is no tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of documents.
4. The concerned departmental heads shall be responsible for the maintenance, preservation and destruction of records pertaining to the respective department.

CATEGORY OF DOCUMENTS

CATEGORY A

Documents to be preserved permanently

S. No.	Incorporation documents
1.	Memorandum of association and articles of association
2.	Certificate of change of name
3.	Register of charge
4.	Register of members
5.	Minutes of meetings
6.	Statutory register maintained under act
7.	Licenses and approvals and registration certificates received from various statutory authorities
8.	Agreements and contracts, lease deeds
9.	Orders issued by courts and statutory bodies
10.	Policies and codes framed under act and SEBI regulations
11.	Any other document as may be required to be maintained permanently in terms of applicable law(s)

CATEGORY B

Documents to be preserved for a period of 8 years

S. No.	Books of accounts
1.	Annual return
2.	Annual financial statements
3.	Proxy forms, proxy registers, attendance slips, ballot papers, scrutiniser's report, register and records of postal ballot
4.	Consents and resignation letters
5.	Declarations of interest in other entities and no disqualification certificates, declaration on compliance with code of conduct received from directors
6.	Instrument creating charge or modifying charge from date of satisfaction of charge by company
7.	Notices of general meetings, board meetings, agenda papers of board meetings and other supporting documents
8.	Advertisements

9.	Dividend registers and records
10.	Register of inspection
11.	Disclosures made under SEBI (Prohibition Of Insider Trading) Regulations, 2015
12.	Disclosures made under SEBI (Substantial Acquisition Of Shares And Takeovers) Regulations, 2011
13.	Disclosures made under SEBI (LODR) Regulations, 2015, except those for which specific time period of preservation is prescribed in said Regulation
14.	Any other document as may be required to be maintained permanently in terms of applicable law(s)

CATEGORY C

Documents required to be preserved for a specified period of time as per the applicable law, statute or regulation, then, such document shall be preserved for such period.

CATEGORY D

In case of documents, where there is no such requirement prescribed as per applicable law and which do not also fall under any of the two categories i.e. Category A and Category B, then they shall be preserved for such period as the company deems necessary for the purpose of record maintaining.

ARCHIVING OF DOCUMENTS WHICH ARE HOSTED ON THE COMPANY'S WEBSITE

Recognizing the need to ensure the preservation and availability of the Documents of the Company after their required preservation period as set out under the Regulations and hereunder, for any legal, administrative, and historical purposes, the Company adopts the following archival policy in respect of Documents which are hosted on the website of the Company:-

1. All Documents generated, disclosed or received by the Company, on its website are the properties of the Company and constitute archival material.

Archival material of the Company shall not be destroyed or purged without the approval of the Authorised Person. Provided that this shall not apply in case of an accidental deletion, or deletion due to any system flaw, virus, or any other deletion, inaccessibility or loss due to any reason other than deliberate and determinate deletion.

2. Archiving of the Documents to be submitted to the stock exchange, in terms of the Regulations, shall be done after the lapse of the preservation period of 8 years, as per the archival policy.

3. For the Documents to be submitted to the stock exchange to comply with disclosure norms as required by any other Applicable Law, the Documents are to be archived after the lapse of the specified/required time period.

4. Material so selected for Preservation shall be sent to the Company archives.

5. The Authorised Person will be responsible for deciding how long archival material is to be retained after the minimum period of eight years, if the law or this Policy does not specify any time period.

DISPOSAL OF DOCUMENTS

After the expiry of statutory retention period, the preserved documents may be destroyed. Destruction of documents as a normal administrative practice shall be followed for the records which are duplicate/unimportant/irrelevant.

This is applicable to both electronic and physical documents. This shall be destroyed as follows-

- Recycle non confidential records
- Share or otherwise render unreadable confidential paper records.
- Delete or destroy electronically stored data.

AMENDMENT

The code shall be subject to modification as may be deemed necessary and as and when required as per amendment in Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 or in any other applicable law and the Amendment, if made, shall be approved by the Board of Directors of the Company and shall form part of this code.