

OVOBEL FOODS LIMITED

POLICY ON PRESERVATION OF DOCUMENTS

AND

ARCHIVAL POLICY

OVOBEL FOODS LIMITED
Policy on Preservation of Documents and Archival Policy

PREFACE

The Securities and Exchange Board of India ("**SEBI**"), vide its Notification dated September 2, 2015, issued the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"). The Listing Regulations come into force from December 1, 2015. Regulation 9 of the Listing Regulations makes mandatory for listed entities to formulate a policy for preservation of documents. It is in this context that this Policy on Preservation of Documents ("**Policy**") is being framed and implemented.

Pursuant to Regulation 30(8) of the Listing Regulations, the Company is required frame and to make available an Archival Policy on the website.

The Policy on Preservation of Documents and Archival Policy should be read in conjunction with the most recent policies/code and procedures documented.

EFFECTIVE DATE

The Policy is effective from December 01, 2015.

SCOPE

This Policy is applicable to all departments of the Company. It not only covers the various aspects on preservation of the documents, but also the safe disposal/destruction of the Documents.

A web archival policy as referred to in Regulation 30(8) of the Listing Regulations mandates a listed Company to host on its website, events and other information disclosed to the Stock Exchange for a minimum period of five years, post which the same shall be archived so as to be available for retrieval for a further period of three years by storing the same on suitable media. Thereafter, the said information, documents, records may be destroyed as per the policy on preservation of documents.

DEFINITIONS

"**Company**" means TCI Industries Limited.

"**Board of Directors**" or "**Board**" means the Board of Directors of Ovobel Foods Limited, as constituted from time to time.

"**Documents**" means all papers, records, files, books etc. and the like as required to be maintained under any law or regulation for the time being in force.

"**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.

"**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.

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"Maintenance" means keeping Documents, either physically or in Electronic Form.

"Preservation" means to keep in good order and to prevent from being altered, damaged or destroyed.

"Policy" means this policy on Preservation of Documents.

"Listing Regulations" means the Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015.

CLASSIFICATION

"Annexure A" is an indicative list of the Documents and time frame of their Maintenance, preservation and disposal of the Documents.

The Executive Director or Chief Financial Officer or the Company Secretary of the Company is authorised to make modifications to the Documents Preservation Schedule from time to time to ensure that it is in compliance with applicable laws or regulations and monitor compliance with this Policy.

MODES OF MAINTENANCE

The Documents may be preserved in:

- a. Physical form or
- b. Electronic form.

The officer of the Company required to preserve the Document shall be Authorized Person.

The preservation of Documents should be such as to ensure that there is no tampering, alteration, destruction or anything which risks the content, authenticity, utility or accessibility of the Documents.

The preserved Documents must be accessible at all reasonable times.

DISPOSAL AND DESTRUCTION OF DOCUMENTS

All the Documents mentioned in Annexure A to this Policy, which are preserved temporarily and after expiry of the specified time, can be destroyed. This applies to both Physical and Electronic Records. A register of Documents disposed/destroyed shall be maintained as per **"Annexure B"** and all entries made therein shall be authenticated by the person authorised by the Company.

AMENDMENTS

The Board may, subject to applicable laws or regulations, amend or substitute any of the provision(s) with the new provision(s) or replace this policy entirely with a new policy. However, no such amendment or modification shall be inconsistent with applicable provisions of any law or regulation for the time being in force.

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ANNEXURE A

Indicative list of documents:

1. Corporate Secretarial Records

TEMPORARY PRESERVATION	PERMANENT PRESERVATION
<ul style="list-style-type: none"> • Annual Returns – 8 years from the date of filing with MCA • All notices pertaining to disclosure of interest of directors – 8 years from the end of financial year to which it relates • Notice/Agenda and other related papers – 8 years • Register of Directors' Attendance – 8 years • Register of Sitting Fees paid to Directors – 8 years • Register of Proxies – 8 years • Register of Inspection – 8 years • Register of Postal Ballot and Scrutinizer Report and Office copies of the notices – Until the resolution has been implemented or for a period of 10 years, whichever is later • Register of Allotments – 8 years • Register of deposits - not less than 8 years from the date of last entry • Instrument creating a charge or modification - 8 years from date of satisfaction of charge • Register of debenture holders or any other security holders, if any - 8 years from the date of redemption of debentures or securities • Foreign register of debenture holders or any other security holders - 8 years from the date of Redemption • All books and documents relating to the issue of share certificates, including the blank forms of share certificates – not less than 30 years and in case of disputed 	<ul style="list-style-type: none"> • Certificate of Incorporation • Certificate of change of name • Memorandum and Articles of Association as amended from time to time • Certificate of Commencement of Business • Minute books of Board and Committee meetings • Minute books of General Meetings • Register of members • Index of members • Register of Charges, if any • Register of transfer & transmission of shares • Register of Loans, guarantee, security and acquisition made by the Company • Register of investments held in its name by the Company • Register of Investments in securities not held in the name of the Company • Register of contracts in which directors are interested • Register of Renewed and Duplicate share certificates • Register of Directors, Managing Director, Manager and Secretary • Register of Directors' Shareholding • Register of Inter-Corporate Loans and

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cases, shall be preserved permanently <ul style="list-style-type: none"> • ROC/Stock Exchange filings in physical & electronic form – 8 years 	investments <ul style="list-style-type: none"> • Register in Respect of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 • Register in Respect of SEBI (Prohibition of Insider Trading) Regulations, 2015 • Annual Reports
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2. Accounts, Finance and taxation related Documents

TEMPORARY PRESERVATION	PERMANENT PRESERVATION
<ul style="list-style-type: none"> • Books of Accounts including work papers and other documents related to the audit including Tax and Vat Audit, Accounts Payable/Receivable ledgers, General Ledger, Annual Plans and Budgets – 8 years • Payroll TDS, PF, ESI return and challan applicable on payroll – 8 years • Excise Duty /Service tax/VAT records/returns – 8 years • Bank Statement– 8 years • Employee Expense Records – 8 years 	<ul style="list-style-type: none"> • Investment Records • Fixed Asset Register with supporting Purchase Orders and Bills for fixed assets addition

3. Insurance Records

TEMPORARY PRESERVATION
<ul style="list-style-type: none"> • Claim Files – 8 years from settlement of claim • Insurance Policies for the Company – 8 years

4. Contracts entered into by the Company including Marketing Records

TEMPORARY PRESERVATION
<ul style="list-style-type: none"> • Contracts and Related Correspondence (including any proposal that resulted in the contract and all other supportive documents – 8 years

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5. Legal Files and Records

TEMPORARY PRESERVATION	PERMANENT PRESERVATION
<ul style="list-style-type: none">• Litigation files – 8 years after expiration or disposal of the case	<ul style="list-style-type: none">• License and Permits, and other statutory approvals - Permanent or till the date of validity• Trade Mark and related correspondence• Court Orders

6. Property Records

PERMANENT PRESERVATION
<ul style="list-style-type: none">• Original Purchase/ Sales Deeds• Property Card, Index II, Ownership records issued by Government Authority

7. Personnel and HR Records including Payrolls Records

TEMPORARY PRESERVATION	PERMANENT PRESERVATION
<ul style="list-style-type: none">• Correspondence with Employment Agencies and Advertisements for job openings – 1 year after job opening is closed• Leave Records - 1 years after termination of employment• ESI/PF/LWF/Profession Tax contribution & Returns – 8 years	<ul style="list-style-type: none">• Personnel Files of individual employees

8. Miscellaneous Records

TEMPORARY PRESERVATION	PERMANENT PRESERVATION
<ul style="list-style-type: none">• Consultant Reports – 8 years• Policy and procedures manuals – Current version with revision history• Electronic mails – 1 year• Web page files – 05 years as specified under Listing Regulations. Can be archived for a period of 03 years after initial period of 05 years of live page	<ul style="list-style-type: none">• Registration under various Statutes

Any other document(s) as may be required to maintain in terms of applicable law(s) or regulation(s) for the time being in force, maintained and preserved from time to time.

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ANNEXURE B

The format of the register of Documents disposed/destroyed:

Sl. No.	Particulars of documents disposed/ destroyed	Date and Mode of disposal/ destruction	Initials of the Authorised Person
