



National Plywood Industries Limited

Codes & Policies

POLICY FOR THE PRESERVATION OF DOCUMENTS

as approved by the Board of Directors on 31.01.2017

1. Scope and Purpose

As per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, National Plywood Industries Limited (NPIL) is required to frame a Policy on the preservation of the Documents to aid the employees in handling Documents efficiently. It not only covers the various aspects of document preservation but also facilitates the safe disposal/destruction of the Documents along with maintenance of records of the same.

2. Definitions

- **“Act”** means the Companies Act, 2013
- **“Applicable Law”** means any law, rules, circulars, guidelines or standards under which the preservation of the Documents has been prescribed
- **“Authorised Person”** means any person duly authorised by the Board, Managing Director or any Executive Director of the Company
- **“Board”** means the Board of Directors of the Company or its Committees
- **“Company”** means National Plywood Industries Limited
- **“Current Documents”** means any Document that still has an ongoing relevance with reference to any ongoing litigation, proceedings, complaint, dispute, contract or any matter of a similar nature
- **“Documents”** refers to Documents, papers, notes, agreements, summons, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, indices, registers or any other record required under or in order to comply with the requirements of any applicable law, whether issued, sent or received or kept in pursuance of the Act or under any other law for the time being in force or otherwise, maintained on paper or in electronic form and does not include multiple or identical copies
- **“Electronic Records”** 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, USB drive, floppy disc, space on electronic cloud or any other form of storage or retrieval device considered feasible, whether the same is in possession or control of the Company or otherwise, the Company has control of and access to it
- **“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
- **“Regulations”** means the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

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



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3. Coverage

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

4. Classification

The preservation of Documents shall be done as per the following:

- Where there is a period for which a Document is required to be preserved as per Applicable Law, for the period required by the Applicable Law
- Where there is no such requirement as per any Applicable Law, then for such period as the Document pertains to a matter which is “Current”
- In case of any other Document, for such period as a competent officer of the Company required to handle or deal with the Document takes a considered view on its relevance, provided that, generally speaking, a Document may be preserved for a period of 4 years from the date on which the Document was originated

An indicative list of the Documents and the time-frame for their preservation is provided in Annexure-1

5. Modes of Preservation

- The document may be preserved in:
 - i. Physical form, or
 - ii. Electronic form
- The Authorized Person shall be required to preserve the Documents covered under this Policy
- The preservation of Documents should be such as to ensure that there is no tampering, alteration, destruction or anything that endangers the content, authenticity, utility or accessibility of the Document
- The preserved Documents must be accessible at all reasonable times. Access may be controlled by an Authorised Person so as to ensure integrity of the Document and prevent unauthorised access

In case of preservation of Electronic Records, a critically important factor to be considered is the inevitability of hardware, software and media obsolescence. These records must either be migrated to new versions or the old hardware and software must be retained in order to access the records. Migrating may also cause the records to change or lose their format, so good quality control procedures must be in place when migrating to ensure all information retains its original content, context and structure

6. Custody of the Documents

- Subject to the Applicable Law, the custody of the Documents shall be with the Authorised Person. When the Authorised Person tenders their resignation or is transferred from one location of the Company to another, or is terminated from the Company, such Person must hand over all relevant Documents, locks and keys, access controls and passwords



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and Company hardware (discs and other storage devices) and other such Documents and devices under this Policy that are in the Authorised Person's possession. The Board may then authorise another person as they deem fit to be the Authorised Person in charge of the Documents

- Information of the resignation, transfer or termination of the Authorised Person is to be intimated to the legal and information technology departments of the Company

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 the Policy as considered appropriate, subject, however, to the condition that such alteration shall be in consonance with the provisions of the applicable Acts and Regulations

9. Destruction of Documents

The period stated above is the minimum retention/preservation period and before actual destruction/disposal in terms of this Policy, the retention schedule may be reviewed by the Authorised Person, if required, due to an ongoing business use, internal audit requirement or any other similar factor

- The temporary Documents, excluding the Current Document(s), shall be destroyed after expiry of the prescribed period, by the Authorised Person in whose 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. Electronic Records shall be removed, after the prescribed retention period expired, from all identified electronic repositories. The categories of Documents that may be destroyed as normal administrative practice are listed in Annexure-II
- 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 Authorised Person
- The format of the register has to be in accordance with Annexure-III

10. Maintenance of Documents in Indexed Form

- For ease of record reference, the Documents shall be preserved in an indexed form. The Documents shall be indexed appropriately by the Authorised Person. The index shall be updated as and when any changes occur in the records
- The index shall be kept in physical form as well as in Electronic Form

11. Conversion of the Form in which the Documents are Preserved



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- The physical Documents preserved may be converted, whenever required or felt necessary, into Electronic Form to ensure ease in maintenance of records and efficient utilisation of space
- This will be done after obtaining prior permission from the Board

12. Authenticity

Where a Document is being maintained in both physical as well as Electronic form, the authenticity with reference to the physical form shall be considered for every purpose

13. Interpretation

In any circumstance where the terms of this Policy differ from any existing or newly enacted law, rule, regulation or standard governing the Company, the law, rule, regulation or standard shall take precedence over this Policy until such time as this Policy is changed to conform to the law, rule, regulation or standard.

14. Consequences of unauthorised destruction/retention

Employees are to be made aware that premature destruction of records is expressly prohibited, and, if intentional, may result in disciplinary action up to and including termination of employment and possible civil or criminal liability.

Under no circumstance should duplicates or drafts (unofficial records) be retained longer than the official versions of the records. When records are approved for destruction, all copies in the possession of employees in all forms, physical and electronic, in all media and formats must also be discarded.



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Annexure-I

Indicative list of Documents for Permanent Preservation:

- The Memorandum and Articles of the Company
- Documents relating to the Incorporation of the Company
- Register of members
- Books and Documents relating to the issue of share certificates, including the blank forms of share certificates
- Annual Reports
- Foreign register of members
- Register of charges
- Minutes books of General Meetings
- Minutes of Board Meetings and Committee Meetings

Indicative list of Documents for Temporary Preservation:

- Register of charges (8 years)
- Register of debenture holders or any other security holders (8 years from the date of redemption of debentures or securities)
- Copies of all annual returns prepared under Section 92 of the Companies Act, 2013 and copies of all the Certificates and Documents required to be annexed thereto (8 years from the date of filing with the Registrar)
- Foreign register of debenture holders or any other security holders (8 years from the date of redemption)
- All notices pertaining to disclosure of interest of directors (8 years from the date of the Board Meeting in which it is taken note of)
- All Certificates surrendered to a Company (3 years from date of surrender)
- 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)
- Office copies of Notices, Scrutiniser's Report, and related papers (as long as they remain current, or for 8 financial years, whichever is longer)
- The postal ballot and all other papers relating to postal ballot including voting by electronic means (as long as they remain current, or for 8 financial years, whichever is longer)



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Annexure- II

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

- Catalogues
- Copies of press cuttings, press statements or publicity material
- Letters of appreciation or sympathy or anonymous letters
- Requests for copies of maps, plans, charts, advertising material or other stock information (subject to Clause 9 and 10 of this Policy)
- Calendars, office diaries
- Facsimiles where a photocopy has been made
- Telephone messages
- Drafts of reports, correspondences, speeches, notes, spreadsheets, etc. (subject to Clause 9 and 10 of this Policy)
- Routine statistical and progress reports compiled and duplicated in other reports (subject to Clause 9 and 10 of this Policy)

Annexure-III

The format of the Register of Documents disposed/destroyed shall be:

Particulars of Document along with provision of the applicable Law	Date and mode of destruction	Date of approval for destruction	Initials of the Authorised Person