

**DTG FOUNDATION**  
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**DTG Foundation**  
— DEEP CARE —



*“(As approved by the Board of Directors of the Company on 10.09.2024)”*

## **POLICY ON PRESERVATION**

**&**

## **ARCHIVAL OF DOCUMENTS**

### **1. PREAMBLE**

In any company documents management, more particularly, preservation of documents is of critical importance. It not only covers the various aspects on preservation of the Documents, but also beneficial for the safe disposal/destruction of the Documents and keeping a record of the same. This policy is intended to ensure compliance particularly with the applicable provisions of Companies Act, 2013 towards preservation & archival of documents.

### **2. RELEVANT PROVISION/REGULATIONS/GUIDELINES**

#### **2.1 REQUIREMENT OF DOCUMENTS UNDER RIGHT TO INFORMATION ACT, 2005**

The Right to Information Act, 2005 provides for maintaining all records duly catalogued and indexed in a manner in the form which would facilitate the Right to Information under this Act. The requests for providing the information have been on the increase every year thereby necessitating the adoption of retention schedule of records.

It is necessary to put in place the schedule of records which would help in timely disposal of requests received from time to time.

Records and archives form an essential and significant part of company's resources. Records are a basic tool of administration. They are the means by which operational processes and functions are performed.

Government of India has enacted the Public Record Act, 1993 to regulate the management, administration and preservation of records of various departments of Central Government/ Public Sector Undertaking and commissions or Committees constituted by the Central Government. Under the aforesaid Act, Government of India has issued Public Record Rules, 1997 which provide that each organization shall compile a schedule of retention of records in consultation with the National Archives of India.

This policy shall be governed by the provisions of the Public Record Act 1993, Companies Act, 2013 and other applicable laws for the time being in force including rules and regulations made there under.

## **2.2 REQUIREMENT OF DOCUMENTS UNDER RIGHT TO COMPANIES ACT, 2013.**

The Companies Act, 2013 in India outlines provisions related to the maintenance and preservation of company records, including archival policies. Here are the relevant sections:

### **1. Section 128 - Books of Accounts:**

This section mandates every company to maintain proper books of accounts and specifies the period for which these records must be preserved.

### **2. Section 129 - Financial Statements:**

It requires companies to prepare financial statements and preserve them for a minimum period as prescribed.

### **3. Section 134 - Financial Statement, Board's Report, etc.:**

This section covers the approval and signing of financial statements and emphasizes their preservation.

### **4. Section 137 - Filing of Financial Statements:**

This section requires companies to file their financial statements with the Registrar, which must also be retained for a specified period.

### **5. Section 146 - Registers:**

This section deals with the maintenance of registers, including the register of members, which should be preserved as per the stipulations.

### **6. Section 177 - Audit Committee:**

While primarily focused on corporate governance, it highlights the importance of record-keeping in relation to audit committees.

### **7. Section 182 - Prohibition on Forwarding False or Misleading Information:**

This section ensures that companies maintain accurate records to avoid misrepresentation.

### **General Guidelines for Archival Policy:**

- **Retention Period:** Typically, companies are required to retain financial statements for a minimum of 8 years from the end of the financial year to which they relate.
- **Digital Records:** Companies are encouraged to maintain records in electronic form, ensuring they comply with IT security standards.
- **Accessibility:** Records should be easily accessible to authorized personnel for review or audit purposes.

Such other relevant disclosures.

### 3. SCOPE

The policy is formulated to establish the framework needed for effective preservation/ maintenance of documents and records required to be maintained by the Company.

### 4. OBJECTIVES

Keeping in view the new law, a company needs to adopt the following objectives for preservation of its documents and making them a part of its Policy:

- To provide a framework for the purpose of systematic categorization, maintenance and preservation of documents in the Company.
- To provide a framework of archival of events/information required to be disclosed on website and other information hosted on the website of the Company.
- Preservation of the existing/future documents permanently or for specified period(s).

### 5. DEFINITIONS

**5.1** “Applicable Law” means any law, statutory rules & regulations, or standards applicable on the Company under which any guideline / provision with regard to the preservation of the Documents has been prescribed.

**5.2** “Board” means the Board of Directors of the Company.

**5.3** “Company” means **DTG FOUNDATION**.

**5.4** “Current Document(s)” means any Document that still has an ongoing relevance with reference to any ongoing contract, litigation, proceedings, complaint, dispute, or any like matter.

**5.5** “Document(s)” refers to notes, agreements, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, registers and or any other record (including required under or in order to comply with the requirements of any Applicable Law) maintained on paper or in Electronic Form and does not include multiple or identical copies.

**5.6** “Document” - Since the crux of the new law relates to “document” it is important to understand its meaning statutorily as well as commercially and in a practical sense.

Under the new Companies Act 2013, “document” includes summons, notice, requisition, order, declaration, form and register, whether issued, sent or kept in pursuance of this Act or under any other law for the time being in force or

otherwise, maintained on paper or in electronic form. (Section 2 {36}).

Documents may also include those which although not required to be preserved statutorily have been, are, or shall be created, maintained and preserved by a company from time to time, due to its business activities. Specifically, such documents shall include those relating to dealings with the customers, suppliers, service providers, employees and other appointees of the company.

The company shall prepare and maintain an indicative list of various documents required to be preserved under any law/s or otherwise which shall be updated from time to time.

- 5.7** “Electronic Form” means maintenance of documents in 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.
- 5.8** “Maintenance” means keeping Documents, either physically or in electronic Form.
- 5.9** “Preservation” means to keep in good order and to prevent from being altered, damaged or destroyed.
- 5.10** “Head of Function” means Head of function like Engineering, Commercial, Finance, HR, Production, Design etc. at Units. For Corporate functions & Business sectors, Head of function means departmental head reporting to functional Director.

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

## **6. POLICY ON PRESERVATION**

### **6.1 Classification based on preservation period**

Based on preservation duration, the company shall classify the documents in following Categories. For Policy documents, the preservation period starts on the date of introduction of revised version.

#### **a) Documents whose preservation shall be permanent in nature:**

Certificate of Incorporation, Memorandum & Articles of Association, Minutes of Board/Committee/ General Meetings, Statutory Returns of the Company under direct taxes, Statutory Registers etc., to be maintained permanently under Companies Act, 2013, Trade secrets, definitive documents for acquisition/ merger of/ with a company, etc. shall be preserved permanently.

**b) Documents with preservation period of not less than eight years after completion of the relevant transactions:**

Books of Accounts as defined in Companies Act 2013, Statutory Registers/ Documents required to be maintained **for 8 (eight years)** under Companies Act, 2013, Technology Collaboration Agreements, Joint Venture Agreements, Press releases and other Statutory Returns required as per concerned Act shall be preserved for a period of not less than eight years after the completion of the relevant transactions.

**c) Documents with preservation period of less than eight years after completion of the relevant transactions:**

- i. Customer orders, Records related to Court/ Arbitration/ Judicial/ Quasi- Judicial cases, etc., - shall be preserved for a period of less than 8 years subject to the condition that transaction/ agreement/ cases are not current and have been completed/ expired/ disposed of.
- ii. All such events or information which has been disclosed to Stock Exchanges and hosted on company's website for the purpose of shareholder communication shall be maintained for 5 Years.

Any other document not covered above at a), b) & c) shall be preserved by the concerned department during the preservation period as decided by the respective head of function in line with the requirement of law, if applicable. Notwithstanding para herein above the documents shall also be preserved to meet the requirement under the regulations in the following manner:

- i. Where there is a period for which a Document is required to be preserved as per Applicable Law, for the period required by Applicable Law.
- ii. Where there is no such requirement as per Applicable Law, then for such period till the document remains "Current".
- iii. In case of any other Document, for such period, as the respective functional head decides after taking a considered view about its relevance.

## **6.2 Modes of preservation**

The Documents may be preserved in:

- ✓ Physical form and/or
- ✓ Electronic Form.

### **6.3 Responsibility for preservation of Documents**

The responsibility for preservation of documents shall be with the concerned Head of function.

### **6.4 Authority to make alterations to the Policy**

The Chairman and Managing Director is authorized 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 Regulation and other applicable laws.

### **6.5 Destruction of Documents**

After retention period, concerned functional head shall decide the records which are to be destroyed. A list 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. Before destruction of documents, the concerned head of department may preserve copies of the same in Electronic Form considering future usefulness of the documents. The electronic copies of the documents preserve can also reviewed in future and destroyed as per the decision of the concerned functional Head.

### **6.6 Conversion of the form in which the Documents are preserved**

The physical Documents that are preserved may also be converted, whenever required or felt necessary, into electronic form to ensure ease in maintenance of records and efficient utilization of space

## **7. Preservation of litigation documents**

Documents arising out of various litigation wherein a company is a party in any manner, shall need to be preserved as per the directions/orders of the court/s / tribunal/s/ judicial/ other authority/ies as may be applicable, in absence of which the documents shall be preserved for a period of not less than eight consecutive calendar years after conclusion of the litigation.

## **8. Deviation from the Policy**

Any court/s/ tribunal/s/ judicial/ other authority/ies shall have the power to direct a company to produce /preserve and/or destroy any document/s, however, if any document/s has/ have been destroyed pursuant to the Policy followed as per the Companies Act, 2013 herein, it may not be possible for the company to produce such document/s, therefore, necessary permission to that effect has to be taken by the company and/ or a statement to that effect shall be given by the company from/to the relevant authorities. Any other action/s shall

need to be taken as may be advised by these authorities.

## **9. Alteration to the Policy**

The Audit Committee and Board of Directors of a company shall need to review the Policy, from time to time, to ensure its effectiveness.

## **10. Archival Policy**

The policy applies to documents/ information hosted on the website of the company including events/information required to be disclosed on website under Companies Act, 2013.

The disclosure of material /events shall be hosted and retained on the Company's website for a minimum period of 5 (five) years. Thereafter depending upon the nature, materiality, impact and relevance of the material/ event/ information, the disclosure of such material/ event can:

- a) continue to remain hosted on the Company's website for a longer period of time on the advice of concerned functional head to Corporate Communication
- b) can be removed from the website or
- c) can be archived by appropriate technology.

## **11. Interpretation/ Clarification**

Any interpretation/ clarification related to policy shall be issued by the Company Secretary in consultation with concerned Head of function at corporate office after approval from Chairman & Managing Director.

## **12. Implementation of the Policy**

In case of conflict between this policy and any other procedures/ instructions/ guidelines etc., on preservation and archival of documents, the provisions of this policy shall take precedence. In specific cases of conflict being encountered with respect to preservation/ archival of a document created before the date of issuance of the policy, the respective head of function will be the approving authority to interpret such cases in the light of the subject policy being issued. Head of Function shall ensure that this policy is not violated/ contradicted.

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