POLICY

FOR

PRESERVATION OF DOCUMENTS

OF

RICO AUTO INDUSTRIES LIMITED

1. BACKGROUND

Rico Auto Industries Limited (the "Company") is guided by various legal, regulatory and statutory requirements as applicable from time to time, with regard to record keeping, record retention and destruction of obsolete records. The records are to be maintained based on the type and kind of record in a manner so as to comply with all applicable Acts, Rules, Regulations and Guidelines, and the retention periods indicated therein.

2. SCOPE & PURPOSE

Pursuant to the provisions of Regulation 9 of the Listing Regulations**,** *(defined hereinafter)* every Listed Company is required to have a Policy for Preservation of Documents/Records (*defined hereinafter*), for a certain prescribed time period.

Accordingly, the Board of Directors *(defined hereinafter)* of the Company have framed a policy called "Policy on Preservation of Documents" *(hereinafter referred to as the "**Policy**")*.

3. OBJECTIVES

The objectives of this Policy are as follows:

a) To set out the standards for managing, storing, and preservation of Documents/Records of the Company to ensure effective corporate governance of the Company, by classifying the Documents in two categories:

- the Documents which are of permanent nature and which shall be maintained and preserved permanently by the Company; and
- the Documents to be maintained and preserved for a specified time period, but not less than period of 8 (eight) years after completion ofthe relevant transaction(s).

b) To ensure effective information management system and swift retrieval of Documents/Records at all times; and

c) For systematic disposal of Company's Documents that have outlived their administrative usefulness.

This Policy regulates to the preservation of Documents maintained/to be maintainedby the Company both in physical form or in any Electronic Form (*defined hereinafter*).

The Preservation of Documents in the Company should be in a manner, so as to ensure that there will be no tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of any of the Documents/Records.

4. DEFINITIONS

i. "**Act**" means the Companies Act, 2013 and includes any re-enactment and statutory modification thereof for the time being in force.

ii. "**Board of Directors**" or "**Board**" means the board of directors of the Company as constituted/re-constituted from time to time by the Company.

iii. "**Company**" means Rico Auto Industries Limited.

iv. "**Document**(s)" includes all Records, papers, registers, records, files, books, summons, notices, order, declaration, forms, whether issued, required to be maintained in pursuance of this Act or under any other law for the time being in force or otherwise, maintained on paper or in any Electronic Form.

v. "**Electronic Form**" means any contemporaneous electronic device such as computer, laptop, note book, compact discs, tapes, space on electronic cloud, or any other form of storage and retrieval device, considered feasible, whether the same is in possession of the Company or otherwise the Company has control over access to it.

vi. "**Electronic Document/Record**" means data, record or data generated, imageor sound stored, received or sent in an electronic form or micro film or computer generated micro fiche.

vii. "**Listing Regulations**" means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

viii. "**Records**" in relation to this Policy includes accounting records, books or papers and books and papers as defined under sub-section 12 of section 2 of the Act, books of accounts as defined under sub-section 13 of section 2 of the Act, includes any statutory and other records of material significance.

All capitalised words and expressions used in this Policy, unless defined hereinafter, shall have meaning respectively assigned to them under the Listing Regulations and in the absence of its definition or explanation therein, as per theAct.

5. AUTHORITY & RESPONSIBILITY

The Company Secretary along with respective head of departments of the Company shall be responsible for the preservation of documents in accordance with the applicable legal rules and regulations concerning the department along with the provisions of the Act and Listing Regulations.

In case of preservation of:

a) Physical original Documents, the Company Secretary of the Company shall beresponsible; and

b) Electronic Documents, the respective Head of Department along with IT Head of the Company shall be responsible.

The Board shall ensure proper implementation of this Policy in accordance with the Act as well as applicable Listing Regulations.

6. CLASSIFICATION OF DOCUMENTS

For the purpose of achieving the objectives of this Policy, the preservation of the Documents/Records has been classified in to two categories, as furnished below:

1. Documents whose preservation shall be permanent in nature, as specified in **Annexure A** to this Policy; and

2. Documents with preservation period of not less than 8 (eight) years after completion of the relevant transactions, as specified in **Annexure B** to this Policy.

Further, while prescribing different time framework for preservation of Documents, the following aspects have been taken into account:

a) Compliance with statutory and regulatory requirements;
b) Compliance of the requirements of any statutory, judicial or quasi-judicial officials to have access to Documents; and
c) Compliance of the requirements of internal and external auditors to haveaccess to Documents.

The Documents not specified under this Policy shall be maintained by the Company for the time period as specified for their preservation under any statute or regulation by which they are governed.

7. ELECTRONIC DOCUMENTS/RECORDS

The respective Head of Department (in consultation with IT head of the Company and the Company Secretary), from time to time shall establish standards operating procedures/guidelines for safe keeping of the Documents in Electronic Form which shall *inter-alia* include guidelines for scanning of Documents with proper resolution, handling electronic files, backups, archiving Documents and checking the reliabilityof the system pertaining to his own department.

Electronic Documents may be kept under the supervision and control of the respective Head of Department of the Company.

Pursuant to Section 120 of the Companies Act,2013 read with rule 27 of the Companies (Management and Administration) Rules, 2014, the documents in electronic form shall be maintained in following manner:

a) the records are maintained in the same formats and in accordance with all other requirements as provided in the Act or the rules made there under;

b) the information as required under the provisions of the Act or the rules made there under should be adequately recorded for future reference;

c) the records must be capable of being readable, retrievable and reproducible in printed form;

d) the records are capable of being dated and signed digitally wherever it is required under the provisions of the Act or the rules made there under;

e) the records, once dated and signed digitally, shall not be capable of being edited or altered;

f) the records shall be capable of being updated, according to the provisions of the Act or the rules made there under, and the date of updating shall be capable of being recorded on every updating.

8. ORIGINAL/PHYSICAL DOCUMENTS

The original/physical Documents prepared under the Act, Listing Regulations, and/or any other applicable law for the time being in force, including rules, regulations, circulars, notifications etc. issued thereunder, shall be kept in the custody of Company Secretary of the Company.

If proper and sufficient reason is given, the original Documents shall be handed overto any other person, duly authorized for this purpose, only after proper entry hasbeen made in the register maintained for that purpose.

All the respective heads of departments shall maintain photocopies of all those documents which pertain to their specific department, before handing over the sameto the Company Secretary for the purposes of this policy. If in case, depending uponthe legal requirements or otherwise, any original Document(s) is not handed over tothe Company Secretary and is retained by the concerned Head of Department, thesaid fact shall be recorded in the register maintained for the purposes of this Policy, and accordingly the concerned Head of Department shall be responsible for preservation of such Documents.

9. LOCATION OF DOCUMENTS

All Documents which are required under the applicable provisions of the Act and/ or any other statute, to be kept only at the registered office of the Company, such Documents shall be located only registered office of the Company and any movement of such Documents shall be in accordance with the provisions of the Act.

The Documents for which no statutory mandate has been provided under the Act or under any statute, as to where such Documents are to be maintained and kept, shallbe maintained at the corporate office of the Company or at any other place as maybe approved by the management of the Company from time to time.

10. EASY ACCESS AND AUTHENTICITY OF DOCUMENTS/RECORDS

The preservation of the Documents of the Company is vital to ensure present and future access to the Documents.

Since the Documents are maintained at different levels and departments in the Company, therefore, the head of each department shall be authorized to ensure the preservation and easy access to the Documents maintained in their department.

11. DOCUMENT RETENTION SCHEDULE

The Documents referred in **Annexure A** of this Policy shall be maintained permanently and the Documents/Records which are required to be preserved permanently on the website of the Company shall be preserved in line with the Website Content Archival Policy of the Company.

The Documents referred to in **Annexure B** shall be preserved for at least 8 (eight) years and thereafter, may be disposed of in the manner prescribe under the applicable provisions of the Act and Listing Regulations.

The Company shall maintain a separate register called as 'Register of Preservation of Documents' for keeping complete records of Documents which are preserved which shall contain the following particulars:

a) Item number;
b) Brief particulars of the Documents preserved;
c) Date of creation of the Document;
d) Whether preserved permanently or not;
e) Name of the person depositing the Document;
f) Signature of the person depositing the Document;
g) Name of the person receiving the Document;
h) Signature of the person receiving the Document; and
i) Remarks.

Similarly, the Company should also maintain a register called as "Register of Disposal of Documents" for keeping complete records of Documents which are disposed/weeded out in terms of this Policy and shall contain the following particulars:

a) Item number;
b) Brief particulars of the Documents disposed of;
c) Date of removal;
d) Mode of destruction;
e) Name of the person disposing off the Document;
f) Signature of the person disposing off the Document; and
g) Remarks

The Register of Preservation of Documents and the Register of Disposal of Documents shall be maintained permanently by the Company under the supervision and control of Company Secretary of the Company with the assistance of the concerned head of department either in Physical or Electronic Form.

The Board shall determine the criteria for maintaining the secrecy of the Company's Documents and ensure timely compliance with the applicable laws.

12. DOCUMENT APPRAISAL

The Company shall at regular intervals carry out the appraisal of the Documents preserved as per this Policy.

The purpose of the appraisal process is to ensure that the Documents are examinedat the appropriate time to determine their long-term preservation at the Company's premises.

The appraisal of the Documents/Records shall be undertaken only after the approvalof the Board/ Managing Director of the Company.

Any ambiguities, interpretative issues, difficulties will be resolved by the Board of Directors of the Company in line with the broad intent of this Policy read with the applicable provisions of the Act, rules and regulations made thereunder, and the Listing Regulations.

13. NON-COMPLIANCE

Non-compliance of the relevant provisions of the Act, read together with the Regulations will attract the penal provisions as per the respective laws.

14. GENERAL

a) Review

In case of any subsequent changes in the provisions of the Act and/or Listing Regulations which makes any of the provisions in the Policy inconsistent with the Act and/or Listing Regulations, the provisions of the Act and/or Listing Regulations, as the case may be, shall prevail over the Policy and the provisions in this Policy will be modified in due course to make it consistent with provisions of applicable law (s).This Policy shall be reviewed by the Board as and when any changes are to be incorporated in this Policy, due to changes in Listing Regulations or the Act.
The Board of Directors of the Company may, subject to the applicable law, is entitled to amend, modify, suspend or rescind this Policy, at any time.

b) Disclosure of the Policy

This policy will be uploaded on the Company's website.

ANNEXURE – A
Documents/Records to be preserved permanently

Item No.	Documents/Records
1.	Certificate of Incorporation of the Company
2.	Certificate for commencement of business of the Company
3.	Memorandum and Articles of Association of the Company
4.	Agreements made/entered by the Company with stock exchanges, depositories, registrar and transfer agents etc.
5.	Minute Books of General Meetings, Board Committee Meetings as per Act.
6.	Register and Index of Members, debenture-holders, creditors or any other security holders etc.
7.	Register of Contracts as per the Act
8.	Register of Charges as per the Act
9.	Register of Investments as per the Act
10.	Records relating to court cases/CBI cases/Police cases/Civil suits/ Labour court cases/Arbitration cases.
11.	Compliance reports received from any Statutory Authority
12.	Title deeds/lease deeds of owned or leased premises/land and building, etc. and related documents.
13.	All license, consents and statutory approvals issued to the Company for its business operations.
14.	Policies of the Company framed under the Act andvarious regulations
15.	Register of Preservation of Documents
16.	Register of Disposal of Documents
17.	Register of Power of Attorneys, if any
18.	Certificates/orders obtained from various statutory authorities
19.	Any other Documents as may be required to be maintained/ preserved in terms of any applicable law(s),from time to time.

ANNEXURE - B

Documents/Records to be preserved for a minimum period of 8 (eight) years

S.No.	Documents
1.	Instrument creating charge or modification (from the date of satisfaction of charge) as per the Act
2.	Register of Inter Corporate Loans and Investments as per the Act
3.	Annual Returns as per the Act
4.	Register of Deposits as per the Act
5.	Register of Allotment (from the date of each allotment) as per the Act
6.	Annual financial statements including: - Annual Accounts - Directors' Report - Auditor's Report
7.	Vouchers/Voucher register and books of accounts as defined under sub-section 13 of section 2 of the Act
8.	Income Tax Returns filed under Income Tax Act, 1961
9.	All notices in Form MBP-1 received from Directors and KMPs along with any amendment thereto
10.	Return of declaration in respect of beneficial interest in any share as per the Act
11.	Copy of newspaper advertisement or publications
12.	All agreement entered into by the Company from the date of its termination
13.	All show cause notice or any other notice received from any Statutory, Government Departments, Judicial or Quasi-judicial authority etc.
14.	Office copies of Notices, Scrutinizer's Report and related papers (as long as they remain current or for 8 financial years), whichever is later (Secretarial Standard-2)
15.	Any other Document/Record as may be required to maintain/preserve in terms of any applicable law(s), from time to time.
16.	Copy of the forms and returns filed/to be filed with any Statutory Authority.