

# VPM

## VAPI ENTERPRISE LTD.

(Formerly known as VAPI PAPER MILLS LTD.)

### PRESERVATION OF DOCUMENTS AND ARCHIVAL POLICY

#### CHAPTER I: PRESERVATION OF DOCUMENT POLICY

##### 1. LEGAL FRAMEWORK

The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”) imposed certain obligations and disclosure requirements on all listed entities, one of the common obligations for all listed entities pursuant to Regulation 9 being to formulate and put in place a policy for preservation of documents.

The Board of Directors of VAPI ENTERPRISE LIMITED (“Company”) is required to formulate a policy for “Preservation of Documents” (“Policy”) to comply with the requirements of Regulation 9 of the SEBI Listing Regulations.

##### 2. DEFINITIONS

(i) “Board of Directors” or “Board” shall mean the Board of Directors of the Company, as constituted from time to time.

(ii) “Company” shall mean VAPI ENTERPRISE LIMITED.

(iii) “Documents” shall mean all papers, records, files, books, tapes, CDs, DVDs, electronic storage devices etc., and the like as required to be maintained under any law or regulation for the time being in force.

(iv) “SEBI Listing Regulations” shall mean the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This policy sets the standards for managing, storing and preservation of documents of the Company broadly classified in the following two categories:

A. The documents of a permanent nature (listed in Annexure 1) shall be maintained and preserved permanently by the Company subject to the modifications, amendments, additions, deletions or any changes made therein from time to time:

provided that all such modifications, amendments, additions, deletions in the documents shall also be preserved permanently by the Company.

B. The documents to be maintained and preserved for a specified time period after completion of the relevant transactions (listed in Annexure-2) shall be preserved by the Company for the term not less than eight years after completion of the **relevant** transactions subject to the modifications, amendments, additions, deletions or any changes made therein from time to time:

(i) provided that all such modifications, amendments, additions or deletions in the documents shall also be preserved for a term not less than eight years, and;

(ii) provided further that the Company shall keep the documents as specified above in an electronic mode.

### **3. AUTHORITY TO MAKE ALTERATION TO THE POLICY**

Any director of the Company or the Company Secretary is authorized to make such alteration to this policy as considered appropriate, however, subject to the condition that such alteration shall be in accordance with applicable laws, including the provisions of the Companies Act, 2013, as amended (the "Companies Act") and the SEBI Listing Regulations.

### **4. DESTRUCTION OF RECORDS**

The records/ documents preserved shall be reviewed every year or according to the need of the respective departments and actions taken to destroy those records which are due for disposal.

### **5. SUSPENSION OF RECORDS DISPOSAL IN THE EVENT OF LITIGATION/CLAIMS**

In the event the Company is served with any notice for documents from any statutory authority or any litigation is commenced by or against the Company, then the disposal of documents which are subject matter of notice/litigation, etc. shall be suspended until such time the matter is settled or resolved or disposed off. The company secretary shall immediately inform all employees of the Company for suspension of further disposal of Documents.

### **6. MODE OF PRESERVATION**

Records/documents may be preserved either physically or in electronic form.

### **7. POLICY REVIEW**

This Policy is framed based on the requirements of Regulation 9 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The Board of Directors may subject to applicable laws amend/substitute any provision(s) with a new provision(s) or replace this Policy entirely with a new policy. If any subsequent changes in the Companies Act or the SEBI Listing Regulations are inconsistent with any part of this Policy, the provisions of the Companies Act or the SEBI Listing Regulations, as the case may be, shall prevail over the Policy and the provisions in the Policy shall be modified to make it consistent with such applicable law.

## **CHAPTER II: ARCHIVAL POLICY**

### **1. BACKGROUND**

Regulation 30(8) of the SEBI Listing Regulations requires every listed entity to make available an archival policy on its website. In this context, the following policy has been framed by the Board of Directors of the Company.

### **2. OBJECTIVES**

Pursuant to Regulation 30(8) of the SEBI Listing Regulations, records are to be retained for the period of their immediate use, unless longer retention is required for historical reference, contractual, legal or regulatory requirements or for other purposes as may be set forth below. Records that are no longer required, or have satisfied their required periods of retention, shall be destroyed as per the procedure prescribed under law.

### **3. SCOPE**

In line with the Company's Policy on Determination of Materiality of Events and as per the SEBI Listing Regulations, the Company shall disclose all such events to the Stock Exchanges and such disclosures shall be hosted on the website of the Company for a period of 5 years and thereafter 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.

### **4. POLICY REVIEW**

The Policy shall be subject to review by the Board. Any amendment made to the policy as deemed necessary from time to time in accordance with the regulatory requirements / amendments or otherwise, shall be reported to the Board for noting at a meeting of the Board.

## **ANNEXURE 1**

### **Documents whose preservation shall be permanent in nature**

1. Registration Certificate
2. Memorandum and Articles of the Company
3. Affidavit from the subscribers to the memorandum and from person named as the first directors
4. Statutory Registers required under applicable laws
5. Audited financial statements
6. Minutes of Board/General/Committee Meetings
7. Material Agreement/Contract,if any
8. Order issued by Courts/Statutory Bodies, if any
9. Any other documents as may be require to maintain permanently in terms of applicable law(s), maintained and preserved from time to time

## **ANNEXURE 2**

### **Documents with preservation period of not less than eight years after completion of relevant transaction**

1. Books of Accounts including relevant books and papers and financial statements
2. Annual Return(s)
3. Disclosures/ notices by a director of his interest
4. Register of deposits
5. Non-Statutory Registers/Documents
6. Certificates surrendered to a Company
7. Instrument creating a charge or modification
8. Any other documents as may be require to maintain permanently in terms of applicable law(s), maintained and preserved from time to time

B) Illustrative list of Documents identified under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 apart from Documents mentioned in Annexure 1 & Annexure 2 (Part A)- For the period of 8 Financial Years

1. Compliance certificate (for compliance of Reg. 7(2) signed by compliance officer & share transfer agent)
2. Statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter.
3. Quarterly compliance report on corporate governance
4. Prior intimation to stock exchange about the meeting of the board of directors
5. Disclosures of any material events or information
6. Statement showing holding of securities and shareholding pattern separately for each class of securities
7. Statement of deviation(s) or variation(s) in the use of proceeds from the objects stated in the offer document or explanatory statement to the notice for the general meeting, for public issue, rights issue, preferential issue etc.
8. Quarterly and year-to-date standalone/ consolidated financial results
9. Annual Audited standalone/ consolidated financial results along with the results of the last quarter
10. As part of financial results for the half year by way of a note a statement of assets and liabilities as at the end of the half-year
11. a certificate from a practicing company secretary, certifying that all certificates have been issued within thirty days of the date of lodgement for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/ allotment monies.
12. Intimation of record date
13. Details regarding the voting results of general meetings
14. Any and all kinds of filing to Stock Exchanges, viz. Press Release, Investors Presentation, etc.

\*However the disclosures under Regulation 30 shall be hosted on the website for a minimum period of five years.