

## NXTDIGITAL LIMITED

### POLICY FOR PRESERVATION OF DOCUMENTS

#### 1. Preface:

The Board of Directors (the “Board”) of Hinduja Ventures Limited (the “Company”) has approved the policy for preservation of Documents /Records (“Policy”) maintained by the Company either in Physical Mode or Electronic Mode (hereinafter referred to as “the Documents”) on December 3, 2015 . This Policy has been formulated in accordance with the Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

#### 2. Purpose of the Policy:

The purpose of this Policy is to ensure that the all the necessary documents and records of the Company are adequately protected and preserved as per the statutory requirements and to ensure that the records of the Company which are no longer needed or are of no value are discarded after following the due process for discarding the same. This Policy is also for the purpose of aiding employees of the Company in understanding their obligations in retaining and preserving the documents and records which are required to be maintained as per the applicable statutory and regulatory requirements.

#### 3. Administration:

Attached as **Appendix A** is a Documents Preservation Schedule that is approved as the initial schedule for maintenance, preservation and disposal of the Documents. The Compliance Officer of the Company (the Administrator) shall be in-charge of administration of this Policy and the implementation process and procedures to ensure that Documents Preservation Schedule is followed. The Administrator is also authorized to make modifications to the Documents Preservation Schedule from time to time to ensure that it is in compliance with local, State and Central Laws and monitor compliance with this Policy.

#### 4. Procedure for disposal of Documents:

The Administrator may direct employees in charge from time to time to destroy the Documents which are no longer required as per the Documents Preservation Schedule given under **Appendix A**. The details of the Documents destroyed by the Company shall be recorded in the Register for Disposal of Records to be kept by Employees who are disposing of the Documents in the format prescribed at **Appendix B**.

#### 5. Mode and Place of Preservation / Maintenance:

The Documents shall be preserved / maintained as per the Documents Preservation Schedule, either:

- (i) Electronically;
- (ii) Physically at the Registered Office of the Company or any other place approved by the Board, in which case the same shall be kept at such place; or
- (iii) Both electronically and physically.



(Formerly known as Hinduja Ventures Limited)

Registered Office: IN CENTRE, 49/50 MIDC, 12<sup>th</sup> Road, Andheri (E), Mumbai - 400 093.

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The mode of preservation of documents will be as determined by Administrator and notified from time to time.

#### 6. Suspension of Documents disposal in the event of Litigation or Claims:

In the event the Company is served with any Notice for Documents from any of the Statutory Authorities or any Litigation is commenced by or against the Company, than the disposal of documents which are subject matter of Notice/Litigation, etc. shall be suspended till such time the matter is settled or resolved or disposed of. The Administrator shall immediately inform all employees of the Company for suspension of further disposal of Documents.

#### 7. Amendment:

Any change in the Policy shall be approved by the Board of Directors of the Company. The Board of Directors shall have the right to withdraw and / or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding.

### APPENDIX A – DOCUMENTS PRESERVATION SCHEDULE

The Documents Preservation Schedule is organised as follows:

#### Section Topic

- A. Corporate Records
- B. Accounts and Finance
- C. Tax Records
- D. Legal Files and papers
- E. Property Records
- F. Insurance Records
- G. Personnel Records
- H. Electronic Records

A. CORPORATE RECORDS		
Sr. No	Record Type	Preservation period
1	Common Seal	Permanent
2	Minutes Book of Board Meeting and Committee Meetings	Permanent
3	Statutory Registers	Permanent
4	License and Permissions	Permanent
5	Statutory e-Forms except for routine compliance	Permanent
6	Register of Members	Permanent
7	Annual Returns	8 years from the filing with the Ministry of Corporate Affairs
8	Board Agenda and supporting documents	8 years
9	Attendance Register	8 years

10	Office copies of Notice of General Meeting and related papers	8 years
11	Office copies of Notice of Board Meeting / Committee Meeting, Agenda, Notes on Agenda and other related papers	8 years
12	Disclosure made on web site and disclosed to Stock Exchanges	8 years (Minimum 5 years on web site)

Sr. No	Record Type	Preservation period
1	Annual Audit Reports and Financial Statements	Permanently
2	Annual Plans and Budgets	8 years after completion of Audit
3	Books of Accounts, Ledgers and Vouchers	8 years from the end of Financial Year or completion of assessment under Income Tax whichever is later
4	Bank Statements	8 Years
5	Investment Records	8 Years

#### B. Tax Records

Sr. No	Record Type	Preservation period
<b>Documents to be Retained Permanently</b>		
1	Tax Exemption and Related documents	Permanent
2	Tax Bills, receipts and payments	Permanent
<b>Documents to be retained for a minimum period of 8 years</b>		
3	Excise Records	8 years from the end of the Financial Year or completion of assessment under the applicable law is over whichever is later.
4	Tax Deducted at Source Records	8 years from the end of Financial Year or completion of assessment under the applicable law is over whichever is later.
5	Income Tax papers	8 years from the end of Financial Year or completion of assessment under Income Tax whichever is later.
6	Service Tax papers	8 years from the end of Financial Year or completion of assessment under Service Tax whichever is later.

#### C. Legal Files and Records

Sr. No	Record Type	Preservation period
<b>Documents to be Retained Permanently</b>		
1	Court Orders	Permanent
<b>Documents to be retained for a minimum period of 8 years</b>		
2	Contracts, Agreements and Related correspondence (including any proposal that resulted in the contract and other supportive documentation)	8 years after termination or expiration of contracts
3	Legal Memoranda and Opinions including subject matter files	8 years after the close of matter
4	Litigation files	8 years after the close of matter

<b>D. Property Records</b>		
<b>Sr. No</b>	<b>Record Type</b>	<b>Preservation period</b>
<b>Documents to be Retained Permanently</b>		
1	Original Purchase and Sale Agreement	Permanent
2	Property Card, Index II, Ownership records issued by Government Authority	Permanent
3	Property Insurance	Permanent
<b>E. Insurance Records</b>		
<b>Sr. No</b>	<b>Record Type</b>	<b>Preservation period</b>
<b>Documents to be Retained Permanently</b>		
1	Insurance Policies	Permanent
<b>Documents to be retained for a minimum period of 8 years</b>		
2	Journal Entry support data	8 Years
3	Inspections Reports	8 Years
<b>Miscellaneous</b>		
4	Premium Receipts	Till the policy is matured
5	Claims records	Till settlement is over and claim money is received
6	Group Insurance Plans	Until plan is amended or terminated
<b>F. Personnel Records</b>		
<b>Sr. No</b>	<b>Record Type</b>	<b>Preservation period</b>
<b>Documents to be Retained Permanently</b>		
1	Payroll Registers	Permanent
2	Bonus, Gratuity and other Statutory Records	Permanent
<b>Documents to be retained for a minimum period of 8 years</b>		
3	Time office Records and Leave Cards	8 Years
4	Unclaimed Wages Records	8 Years
5	Employees Information Records	8 Years after separation
6	Employees Medical Record	8 Years after separation
<b>G. Electronic Records</b>		

[CLA Comments: Disclosures to SE under Reg 30 to be added to be the documents preservation schedule}

**APPENDIX - B**

Sr. No	Particulars of documents destroyed	Date and mode of destruction with the initials of Secretary or other authorised person

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