

1. Legal Framework:

The “Policy on Preservation and Archival of Documents” (hereinafter called “the Policy”/ “Preservation Policy”), is required to be framed in accordance with Regulation 9, 30(8) and other applicable Regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, which shall come in force from 1st day of December, 2015. The Board of Directors (the “Board”) of Nagarjuna Agrichem Limited (the “Company”) are hence obliged to formulate this “Policy on Preservation and Archival of Documents” to comply with the requirements of the aforesaid regulations.

2. Objective / Purpose of the Policy:

This policy would ensure safekeeping of the records and safeguard the Documents from getting manhandled, while at the same time avoiding superfluous inventory of documents. The Company therefore formulates this policy on preservation of the documents to aid the top management and other employees of the Company in handling the documents efficiently. It not only covers the various aspects on preservation of the documents, but also the archival, safe disposal and destruction of the documents.

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

- i. The Documents of a permanent nature 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.
- ii. The Documents to be maintained and preserved for a specified time period after completion of the relevant transactions 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. Provided that all such modifications, amendments, additions or deletions in the documents shall also be preserved for the aforesaid term of 8 (eight) years.

3. Definitions:

- a) “Act” means Companies Act, 2013 and Rules prescribed thereunder, including any statutory amendment or modification thereof.
- a) “Audit Committee” means a Committee of the Board constituted pursuant to the Section 177 of the Act and Regulation 18 of LODR.
- b) “Board” shall mean the Board of Directors of the Company.
- c) “Company” shall mean “Nagarjuna Agrichem Limited”.
- d) “Compliance Officer” shall mean the Company Secretary of the Company.
- e) “Current Document(s)” means any document that still has an ongoing relevance with reference to any ongoing litigation, proceedings, complaint, dispute, contract or any like matter.
- f) “Document(s)” refers to papers, notes, agreements, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, indices, registers and or any other record, required under or in order to comply with the requirements of any Applicable Law, whether issued, sent, 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.
- g) “Electronic Record(s)” means the electronic record as defined under clause (t) of subsection (1) of section 2 of the Information Technology Act, 2000.
- h) “Electronic Form” means 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 or otherwise the Company has control over access to it.

- i) “Holding Company” means a Company as defined under Section 2(46) of the Act.
- b) “Key Managerial Personnel” also abbreviated as KMP means, the key managerial personnel as defined under Section 203 of the Companies Act, 2013.
- j) “Listing Regulations” means the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015 (hereinafter called as ‘LODR’) including any statutory amendment or modification thereof.
- k) “Maintenance” means keeping Documents, either physically or in electronic form.
- l) “Preservation” means to keep in good order and to prevent from being altered, damaged or destroyed.

4. Interpretation:

- a. The terms that have not been defined in this Policy shall have the same meaning as assigned to them in the Act or Listing Regulations or any other Rules / Regulations, as amended from time to time.
- b. 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 will take precedence over these policies and procedures until such time as this policy is changed to conform to the law, rule, Regulation or standard.

5. Coverage:

This policy is intended to guide the Company, its top management and employees on maintenance of documents, their preservation, disposal and archival thereof.

6. Classification of Documents:

The preservation of Documents shall be done in the following manner:

- a) Where there is a period for which a Document is required to be preserved as per any of the Applicable Laws, for the period as required by that Law.

- b) Where there is no such requirement as per Applicable Laws, then for such period as the document pertains to a matter which is “Current”.
- c) In case of any other Document, for such period, as a competent employee of the Company required to handle or deal with the Document takes a considered view about its relevance;

Provided that generally speaking, a Document may be preserved for a period of 8 years from the date on which the Document was originated, if the period is not required as per any applicable Law/ Rules/ Regulations.

An indicative list of the Documents and the timeframe of their preservation is provided in **Annexure-I**

7. Modes of preservation of Documents:

- i) The Documents may be preserved in:
 - a) Physical Form (or/and)
 - b) Electronic Form.
- ii) The employee of the Company who is required to preserve the Documents shall be an Authorised Person by the Board or by relevant Laws/ Regulations who is generally expected to observe the compliance of requirements of Applicable Law.
- iii) The preservation of Documents should be so as to ensure that there is no tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of the Documents.
- iv) The preserved Documents must be accessible at all reasonable times. Access may be controlled by Authorized Person with preservation, so as to ensure integrity of the Documents and prohibit unauthorized access.

8. Custody Of Documents:

Subject to the Applicable Law, the custody of the Documents shall be with the Compliance officer or any other person Authorized by the Board or by any relevant Act/ Law/ Regulation thereof. Where the Compliance officer/Authorised Person as the case may be, tenders resignation or is transferred from one location of the Company to another, such Person shall

hand over all the relevant Documents, lock and key, access control or password, or Company Disc, other storage devices or such other Documents and devices in his possession to the person authorized/ appointed in his position and if no person is authorized/appointed, then the same shall be handed over to the Managing Director of the Company. The Board may authorise such other person as it may deem fit in this behalf.

9. Destruction of Documents:

1. Destruction as a normal administrative practice usually occurs because the records are duplicated, unimportant or for short term use only. This applies to both Physical and Electronic Documents.
2. The temporary Documents, excluding the Current Document(s) shall be destroyed after the relevant or 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. The categories of Documents may be destroyed as normal administrative practices are listed in **Annexure II**.
3. A register of the Documents disposed/destroyed (format attached as **Annexure III**) shall also be maintained. It shall state the brief particulars of the Documents destroyed, date of disposal/destruction and the mode of destruction.
4. The entries in the register shall be authenticated by the Compliance officer/Authorised Person.

10. Archival of documents:

Any disclosure of events or information which have been submitted by the Company to the Stock Exchanges under Regulation 30 of the Listing Regulations or as per the Company's "Policy for determining materiality of Event and Information", will also be available on the website of the Company for a period of 5 years from the date of its disclosure and shall thereafter be archived from the website of the Company for a period of 3 years from the date of completion of the aforesaid period of five years.

11. Conversion of the form in which the documents are preserved:

The physical Documents preserved may be converted, whenever required or felt necessary, into electronic form to ensure ease in maintenance of records and efficient utilization of space. This will be done after obtaining prior approval of the Board. Where a Document is being maintained both in physical form and in Electronic form, the authenticity with reference to the physical form should be considered for every purpose.

12. Authority to review the policy and make any alterations:

This Policy shall be subject to be reviewed/ altered by the Board of Directors as may be deemed necessary as per any regulatory amendments and shall be disseminated on the Company's website..

In case of any amendment (s), clarification (s), circular (s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s), etc. shall prevail upon the provisions in this Policy and this Policy shall stand amended accordingly from the effective date as laid down under such amendment (s), clarification (s), circular (s) etc.

ANNEXURE I

A. Permanent preservation of documents:

- The Memorandum and Articles of Association of the Company.
- Affidavit from the subscribers to the memorandum and from persons named as the first directors.
- Register of members.
- Index of members.
- Books and Documents relating to the issue of share certificates, including the blank forms of share certificates
- Annual Return
- Foreign register of members.
- Minutes Book of general meeting.
- Other Records which will have a permanent value for the Company even after the expiry of legal preservation period.
- Register of Charges.
- Register of private placement.
- Listing Agreement with the Company.
- Court/ SEBI orders other than recovery suits.
- Personnel files of individual employees.
- Retirement and pension records.
- Policies framed by the Companies
- Tax returns and tax bills, receipt and statements.
- Sales tax and service tax records.

B. Temporary preservation Of Documents:

- Register of Debenture Holders or other security holders (8 years from the date of redemption of debentures or securities)
- Legal memoranda and opinion. (8years)
- Copies of all Annual Returns prepared under Section 92 of the Companies Act, 2013 and copies of all certificates and Documents required to be annexed thereto (8 years from 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 (for a period of 8 years).
- 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, scrutinizer's report, and related papers (as long as they remain current or for 8 financial years, as per SS- 2), whichever is later.
- Office copies of Notices, scrutinizer's report, and related papers (as long as they remain current or for 10 years or as long as they remain current.
- Records having contractual / legal implications, which need to be preserved for prescribed period as per the statutory requirement; and records, which need to be preserved for a particular period according to Company's own reference needs. (8 to 12 years or as may be stipulated by the law.)
- Records which are required for adducing evidence in judicial or quasi judicial or other dispute redressal forum. (8 years after attaining finality of the case.)
- Books of Accounts and other related documents (8 years).
- Attendance records of the employees. (8 years).

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 (subject to Clause 10 and 11 of this Policy);
- facsimiles where a photocopy has been made;
- telephone message;
- drafts of reports, correspondence, speeches, notes, spread sheets, etc. (subject to Clause 10 and 11 of this Policy); and
- routine statistical and progress reports compiled and duplicated in other reports(subject to Clause 10 and 11 of this Policy)

ANNEXURE III

The format of register of documents disposed destroyed:

S.no.	Date of disposal	Particulars of document along with provision of applicable law	Mode of destruction	Initials of the authorized person/compliance officer
