

# HINDUSTHAN NATIONAL GLASS & INDUSTRIES LTD.

## POLICY ON PRESERVATION OF DOCUMENTS AS PER SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

*(ADOPTED Vide Board Meeting dated 07.11.2015 and applicable w.e.f. 01.12.2015,*

**1<sup>ST</sup> Review vide Board Meeting dated 12.11.2020 and applicable w.e.f 12.11.2020)**

### **1. INTRODUCTION**

This policy is primarily based on Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') and Companies Act, 2013. Archival Policy as referred to in Regulation 30 (8) of the Listing Regulations forms part of this Policy. This policy is intended to ensure compliance particularly with the Listing Regulations and the applicable provisions of Companies Act, 2013. The Board of Directors of Hindusthan National Glass & Industries Ltd has adopted the following policy and procedures with regard to Preservation of Documents. The Board may review and amend this Policy from time to time.

### **2. PURPOSE OF THE POLICY**

Regulation 9 of the Listing Regulations mandates that a listed entity shall have a policy for preservation of documents, approved by its board of directors, classifying them in at least two categories as follows-

- a) Documents whose preservation shall be permanent in nature ;
- b) Documents with preservation period of not less than eight years after completion of the relevant transactions.

Provided that the listed entity may keep documents specified in clauses (a) and (b) in electronic mode.

Further Regulation 30 (8) of the Listing Regulations also refers to an archival policy as per which all events or information which has been disclosed to stock exchange(s) under regulation 30 shall be hosted on the website of the Company for a minimum period of five years and thereafter as per the archival policy of the company, as disclosed on its website.

Besides the above, as per applicable provisions of Companies Act, 2013 certain documents are required to be preserved permanently or up to a certain prescribed time.

Accordingly this policy has been framed keeping in view particularly the requirements of Listing Regulations and the provisions of Companies Act, 2013.

### **3. COVERAGE**

This Policy is extended to guide the Company and its officers on maintenance of documents, their preservation and disposal.

### **4. DEFINITIONS**

In this policy unless the context otherwise requires,

“**Act**” means the Companies Act, 2013, Rules framed thereunder and any amendments thereto.

“**Board of Directors**” or “**Board**” means the collective body of the Directors of the Company or Committee of the Board.

“**Company**”, “**This Company**”, “**The Company**”, wherever occur in the policy shall mean “Hindusthan National Glass & Industries Ltd”

“**Maintenance**” means keeping documents, either physically or in electronic form.

“**Policy**” or “**This Policy**” means, “Policy on Preservation of Documents”.

“**Preservation**” means to keep the documents preventing them from being altered, damaged or destroyed.

“**Authorised Person**” means any person duly authorised by the Company.

“**Books of Account**” corresponds to the definition of Section 2(13) of the Companies Act 2013.

“**Current Document(s)**” means any document that in the opinion of the Company has an ongoing relevance with reference to any matter concerning the Company.

“**Document**” corresponds to the definition of “**Document**” as per section 2(36) of the Companies Act 2013;

“**Electronic Record(s)**” corresponds to the definition of “**Electronic record**” as given in section 2(1) (t) of the Information Technology Act, 2000.

“**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 provided the same is in possession or control of the Company.

“**Key Managerial Personnel**” or “**KMP**” corresponds to the definition given in the Companies Act, 2013.

“**Register**” means documents and records required to be maintained by the Company under:

- a. The Companies Act 2013 and Rules thereunder;
- b. Securities and Exchange Board of India Act, 1992 and Regulations framed thereunder;
- c. Secretarial Standards notified by the Institute of Company Secretaries of India

“**Regulations**” means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any amendments thereto.

## 5. POLICY

### PRESERVATION OF DOCUMENTS

#### Annexure-A:

#### Documents whose preservation shall be permanent in nature (indicative list)

Sl. No.	Document	Place of preservation	Reference of provision	Period
1.	Register of Renewed and Duplicate Share Certificate	Registered Office of the Company or at such other place where the Register of Members is kept.	Rule 6(3) of Companies (Share Capital and Debenture) Rules, 2014	Permanent
2.	Copies of all documents and information as originally filed under section 7(1) (incorporation) till dissolution under the Companies Act, 2013	Registered Office	Sec 7(4) of the Companies Act, 2013	Permanent dissolution of Company.
3.	Share Certificate forms and related books and documents- Disputed cases	Registered Office	Rule 7(3) of the Companies (Share Capital and Debenture) Rules, 2014	Permanent
4.	Register of Charges	Registered Office	Rules 10(4) of the Companies (Registration of Charge) Rules, 2014	Permanent
5..	Register u/s 186 of the Companies Act, 2013 (loan/guarantee/security or making an acquisition of securities)	Registered Office	Rules 12(3) of the Companies (Meetings of Board and its Powers), Rules, 2014	Permanent
6.	Register u/s 187 of the Companies Act, 2013 (Investment held in the name of any other person)	Registered Office	Rules 14(3) of the Companies (Meetings of Board and its Powers), Rules, 2014	Permanent
7.	Register of Members along with the index	Registered Office	Rules 15(1) of the Companies (Management and Administration) Rules, 2014	Permanent
8.	Minutes of proceeding of general meeting and resolutions passed by postal ballot, meeting of Board of Directors, creditors, committees of the Board and resolutions passed by Circulation.	Registered Office or at such other place as may be approved by the Board.	Rule 25(1)(d)&€ of the Companies (Management and Administration) Rules, 2014 and Secretarial Standards 1&2 - clause 8.1 & 18.1	Permanent

9.	Register u/s 189 of the Companies Act, 2013 (Register of contracts or arrangements in which directors are interested as per section 184 & 188 of the Act)	Registered Office	Rule 16(3) of the Companies (Meetings of Board and its Powers) Rules, 2014.	Permanent
10.	Minutes of all the general, Board & Committee Meetings of the transfer Company as handed over to the transferee Company.	Registered Office	8.1 & 18.1 (Secretarial Standards-1&2)	Permanent
11	The Memorandum of Association and the Articles of Association,	Registered Office	Extra items mentioned in our previous policy	Permanent
12	Foreign Register of Members, if any, ,	Registered Office	Extra items mentioned in our previous policy	Permanent
13	Register of Directors and KMP,	Registered Office	Extra items mentioned in our previous policy	Permanent
14	Intellectual property documents shall include but shall not be limited to Copyrights, Trademarks, Patents and Industrial Designs. Intellectual Property Rights documents that are owned by the Company shall be retained by the Company permanently	Registered Office	Extra items mentioned in our previous policy	Permanent

## Annexure-B:

### Documents with preservation period of not less than eight years after completion of the relevant transaction (indicative list)

A) Mandated under Companies Act, 2013

Sl. No.	Document	Place of preservation	Reference of provision	Period
1.	Register of Deposits accepted or renewed.	Registered Office	Rule 14(3) of Companies (Acceptance of Deposits) Rules, 2014.	Not less than 8 years from the financial year in which the latest entry is made in the register.
2.	Instrument creating charge or modification thereon	Registered Office	Rule 10(4) of the Companies (Registration of Charge) Rules, 2014.	8 years from the date of satisfaction of charge by the Company.
3.	Register of debenture holders or any other security holders along with the index.	Registered Office	Rule 7(3) of the Companies (Share Capital and Debenture) Rules, 2014	8 years from the date of redemption of debentures or securities.
4.	Copies of all annual returns prepared under section 92 and copies of all certificates and documents required to be annexed thereto.	Registered Office	Rule 15(3) of the Companies (Management and Administration) Rules, 2014	8 years from the date of filing with the Registrar of Companies.
5.	All notices for disclosure of concern/ interest received u/s 184 of the Companies Act, 2013	Registered office	Rule 9(3) of the Companies (Meetings of Board and its Powers) Rules, 2014	8 years from the end of the financial year to which it relates
6.	The attendance register of Board & Committee Meetings	Registered office	4.1.7 of secretarial standards -1	8 financial years
7.	Office copies of Board Meeting Notices, Agenda, Notes on Agenda and other related papers of the company as well as for transferor Company (as handed over to the transferee company)	Registered office	8.2 of Secretarial Standards-1	As long as they remain current or for 8 financial years whichever is later
8.	Office copies of general meeting Notices, scrutinizers report and other related papers of the company as well as for transferor Company (as handed over to the transferee company)	Registered office	18.2 (Secretarial Standards-2)	As long as they remain current or for 8 financial years whichever is later

9.	Any other register / documents required by any law, for the time being in force	Registered office		8 financial years
10.	All Documents of Transferor Company not mentioned elsewhere	Registered office		8 financial years
11.	Books of Accounts	Registered office		8 financial years
12.	The postal ballot and all other papers or registers relating to postal ballot including voting by electronic means	Registered office	Rule 22 (11) of the Companies (Management and Administration) Rules, 2014	8 financial years * *No time period prescribed by law
13.	Share certificate related books and documents (other than disputed cases)	Registered office	Rule 7 (3) of the Companies (Share Capital and Debenture) Rules, 2014	30 years
14.#	Share certificates surrendered to company immediately be defaced by stamping or printing the word "cancelled" in bold letters)	Registered office	Rule 7 (3) of the Companies (Share Capital and Debenture) Rules, 2014	3 years from date of which they were surrendered
15.	Books of Accounts together with the vouchers relevant to any entry.	As allowed under Companies Act, 2013		8 financial years
16.	Register of Debenture holders or any other Security holders,	As allowed under Companies Act, 2013		8 financial years
17	Tax Records,	As allowed under Companies Act, 2013		8 financial years
18	Employment/ Personnel Record in case of employees of the Company,	As allowed under Companies Act, 2013		8 financial years
19	Relevant marketing and sales documents,	As allowed under Companies Act,		8 financial years

		2013		
20	Press Releases,	As allowed under Companies Act, 2013		8 financial years
21.	Legal documents including but not limited to contracts, legal opinions, pleadings, Orders passed by any Court or Tribunal, Judgements, Interim Orders, Documents relating to cases pending in any Court or Tribunal or any other Authority empowered to give a decision on any matter, Awards, Documents relating to property matters,	As allowed under Companies Act, 2013		8 financial years
22.	Dividend payment records,	As allowed under Companies Act, 2013		8 financial years

# For period less than 8 years.

**B) Illustrative list of Documents identified under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Sl. No.	Document	Regulation No.	Period
1.	Compliance certificate (for compliance of Reg. 7(2) signed by Compliance Officer & Share transfer agent.	7(3)	8 financial years
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.	13(3)	8 financial years
3.	Quarterly compliance report on corporate governance	27(2)	8 financial years
4.	Prior intimation to the Stock Exchanges about meetings of board of directors	29	8 financial years
5.	Disclosures of any material events or information	30	8 financial years
6.	Statement showing holding of securities and shareholding pattern separately for each class of securities	31	8 financial years
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.	32	8 financial years
8.	Quarterly and year-to-date standalone/ consolidated financial results including statement of assets and liabilities as at the end of the half- year as referred in Regulation 33(3)(f)	33	8 financial years
9.	Annual Reports	34	8 financial years
10.	Annual Information Memorandum	35	8 financial years
11.	A certificate from a practising company secretary, certifying that all certificates have been issued within thirty days of the date of lodgement for transfer, subdivision, consolidation, renewal, exchange or endorsement of calls/ allotment monies.	40(9)	8 financial years
12.	Intimation of Record Dates	42	8 financial years
13.	Details regarding voting results of general meetings	44	8 financial years
14.	Any and all kinds of filings with Stock Exchanges, viz. Press Releases, Investor Presentations, etc.	--	8 financial years



## Annexure - C

**Other documents mandated under Companies Act, 2013 for Preservation but no time period prescribed.**

Sl. No.	Document	Provision of law	Period of preservation
1.	The postal ballot and all other papers or registers relating to postal ballot including voting by electronic means	Rule 22 (11) of the Companies (Management and Administration) Rules, 2014	8 financial years
<b>2.</b>	<b><i>For unpaid or unclaimed Dividend transferred to Investor Education and Protection Fund (IEPF)</i></b>		
a.	<u>Record of shareholders &amp; Dividend</u>		permanent
	<p>Following details in respect of dividend that remained unpaid or unclaimed for a period of seven years and has been transferred to the Investor Education and Protection Fund (IEPF) constituted under section 125 of the Companies Act, 2013.</p> <ul style="list-style-type: none"> <li>• Name of the shareholder,</li> <li>• Father`s / Husband`s name</li> <li>• last known address,</li> <li>• amount transferred to IEPF,</li> <li>• folio no./ DP ID &amp; client ID,</li> <li>• certificate number, beneficiary details, etc.</li> <li>• Date of declaration of Dividend</li> </ul>	Rule 5(6)(c) of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016	
b.	<u>Record of Claims (from amount transferred to IEPF)</u> Following information shall be preserved: <ul style="list-style-type: none"> <li>• Claim Form submitted by claimant</li> <li>• All Documents submitted by claimant</li> <li>• Verification Report submitted by the Company to IEPF Authority</li> </ul>	Rule 7 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016	permanent
<b>3.</b>	<b><i>For shares transferred to Investor Education and Protection Fund (IEPF) suspense account of Dabur India Limited</i></b>		
a.	<u>Details of shares and dividend</u>		permanent
	<ul style="list-style-type: none"> <li>• Name of the shareholder</li> <li>• Father`s / Husband`s name</li> <li>• last known address</li> <li>• Folio No/ DP ID&amp; client ID,</li> <li>• category &amp; kind of shares,</li> <li>• number of shares,</li> <li>• nominal value of shares,</li> <li>• certificate number &amp; distinctive number (in case of physical shares)</li> <li>• unpaid dividend (consecutive period and amount)</li> <li>• Date of transfer to IEPF</li> </ul>	Rule 6 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016	

b.	<u>Details evidencing transfer of shares to IEPF suspense account - Dabur India Limited</u> <ul style="list-style-type: none"> <li>- For transfer of dematerialized shares <ul style="list-style-type: none"> <li>➤ Acknowledged Copies of Delivery Instruction Slips</li> </ul> </li> <li>- For transfer of physical shares <ul style="list-style-type: none"> <li>➤ Transfer Deeds and duplicate share certificates</li> </ul> </li> </ul>	Rule 6(4) of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016	permanent
c.	<u>Record of Claims for shares transferred to IEPF</u> Following information shall be preserved: <ul style="list-style-type: none"> <li>• Claim Form submitted by claimant</li> <li>• All Documents submitted by claimant</li> <li>• Verification Report submitted by the Company to IEPF Authority</li> </ul>	Rule 7 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016	permanent

### Annexure - D

Other Documents Voluntarily

Sl. No.	Document	Provision of law	Period of preservation
1	Attendance slips for Annual/ Extraordinary General Meeting	--	8 financial years
2	Dividend Payment Records	--	8 financial years

### Annexure – E

**SPECIMEN FORMAT OF THE REGISTER OF DOCUMENTS DISPOSED OF/ DESTROYED:**

Particulars of Documents along with Provisions of law	Date and Mode of Destruction	Signature of the Authorised Person

## **5.1 ARCHIVAL OF DOCUMENTS**

Documents mentioned in Annexure A, B, C & D of Clause 5.1 above shall be maintained/ preserved in the following manner:

### **Documents maintained in physical form:**

1. All information and/or documents pertaining to current financial year and for one preceding financial year shall be kept handy and maintained in such a manner that their retrieval is easy and quick.
2. All documents pertaining to the period prior to one preceding financial year, shall be kept in good condition at least up to the minimum period specified for their maintenance / preservation. The said records be also maintained in such a manner that their retrieval is easy and quick.

### **Documents maintained in electronic form:**

1. All documents pertaining to current Financial year and for one preceding financial year shall be maintained on server and Backup be maintained at least every week on scheduled time and day. The documents shall be maintained in such a manner that their retrieval is easy and quick.
2. Back up of all documents pertaining to the period prior to one preceding financial year shall also be maintained on server, in good condition at least up to the minimum period specified for their maintenance / preservation. The said records be also maintained in such a manner that their retrieval is easy and quick.

### **Documents made available on the website of the company:**

Any disclosure of events or information which have been submitted by the Company to the Stock Exchanges under Regulation 30 of the Listing Regulations will 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.

## **5.2 DESTRUCTION OF DOCUMENTS**

### **1) Documents maintained in physical form:**

(i) After the expiry of minimum period as mentioned (or any further period decided by the company) for maintaining or preserving the document, the details of such documents shall be informed to the Company Secretary by the person responsible to maintain the said records, for destruction.

(ii)(a) The Company Secretary (for secretarial records),

(b) CFO (for Books of Accounts and Tax Records), and

(c) Plant Heads (for documents relating to factory and labour laws)

shall evaluate the need for further preservation and then give their approval for destruction if considered fit and proper after obtaining the necessary approval from Board.

(iii) The person responsible to maintain the said records shall arrange to destroy the said records of the Company after obtaining the approval of Board of Directors.

(iv) The Company Secretary/ CFO shall maintain a Register (Register for destruction of records) for recording the details of records of the Company so destroyed. The Company Secretary along with the person responsible and the person in whose presence the records are destroyed shall endorse the relevant entry in the Register for destruction of records/ documents as mentioned in Annexure-E..

### **2) Documents maintained in electronic form:**

(i) After the expiry of minimum period as mentioned in (or any further period decided by the company) for maintaining or preserving the document, the details of such documents shall be informed to the Company Secretary by the person responsible to maintain the said records for destruction.

(ii) (a) The Company Secretary (for secretarial records),

(b) CFO (for Books of Accounts and Tax Records), and

(c) Plant Heads (for documents relating to factory and labour laws)

shall evaluate the need for further preservation and then give their approval for destruction if considered fit and proper after obtaining necessary approval from Board.

(iii) The person responsible to maintain the said records may arrange to destroy the backup of said records of the Company from the server after obtaining the approval of Board of Directors, as the case may be.

(iv) The Company Secretary/ CFO shall maintain a Register (Register for destruction of records) for recording the details of records of the Company so destroyed. The Company Secretary along with the person responsible and the person in whose presence the records are destroyed shall endorse the relevant entry in the Register for destruction of records/ documents as mentioned in Annexure-E.

### **3) Documents maintained in Archives (for documents made available on website):**

(i) After the expiry of 3 years from the time the information and/or document is transferred and is lying as backup on the server, all back up information and/or documents may be permanently removed from the server, unless otherwise required to be maintained/ preserved by applicable laws.

(ii) The person responsible to maintain the said records shall arrange to remove the said records of the Company after obtaining the approval of Company Secretary.

(iii) The Company Secretary shall maintain a Register (Register for destruction of records) for recording the details of backup records of the Company so removed from the server. The Company Secretary along with the person responsible and the person in whose presence the backup records are removed/ destroyed shall endorse the relevant entry in the Register for destruction of records/ documents as mentioned in Annexure-E.

## **6. GENERAL RULE**

1. In case of ambiguity, the Board is the authority to decide the preservation period of such documents.
2. The documents not covered under the aforesaid categories shall be preserved as guided by the law governing preservation of such documents, if any, or general guidelines affecting such documents.

## **7. RESPONSIBILITY**

The Company Secretary of the Company shall be responsible for monitoring the Implementation of this Policy. All Head of departments and Functional heads are responsible for the preservation of documents in their work area and their decision to retain/ preserve or destroy documents pertaining to their area of work/ operations.

## **8. POLICY REVIEW/ AMENDMENT**

This policy shall be reviewed by the Board of Directors and can amend the policy from time to time so that the policy remains compliant with applicable legal requirements. The Company Secretary will keep the policy updated as per applicable statutory guidelines.

## **9. SUSPENSION OF RECORD DISPOSAL IN THE EVENT OF LITIGATION OR CLAIMS**

In case the Company is served with any notice for request of documents or a governmental investigation or audit concerning the Company or commencement of any litigation against the Company, then disposal of documents shall be suspended until such time as the Top Management with the due advice from the legal counsel determine otherwise. Such documents shall be preserved until the completion of the judicial proceedings.