

Chembond Material Technologies Limited
(formerly Chembond Chemicals Limited)
Policy for preservation and archival of documents

1. Preamble:

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Regulations”), notified by SEBI, requires the Board of Directors of a company to frame a Policy for Preservation of Documents classifying them into two categories:

- i. Documents whose preservation shall be permanent; and
- ii. Documents to be preserved for not less than eight years.

The Documents that are required to be maintained under this Policy are preserved considering their importance, usefulness and information. The Company recognises that documents whether in physical or electronic mode, forms an important and integral part of the Company’s records. The preservation of Documents is important in order to ensure immediate access to the records, its retrieval and authentication.

Accordingly, the Board of Directors of Chembond Material Technologies Limited (the “Company”) has adopted this Policy for preservation of documents.

2. Applicability:

This Policy is applicable to all Documents maintained in physical and electronic mode by the Company.

The Documents not covered under this Policy shall be preserved and maintained in accordance with the provisions of the respective Acts, Rules, Guidelines and Regulations as applicable under which those documents are maintained.

3. Documents:

For the purpose of this Policy the term “Documents” shall mean statutory records, registers, returns, forms etc. required to be maintained and preserved by the Company in physical or electronic form under the Companies Act, 1956 / Companies Act, 2013, Securities and Exchange Board of India Act, 1992, Securities Contracts (Regulation) Act, 1956 and the Depositories Act, 1996 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

4. Preservation of Documents:

As per the Policy, the Company shall maintain and preserve register and records, books and/or paper, books of accounts and other documents etc. as follows:

- a) Schedule I – to be preserved permanently;
- b) Schedule II – to be preserved for eight years;

Documents to be maintained under this Policy shall be preserved in physical or in Electronic Form/ Mode as per the provisions of the Act/ Rules/ Regulations. The Documents not covered under the schedules above may be preserved for the period as prescribed under the relevant statute.

In absence of any such provisions therein, such documents shall be preserved for period not less than five years immediately after the financial year to which such records pertain. However, in the case of pending matters/litigation/disputes, the documents shall be preserved till the resolution of pending matter/litigation/dispute.

5. Archival of Material Events/Information hosted on Website:

The Regulation 30(8) of the Listing Regulations provides that the listed entity shall disclose on its website all such events or information which has been disclosed to Stock Exchange(s) under the said Listing Regulations and such disclosures shall be hosted on the website of the listed entity for a minimum period of five years and thereafter as per the archival policy of the listed entity, as disclosed on its website.

The Company shall after making disclosure of the events or information to the Stock Exchange(s) also host such information on its website (<http://www.chembond.in/>), if required under the regulations.

The disclosures so placed on the website, shall be maintained for a period of five years on the website of the Company. The period of five years shall be reckoned from the date of such events or information being placed on the website of the Company for the first time.

Other material developments of events or information which are disclosed to the Stock Exchange(s) shall also be placed on the website of the Company for a period of five years.

All such events or information so disclosed on the website of the Company pursuant to Regulation 30 of the Listing Regulations, shall be archived after the expiry of the five years from the date of such posting and moved to the location or placed under – “Historic Material Events/ Information”.

The events/information so archived under “Historic Material Events/ Information” shall be preserved for a further period of one year or till the time such events or information are resolved or closed, whichever is later.

In addition to maintaining the records on the website, the Company shall also maintain the physical copies of such disclosure made to the stock exchange(s) which shall be preserved for such period as specified in Clause 5 of the Policy.

6. Disposal And Destruction Of Records

The preserved documents may be destroyed after the expiry of the statutory retention period, destruction of documents as a normal practice shall be followed for the records which are unimportant/ duplicate/irrelevant, this applies to both Physical and Electronic Documents.

The documents may be destroyed as follows:

- a. Recycle non-confidential paper records;
- b. Shred or otherwise render unreadable confidential paper records; or
- c. Delete or destroy electronically stored data.

7. Review/Amendment of Policy

This Policy shall be subject to review and may be amended, if necessary. Any change / amendments in applicable statutes with regard to maintenance and preservations of documents and records shall be deemed to be covered in this policy without any review. Any change / amendments to this policy shall be approved by the Board of Directors of the Company.

The Policy shall come into force from the date of approval of Board of Directors of the Company i.e. w.e.f. 6th February, 2016.

SCHEDULE I

(Documents to be preserved permanently)

Sr. No.	Name of Documents	Period specified under law
(A)	Companies Act, 2013	
1	Memorandum and Articles of Association as amended from time to time. <i>[To be preserved permanently as per Section 15 of the Companies Act, 2013]</i>	Permanent
2	Register of Contracts. <i>[To be preserved as per Section 189 & Rule 16 of Chapter XII]</i>	Permanent
3	Register of Loans and Investments made by the Company. <i>[To be preserved permanently as per Section 186 & Rule 12 of Chapter XII]</i>	Permanent
4	Registers of Renewed and duplicate share certificates <i>[To be preserved permanently as per Section 46 & Rule 6(3) of Chapter IV]</i>	Permanent
5	Register of Transfer and Transmission of shares / Debentures and other securities. <i>[To be preserved permanently as per Section 56]</i>	Permanent
6	Register of Charges <i>[To be preserved permanently as per Section 85 & Rule 10 of Chapter VI]</i>	Permanent
7	Register of contracts with related party and contracts and Bodies etc. in which directors are interested <i>[To be preserved permanently as per Section 189 & Rule 16 of Chapter XII]</i>	Permanent
8	Register of contracts with related party and contracts and Bodies etc. in which directors are interested <i>[To be preserved permanently as per Section 189 & Rule 16 of Chapter XII]</i>	Permanent
9	Register and Index of Members <i>[To be preserved permanently as per Section 88 (1) (a) and Rule 3 of Chapter VII read with Rule 15 of Chapter VII]</i>	Permanent
10	Minutes of the Board, Committees of the Board and General Body meetings including meeting conducted through Postal Ballots and resolutions passed by Circulation. <i>[To be preserved permanently as per Section 118, 119 & Rule 25 of Chapter VII]</i>	Permanent
11	Documents filed with Registrar of Companies <i>[To be preserved permanently as per Section 7(4) of the Companies Act, 2013]</i>	Permanent
(B)	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:	
12	Listing Agreements entered with Stock Exchange(s) <i>[No period specified under law]</i>	Not specified

SCHEDULE II

(Documents to be preserved for minimum period of eight years)

Following documents shall be preserved and maintained for a period of atleast 8 (eight) years after the date of its event, unless specified under any other any Act or rules for a longer duration

Sr. No.	Name of Documents	Period specified under the law & provision
(A)	Companies Act 1956 / Companies Act, 2013:	
1	Register of Buy-back of Securities from the date of completion of buy-back <i>[As per Section 68 of the Companies Act, 2013]</i>	Eight years from the date of buy back
2	Notices and Notes to agenda of the Board, Committees of the Board, General Meetings and Postal Ballots <i>[To be preserved for as long as they remain current or for eight financial years, whichever is later as per Secretarial Standard-2 – Clause 8.2]</i>	As long as they remain current or for eight financial years, whichever is later
3	Register of Debentures and Debenture Trust Deed from the date of its redemption <i>[To be preserved for a period of eight years after the redemption of debentures or other security holders Section 88 (1) (a) and Rule 4,5,6 of Chapter VII]</i>	Eight years after the redemption of Debentures or other security holders
4	Register of Directors and KMPs and the securities held by them <i>[As per Section 170, 171, 172 & Rule 17 of Chapter XI]</i>	Eight years or higher period as may be determined by Board
5	Books of Accounts, Balance Sheet and Profit and Loss account including vouchers and bills <i>[As per Section 128(5)]</i>	Eight years from the close of relevant financial year
6	Annual Returns together with the Annexures <i>[As per Section 92 and Rule 15(3) of Chapter VII]</i>	Eight years from the date of filing with the Registrar
7	Scrutinizer's Report on Postal Ballot and AGM <i>[To be preserved for as long as they remain current or for eight financial years, whichever is later as per Secretarial Standard-2 – Clause 18.2]</i>	As long as they remain current or for eight financial years, whichever is later
8	Dividend reconciliation statement till the time the dividend is transferred to IEPF <i>[for a period of atleast eight years from the relevant financial year of transfer to IEPF as per Section 124 and Rule 4 of Chapter VIII]</i>	Atleast eight years from the relevant financial year of transfer to IEPF

(B)	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:	
9	All reports/intimations/applications/disclosures filed with the stock exchange(s) from time to time <i>[No preservation period specified under law]</i>	Not specified
(C)	Documents filed with Stock Exchange(s) under SEBI Regulations	
10	SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 <i>[No preservation period specified under law]</i>	Not specified
11	SEBI (Prohibition of Insider Trading) Regulations, 2015 <i>[No preservation period specified under law]</i>	Not specified
12	All disclosures and intimations filed under SEBI (Share Based Employee Benefit) Regulation, 2014 and SEBI (Employee Stock Option Scheme and Stock Purchase Scheme) Guidelines 1999. <i>[No preservation period specified under law]</i>	Not specified
(D)	Legal documents	
13	Legal documents including but not limited to contracts, legal opinions, pleadings, Orders passed by any court or tribunal, Judgments, 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 <i>[No preservation period specified under law]</i>	Not specified