



Century Plyboards (India) Limited

Policy for Preservation of Documents

1. Scope and Purpose

The Securities Exchange Board of India, on 2nd September, 2015, has released the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations, 2015). By virtue of the said Regulations, 2015, Century Plyboards (India) Limited (the "Company") is required to frame a policy on preservation of the documents to aid the employees in handling the documents efficiently. It not only covers the various aspects on preservation of the Documents, but also facilitates the safe disposal/destruction of the documents and keeping a record of the same.

This Policy for Preservation of Documents (the ' Policy') has been adopted by the Board of Directors of the Company by passing of resolution through circulation on 30th November, 2015.

2. Definitions

2.1 "**Act**" means the Companies Act, 2013.

2.2 "**Applicable Law**" means any law, rules, circulars, guidelines or standards under which the preservation of the Documents has been prescribed.

2.3 "**Authorised Person**" means any person duly authorised by the Board, Managing Director or any Executive Director of the Company.

2.4 "**Board**" means the Board of directors of the Company or its Committee.

2.5 "**Company**" means Century Plyboards (India) Limited.

2.6 "**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.

2.7 "**Document(s)**" refers to documents, papers, notes, agreements, summons, 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.

2.8 "**Electronic Record(s)**" means the electronic record as defined under clause (t) of sub-section (1) of section 2 of the Information Technology Act, 2000.



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- 2.9 **“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 and access to it.
- 2.10 **“Maintenance”** means keeping Documents, either physically or in Electronic Form.
- 2.11 **“Preservation”** means to keep in good order and to prevent from being altered, damaged or destroyed.
- 2.12 **“Regulations”** means the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015

The words and phrases used in this Policy and not defined here shall derive their meaning from the Applicable Law.

3. Coverage

This Policy is intended to guide the Company and its officer on maintenance of any Documents, their preservation and disposal.

4. Classification

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 Applicable Law, for the period required by Applicable Law.
- b) Where there is no such requirement as per Applicable Law, 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 officer 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 4 years from the date on which the Document was originated.

An indicative list of the Documents and the time-frame of their preservation is provided in Annexure- I



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5. Modes of preservation

- 5.1 The Documents may be preserved in
 - 5.1.1 physical form or
 - 5.1.2 Electronic Form.
- 5.2 The Authorised Person shall be required to preserve the Documents covered under this policy.
- 5.3 The preservation of Documents should be such as to ensure that there is no tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of the Documents.
- 5.4 The preserved Documents must be accessible at all reasonable times. Access may be controlled by Authorised Person with preservation, so as to ensure integrity of the Documents and prohibit unauthorized access.

In case of preservation of electronic records, a critically important factor to be considered is the inevitability of hardware, software and media obsolescence. These records must either be migrated to new versions or the old hardware and software must be retained in order to read the records. Migrating may also cause the records to change or lose their format, so good quality control procedures must be in place when migrating to ensure all information retains its original content, context and structure.

6. Custody of the Documents

- 6.1 Subject to the Applicable Law, the custody of the Documents shall be with the Authorised Person, Where the Authorised Person 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 under the Policy. The Board may authorise such other person as it may deem fit as the Authorised Person.
- 6.2 Information of the cessation or transfer of the Authorised Person is to be also intimated to the legal and information technology department of the Company.



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7. Authority for approval of Policy

The Board shall have the authority for approval of this policy in pursuance to the Regulations. This authority has been granted via the Regulations.

8. Authority to make alterations to the Policy

The Board is authorized to make such alterations to this Policy as considered appropriate, subject, however, to the condition that such alterations shall be in consonance with the provisions of the applicable Acts and Regulations.

9. Destruction of Documents

The period stated above is minimum retention/ preservation periods and before actual destruction/ disposal in terms of this policy, the retention schedule may be reviewed by the Authorised Person, if required, due to an on-going business use, internal audit requirement or any other like factor.

9.1 The temporary Documents, excluding the Current Document(s) shall be destroyed after expiry of 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. Electronic documents shall be removed, after the prescribed retention period expires, from all identified electronic repositories. The categories of Documents that may be destroyed as normal administrative practice are listed in Annexure – II.

9.2 A register of the Documents disposed/destroyed shall also be maintained. It shall state the brief particulars of the Documents destroyed, date of disposal/destruction and the mode of destruction.

9.3 The entries in the register shall be authenticated by the Authorised Person.

The format of the register has to be in accordance with Annexure-III.

10. Maintenance of Documents in Indexed form

10.1 For ease of record reference, the Documents shall be preserved in an indexed form. The Documents shall be indexed appropriately by the Authorised Person. The index shall be updated as and when any changes occur in the records.

10.2 The index shall be kept in physical form as well as in Electronic Form.



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11. Conversion of the form in which the Documents are preserved

11.1 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.

11.2 This will be done after obtaining prior approval of the Board.

12. Authenticity

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.

13. Interpretation

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.

14. Unauthorised retention/ destruction can lead to consequences

Employees are made aware that premature destruction of records is expressly prohibited, and if intentional, may result in disciplinary action, up to and including termination of employment and possible civil or criminal liability.

Under no circumstance should duplicates or drafts (unofficial records) be retained longer than the official versions of the records. When records are approved for destruction, all copies in the possession of employees in all media and formats must also be discarded.



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Annexure - I

Indicative list

Permanent Preservation	Temporary Preservation
Companies Act, 2013	
<ul style="list-style-type: none">• The memorandum and articles of the company• Documents relating to incorporation of the company.• Register of members• Books and Documents relating to the issue of share certificates, including the blank forms of share certificates• Annual Report• The foreign register of members• Register of charges• Minutes book of general meeting• Minutes of Board meeting and Committee meetings	<ul style="list-style-type: none">• Register of charges (8 years)• Register of debenture holders or any other security holders (8 years from the date of redemption of debentures or securities)• 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 (8 years from date of Board Meeting in which it is taken note of)• All certificates surrendered to a company (3 years from date of surrender)• 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, scrutiniser's report, and related papers (as long as they remain current or for 8 financial years), whichever is later• The postal ballot and all other papers relating to postal ballot including voting by electronic means, (as long as they remain current or for 8 financial years), whichever is later.



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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 or other stock information (subject to Clause 9 and 10 of this Policy);
- calendars, office diaries;
- facsimiles where a photocopy has been made;
- telephone message;
- drafts of reports, correspondence, speeches, notes, spreadsheets, etc. (subject to Clause 9 and 10 of this Policy); and
- routine statistical and progress reports compiled and duplicated in other reports(subject to Clause 9 and 10 of this Policy).

Annexure- III

The format of the register of Documents disposed/destroyed

Particulars of document along with provision of applicable law	Date and mode of destruction	Date of approval for destruction	Initials of the authorised person