

POLICY FOR
PRESERVATION OF
DOCUMENTS
OF
ROSE MERC LIMITED

1. Preface

The Board of Directors (the “Board”) of Rose Merc Limited (the “Company”) has approved the following Policy (“The Policy”) of the Company for preservation of Documents /Records maintained by the Company either in Physical Mode or Electronic Mode (hereinafter referred to as “the Documents”).

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). The Policy may be amended or modified by the Board of Directors by passing the resolution to that effect.

2. Purpose of the Policy

The law requires the Company to maintain certain types of corporate records, usually for a specified period of time. Failure to retain those records for those minimum periods could subject employees and the Company to penalties and fines, cause the loss of rights etc.

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. Definitions

“**Act**” means the Companies Act, 2013.

“**Applicable Law**” means any law, rules, circulars, guidelines or standards issued by Securities Exchange Board of India, Ministry of Corporate Affairs and The Institute of Company Secretaries of India under which the preservation of the Documents has been prescribed.

“**Authorized Person**” means any person duly authorized by the Board or the Managing Director or Joint Managing Director.

“**Board**” means the Board of directors of the Company or its Committee.

“**Company**” means Rose Merc Limited.

“**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.

Document(s) includes summons, notice, requisition, order, declaration, form and register, whether issued, sent or kept in pursuance of this Act or under any other law for the time being in force or otherwise, maintained on paper or in electronic form;

“**Electronic Record(s)**” means the electronic record as defined under clause (t) of subsection (1) of section 2 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, considered

feasible, whether the same is in possession or control of the Company or otherwise the Company has control over access to it.

“Maintenance” means keeping Documents, either physically or in Electronic Form.

“Preservation” means to keep or retain in good order and to prevent from being altered, damaged or destroyed.

“Regulations” mean the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

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

4. Administration

The Functional Heads or Unit Heads will be primarily responsible for preservation and retention of records or documents as are required to be retained or preserved for a period as specified under applicable law. All the employees shall ensure that Documents Preservation Schedule is followed.

The Administrator is also authorized to make modifications to the Documents Preservation Schedule from time to time with the approval of the Board to ensure that it is in consonance with the provisions of the Acts and Regulations. The documents as stated in the **‘Appendix A’** shall be preserved as stipulated therein.

5. Procedure for disposal of Documents

The Functional heads or unit heads should intimate well in advance their of destroying the documents or records to the Compliance Officer of the Company, (the Administrator) who, in consultation with the Chief Financial Officer and/or Head of Legal Department, shall accord approval for destroyable of all or retention of few documents or records being in consonance this Policy. The Documents of the Company which are no longer required as per the time schedule prescribed in the **‘Appendix A’** may be destroyed by the Functional Heads without the approval of the Administrator.

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’**.

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 Functional Heads of the Company for suspension of further disposal of Documents.

7. Communication of this Policy

The Administrator shall circulate a copy of this Policy to all the functional heads or unit heads within one month of the adoption of this Policy by the Board of Directors of the Company. This Policy shall also be posted on the web-site of the Company.

8. 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.

9. Archival Policy

All information and reports uploaded / hosted on the website of the Company shall be archived after every expiry of every five years from date of its posting or hosting. The Archived documents shall be removed / deleted from the website after expiry of five years from date of its initial archive.

APPENDIX A – DOCUMENTS PRESERVATION SCHEDULE

The Documents Preservation Schedule is organized as follows:

Section Topic

- A. Corporate Records
- B. Accounts and Finance
- C. Tax Records
- D. Legal Files and papers
- E. Property Records
- F. Projects Records
- G. Correspondence and Internal Memo
- H. Insurance Records
- I. Personnel Records
- J. Electronic Record

Sr. No.	Record Type	Preservation period
	A. Corporate Records	
	Documents to be retained permanently	
1	Common Seal	Permanent
2	Minutes Books of Board, General Meetings and Committees Meetings	Permanent
3	Statutory Registers	Permanent
4	License and Permissions	Permanent
5	Statutory Forms except for routine compliance	Permanent
6	Scrutinizers Reports	Permanent
7	Register of Members	Permanent

8	Index of Members	Permanent
	Documents to be retained for a minimum period of 8 years	
9	Annual Returns	8 years from the filing with the Ministry of Corporate Affairs
10	Board Agenda and supporting documents	8 years
11	Attendance Register	8 years
12	Office copies of Notice of General Meeting and related papers	8 years
13	Office copies of Notice of Board Meeting /Committee Meeting, Agenda, Notes on Agenda and other related papers	8 years
	Miscellaneous	
14	Register of Debenture-holders, if any	15 years after the redemption of debentures
15	Index of debenture-holders, if any	15 years after the redemption of debentures
	B: Accounts and Finance	
	Documents to be retained permanently	
1	Annual Audit Reports and Financial Statements	Permanent
	Documents to be retained for a minimum period of 8 years	
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
4	Bank Statements	8 years or completion of assessment under Income Tax whichever is later
5	Investment Records	8 years
	Miscellaneous	
6	General Correspondence	3 years
	C. Tax Records	
	Documents to be retained permanently	
1	Tax Exemption and Related documents	Permanent
2	Tax Bills, receipts and payments	Permanent
	Documents to be retained for a minimum period of 8 years	
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 the applicable law is over whichever is later
6	Service Tax papers	8 years from the end of Financial Year or completion of assessment under the applicable law is over whichever is later
	D: Legal Files and Records	
	Documents to be retained permanently	
1	Court Orders	Permanent
	Documents to be retained for a minimum period of 8 years	
2	Contracts, correspondence (including any proposal that resulted in the contract and other supportive documentation)	Agreements of Contracts
	Miscellaneous	
3	Legal Memoranda and Opinions including subject matter files Litigation files	3 years after the close of matter
	E: Property Records	
	Documents to be retained permanently	
1	Original Purchase and Sale Agreement	Permanent
2	Property Insurance	Permanent
	F: Project	
	Documents to be retained for a minimum period of 8 years	
1	Project Documents and Related correspondence (including any proposal of the Project and its approval)	Permanent
	G: Correspondence and Internal Memo	
	Documents to be retained permanently	
1	Those pertaining to non-routine matters or having significant lasting consequences	Permanent
	Miscellaneous	
2	1. Correspondence and memoranda pertaining to routine matters and having no significant impact, lasting consequences. 2. Routine letters, notes that require no acknowledgement or follow-up, such as inter office memo, letters for transmittal and plans for Meetings; 3. Letters of general enquiry and replies that complete cycle of that complete cycle of correspondence 4. Letter of compliant requesting specific actions that have no further value after change of name or address; 5. Other letters of inconsequential subject matter or that definitely close correspondence to which no further correspondence to which no further reference will be necessary	3 years

	H: Insurance Records	
	Documents to be retained permanently	
1	Insurance Policies	Permanent
2	Documents to be retained for a minimum period of 8 years	
3	Journal Entry support data	8 years
4	Inspections Reports	8 years
	Miscellaneous	
5	Claims records	Till settlement is over and claim money is received
6	Group Insurance Plans	Until plan is amended or terminated
	I: Personnel Records	
	Documents to be retained permanently	
1	Payroll Registers	Permanent
2	Bonus, Gratuity and other Statutory Records	Permanent
	Documents to be retained for a minimum period of 8 years	
3	Time office Records and Leave Cards	8 years
4	Unclaimed Wages Records	8 years
5	Employees Information Records	8 years after separation
	Miscellaneous	
6	Employees Medical Record	3 years after separation

J: Electronic Records

1. Electronic Mail:

- All e-mails received from Internal and External Sources may be deleted after 8 years.
- Employees will strive to keep their e-mails related to business issues.
- All Emails related to business issues should be downloaded to a server or user directory on server.
- Employees are requested to take care not to send proprietary or confidential internal e-mails to outside sources.
- All e-mails of Employees which are important should be copied to the employees' folder.

2. Web Page Files: Internet cookies

All workstations Internet Explorer should be scheduled to delete Internet cookies once per month.

The Company does not automatically delete electronic files beyond the date specified in the Policy. It is the responsibility of all Employees to adhere to the guidelines specified in this Policy. Each month the Company will run backup copy of all Electronic files including email on servers. This backup is safeguard to retrieve lost information within 1 year retrieval period should the documents on network experience problems. The backup copy is considered a safeguard for the record retention system of the Company.

In certain cases document will be maintained both paper and electronic form.

APPENDIX – B

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