

**Ambit Finvest Private Limited**

**Policy for Preservation of Documents**

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## **1. Background:**

Ambit Finvest Private Limited (hereafter referred to as “AFPL” / “Company”) is a private limited company incorporated under the provisions of the Companies Act, 1956 and is a Systemically Important Non-Deposit taking Non-Banking Financial Company, registered with the Reserve Bank of India. The Non-Convertible Debentures (NCDs) of the Company are listed on BSE Limited.

AFPL has formulated the following Policy for Preservation of Documents as per the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”).

Regulation 9 of the aforesaid SEBI LODR requires the Board of Directors of the Company to frame a Policy for Preservation of Documents (“**Policy**”) classifying them into two categories:

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

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

The documents that are required to be maintained under this Policy are preserved considering their importance, usefulness and information. The Company recognises that all the documents, whether in physical or electronic mode, form 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 Ambit Finvest Private Limited (“**the Company**”) has adopted this Policy for Preservation of Documents.

## **2. Applicability and Modes of Preservation:**

This Policy is applicable to all documents maintained in physical and/or electronic mode by the Company. The preservation of documents should be such as to ensure that there is no tampering, alteration, destruction or anything that endangers the content, authenticity, utility or accessibility of the documents.

The documents not specifically 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. Definitions:**

- a. “Act” means the Companies Act, 2013 and Rules framed there under, including any amendments, modifications, clarifications or re-enactment thereof, for the time being in force.
- b. “Applicable Law” means any law, rules, circulars, guidelines or regulations issued by the Securities and Exchange Board of India (SEBI), Ministry of Corporate Affairs (MCA), the Institute of Company Secretaries of India (ICSI) and other professional bodies under which the preservation of documents has been prescribed.
- c. “Board” means the Board of the Directors of the Company.
- d. “Books of Accounts” includes records maintained in respect of –
  - i. all sums of money received and expended by the Company and matters in relation to which the receipts and expenditure take place
  - ii. All sales and purchases of goods and services by the Company
  - iii. The assets and liabilities of the Company; and
  - iv. The items of cost as may be prescribed under section 148 of the Act in case the Company belongs to any class of companies specified under that section.
- e. “Document” as per Section 2(36) of the Companies Act 2013 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.
- f. “Electronic Form” means any electronic device such as servers, computer, laptop, compact disc, pen drive, 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.
- g. “Maintenance” means keeping documents, either physically or in Electronic Form.
- h. “Preservation” means to keep in good order and to prevent from being altered, damaged or destroyed.

### **4. Preservation of Documents:**

The Company shall preserve all its documents, whether maintained and preserved in physical or in electronic mode, as per the requirements and provisions of the Companies Act, 2013, the Secretarial Standards, Securities and Exchange Board of India Act, 1992, Depositories Act, 1996, Listing Regulations, various tax related and employment related

laws and other laws, rules or regulations as may be applicable to the Company. For the purpose of preservation, documents are classified under three categories-

- i. Documents which are required to be preserved permanently (**Schedule A**).
- ii. Documents which are required to be preserved for not less than 8 years after completion of the relevant transaction (**Schedule B**).
- iii. Documents with preservation period other than those mentioned in Schedule A and Schedule B shall be preserved in accordance with the provisions of applicable laws, rules, regulations etc. or as determined by the respective head of the department. (**Schedule C**).

Where under a scheme of arrangement, another company merges or amalgamates with the Company, minutes of all the meetings of the transferor company and its incorporation documents, i.e. certificate of incorporation, certificate of commencement of business, memorandum and articles of association etc. as handed over to the Company shall be preserved permanently. Office copies of notices, agendas and notes on agenda and other related papers of the transferor company shall be preserved for as long as they remain current or for eight financial years whichever is later.

#### **5. Destruction of Documents:**

After the expiry of statutory retention period, the preserved documents, if no longer required, may be destroyed. Documents which are duplicate, unimportant or irrelevant and are not required to be preserved under any provision of law may be destroyed as a normal routine administrative action. The documents can be destroyed as under:

- i. recycle non confidential paper records; or
- ii. shred or otherwise render unavailable confidential paper records; or
- iii. delete or destroy electronically stored data.

#### **6. Review and Amendment:**

This Policy shall be subject to review as and when necessary. Any changes/ amendments in the applicable status 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 the Policy shall be approved by the Board of Directors of the Company.

**Schedule A**

**List of Documents to be preserved permanently**

<b>Sr. No.</b>	<b>Particulars of Documents</b>	<b>Applicable Laws/ Regulations</b>	<b>Department Responsible</b>
1.	Certificate of Incorporation	Companies Act, 2013	Compliance and Legal
2.	Certificate of Incorporation consequent to change of name	Companies Act, 2013	Compliance and Legal
3.	Certificate of Alteration of Objects Clause	Companies Act, 2013	Compliance and Legal
4.	Memorandum and Articles of Association	Companies Act, 2013	Compliance and Legal
5.	Minute books of general, board and committee meetings	Companies Act, 2013	Compliance and Legal
6.	Following registers maintained by the company- i. Register of members and other security holders. ii. Foreign register of members. iii. Register of Debenture holders iv. Register of transfer, transmission of securities v. Register of renewed and duplicate share certificates vi. Register of Director and Key Managerial Personnel vii. Register of Director shareholding viii. Register of contract in which directors are interested ix. Register of charges x. Register of loans, guarantee and securities xi. Register of investments made by the company xii. Register of investments not held in its name by the company xiii. Attendance register of the meetings of the board and its committees	Companies Act, 2013	Compliance and Legal
7.	Policies, charter and code applicable to the Company		Compliance and Legal
8.	Application for issue and listing of securities	SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015	Compliance and Legal
9.	Resolutions passed by Circulation by Board and	Companies Act,	Compliance and Legal

	Committees of the Board	2013	
10.	Various forms filed with ROC and other statutory authorities	Companies Act, 2013	Compliance and Legal
11.	Title documents		Compliance and Legal
12.	License, documents, approvals etc. received from any government or regulatory authority		Compliance and Legal
13.	Intellectual property documents		Compliance and Legal
14.	Orders, Judgments of court or any adjudicating authority		Compliance and Legal
15.	Listing Agreements executed with exchanges	SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015	Compliance and Legal
16.	Trading approval related to listing of securities	SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015	Compliance and Legal
17.	Offer documents relating to Public Issue or Private Placement of securities filed with SEBI or any other authority.	SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015	Compliance and Legal
18.	Confirmation of various corporate actions in respect of allotment of securities	Depositories act, 1996	Legal and Operations
19.	Intimation of allotment of International Securities Identification Number for securities issued.	Depositories act, 1996	Legal and Operations

### Schedule B

#### List of documents to be preserved for not less than 8 years

Sr. No.	Particulars of Documents	Applicable acts/ regulations	Department Responsible
1	Notices, agenda and notes on agenda of board and committee meetings	Companies act, 2013	Compliance and Legal
2	Copies of notices, scrutinizer report and other documents related to shareholder/creditor meetings	Companies act, 2013	Compliance and Legal
3	Instruments evidencing creation of charges or modification	Companies act, 2013	Compliance and Legal and Operations
4	Annual financial statements	Companies act, 2013	Finance and Accounts
5	Notice of interest received from the directors or the key managerial personnel	Companies act, 2013	Compliance and Legal

6	Disclosure under vigil mechanism	Companies act, 2013	Compliance and Legal
7	Disclosure to be made to the stock exchange	SEBI (Listing Obligation and Disclosure Requirements), Regulations 2015	Compliance and Legal
8	Following registers are not to be maintained permanently- <ul style="list-style-type: none"> <li>i. Register of deposits</li> <li>ii. Register of allotment</li> <li>iii. Register of payment of dividend</li> <li>iv. Register of proxies</li> <li>v. Register of inspection</li> <li>vi. Register of investor complaints</li> <li>vii. Register of sweat equity shares</li> <li>viii. Register of employee stock option</li> <li>ix. Register of postal ballot</li> <li>x. Register of Buyback</li> </ul>	Companies Act, 2013	Compliance and Legal
9	All reports and disclosure of various events and Press Releases and intimations of Board meeting filed with Stock Exchanges time to time	SEBI (Listing Obligations and Disclosure Requirements), 2015	Compliance and Legal

### Schedule C

#### List of documents with preservation period other than those mentioned in Schedule A and Schedule B

Sr. No.	Particulars of Documents	Department Responsible
1	Documents governed by the jurisdiction of foreign country	Concerned department to which the document belongs.