



**UJJIVAN FINANCIAL SERVICES LIMITED**

**POLICY ON PRESERVATION OF DOCUMENTS**

**Updated as on February 09, 2023**

## A. INTRODUCTION

In terms of Regulation 9 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations (“**LODR**” or “**Listing Regulations**” or “**Regulations**”) requires the Board of Directors of a Listed Company to frame a policy for Preservation of Documents classifying them in to two categories:

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

This policy is effective from March 17, 2016

## B. OBJECTIVES

To determine preservation period for records/documents based on their reference value and legal requirements. The following aspects are considered while arriving at the preservation period:

- Company's own information retrieval needs (reference value)
- Statutory requirements under respective statutes.
- Litigation requirements
- To ensure easy retrieval.
- To ensure that unwanted records do not occupy storage space.

## C. RESPONSIBILITY

The departmental head concerned will be responsible for the maintenance, preservation and destruction of records pertaining to the respective Department.

## D. PRESERVATION PERIOD

The preservation period starts with the conclusion of financial year, in which the document has been formed or the last entry was made; the preservation period of agreements starts with the end of the financial year in which the agreement period expires.

For determining the preservation period, the records are categorized into following three categories:

| Sr. | Category & Description  | Period of Preservation                                |
|-----|---|---|
| 1.  | Records/documents with short reference value – i.e. records, which are to be preserved for a short period for enquiry, evidence, verification, evaluation, etc.   | Less than 8 years                                     |
| 2.  | Records/documents required to be maintained as per statutory requirements and having higher reference value – i.e. records having contractual/legal implications, which need to be preserved for a prescribed periods per statutory requirement; and records, which need to be, preserved for a particular period according to Company’s own reference needs. | Documents to be preserved for period of 8 to 10 years |
| 3.  | Records which will have a permanent value for the Company even after the expiry of legal preservation period.   | Permanent   |
| 4.  | Records which are required for adducing evidence in judicial or quasi-judicial or other dispute redressal forum   | Till the time the matters are finally disposed of.    |

Notwithstanding the general guidelines, care should be taken by the respective departments to ensure that records of special nature such as unsatisfied claims by or against the Company, suits pending in courts, tribunals, quasi-judicial etc. are preserved according to specific needs and even beyond the prescribed period.

Also, in the case of statutory records such as licenses, certificates, sanctions, approvals, etc. from Government/ Statutory Bodies, care should be taken to maintain and preserve the records in accordance with the specific guidelines/instructions, if any, by the issuing authority.

The preservation location will be the concerned department. If the location is other than the concerned department, the same should be documented and kept in a file for reference purpose in the respective department. In case of critical documents which need to be preserved for very long periods or permanently, the same shall be preserved in fire proof or other such secure cabinets.

#### **E. MODE OF PRESERVATION**

Records/documents may be preserved either physically or in electronic form.

#### **F. POLICY REVIEW**

The KMPs may review the policy from time to time. Material changes to the policy will need the approval of the Board of Directors.

#### **G. CONTACT DETAILS**

Any questions or clarifications about the policy or disclosures made by the Company should be referred to the Company Secretary, who is in charge of administering, enforcing and updating the policy.

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## “Annexure 1”

### **Events or information to be disclosed without any application of materiality listed in the Policy**

- (1) Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation/ merger/ demerger/restructuring), or sale or disposal of any unit(s), division(s) or subsidiary of the Company or any other restructuring.

*Explanation.- For the purpose of this sub-para, the word 'acquisition' shall mean,-*

- (i) *acquiring control, whether directly or indirectly; or,*
- (ii) *acquiring or agreeing to acquire shares or voting rights in, a company, whether directly or indirectly, such that –*
- *the Company holds shares or voting rights aggregating to five per cent or more of the shares or voting rights in the said company, or;*
  - *there has been a change in holding from the last disclosure made under sub-clause (a) of clause (ii) of the Explanation to this sub-para and such change exceeds two per cent of the total shareholding or voting rights in the said company.*
- (2) Issuance or forfeiture of securities, split or consolidation of shares, buyback of securities, any restriction on transferability of securities or alteration in terms or structure of existing securities including forfeiture, reissue of forfeited securities, alteration of calls, redemption of securities etc.
- (3) Revision in Rating(s).
- (4) Outcome of Meetings of the board of directors: The Company shall disclose to the Exchange(s), within 30 minutes of the closure of the meeting, held to consider the following:
- dividends and/or cash bonuses recommended or declared or the decision to pass any dividend and the date on which dividend shall be paid/dispatched;
  - any cancellation of dividend with reasons thereof;
  - the decision on buyback of securities;
  - the decision with respect to fund raising proposed to be undertaken
  - increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares shall be credited/dispatched;
  - reissue of forfeited shares or securities, or the issue of shares or securities held in reserve for future issue or the creation in any form or manner of new shares or securities or any other rights, privileges or benefits to subscribe to;
  - short particulars of any other alterations of capital, including calls;
  - financial results;
  - decision on voluntary delisting by the listed entity from stock exchange(s).
- (5) Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that it impacts management and control of the Company), agreement(s)/treaty(ies)/contract(s) with media companies) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof.
- (6) Fraud/defaults by key managerial personnel or by the Company or arrest of key managerial personnel
- (7) Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), Auditor and Compliance Officer.

- (8) In case of resignation of the auditor, detailed reasons for resignation of auditor, as given by the said auditor, shall be disclosed by the listed entities to the stock exchanges as soon as possible but not later than twenty four hours of receipt of such reasons from the auditor.
- (9) In case of resignation of an independent director, within seven days from the date of resignation, the following disclosures shall be made to the stock exchanges:
  - Detailed reasons for the resignation of independent directors as given by the said director shall be disclosed by the listed entities to the stock exchanges.
  - The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reason other than those provided.
  - The confirmation as provided by the independent director above shall also be disclosed by the Company to the stock exchanges along with the detailed reasons as specified above
- (10) Appointment or discontinuation of share transfer agent.
- (11) Corporate debt restructuring.
- (12) One time settlement with a bank.
- (13) Reference to BIFR and winding-up petition filed by any party / creditors.
- (14) Issuance of Notices, call letters, resolutions and circulars sent to shareholders, debenture holders or creditors or any class of them or advertised in the media by the Company.
- (15) Proceedings of Annual and extraordinary general meetings of the Company.
- (16) Amendments to memorandum and articles of association of the Company, in brief.
- (17) Schedule of Analyst or institutional investor meet and presentations on financial results made by the Company to analysts or institutional investors;

**“Annexure 2”**

**Events or information to be disclosed based on materiality guidelines listed in the Policy**

1. Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division.
2. Change in the general character or nature of business brought about by arrangements for strategic, technical, manufacturing, or marketing tie-up, adoption of new lines of business or closure of operations of any unit/division (entirety or piecemeal).
3. Capacity addition or product launch.
4. Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the normal course of business.
5. Agreements (viz. loan agreement(s) (as a borrower) or any other agreement(s) which are binding and not in normal course of business) and revision(s) or amendment(s) or termination(s) thereof.
6. Disruption of operations of any one or more units or division of the Company due to natural calamity (earthquake, flood, fire etc.), force majeure or events such as strikes, lockouts etc.
7. Effect(s) arising out of change in the regulatory framework applicable to the Company
8. Litigation(s) / dispute(s) / regulatory action(s) with impact.
9. Fraud/defaults etc. by directors (other than key managerial personnel) or employees of the Company.
10. Options to purchase securities including any ESOP/ESPS Scheme.
11. Giving of guarantees or indemnity or becoming a surety for any third party.
12. Granting, withdrawal, surrender , cancellation or suspension of key licenses or regulatory approvals.