

**ORIX Leasing & Financial Services India Limited**

**POLICY FOR PRESERVATION OF DOCUMENTS**

## **POLICY FOR PRESERVATION OF DOCUMENTS**

### **TITLE:**

This Policy shall be called '*Policy for Preservation of Documents*'.

### **LEGAL FRAMEWORK:**

Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") imposed certain obligations and disclosure requirements on all listed entities.

Regulation 9 of the aforesaid Regulations 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.

The Board of Directors of ORIX Leasing & Financial Services India Limited ("the Company") is required to formulate a policy for "Preservation of Documents" to comply with the requirements of Regulation 9 of the Listing Regulations.

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

This Policy is applicable to all documents maintained in physical and 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.

### **DEFINITIONS:**

**"Audit Committee"** means Audit Committee constituted by the Board of Directors of the Company, from time to time, under Section 177 of the Companies Act, 2013 and the Listing Agreement.

**"Board of Directors" or "Board"** means the Board of Directors of the Company, as constituted and amended from time to time.

**"Company"** means ORIX Leasing & Financial Services India Limited (OLFS).

**"Documents"** Documents shall mean all papers, records, files, books, tapes, CDs, DVDs, electronic storage devices etc., and the like as required to be maintained under any law or regulation for the time being in force.

**“Listing Regulations”** Listing Regulations shall mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

#### ***POLICY:***

This policy sets the standards for managing, storing and preservation of documents of the Company broadly classified in the following two categories:

- A. The documents of a permanent nature (listed in Annexure 1) shall be maintained and preserved permanently by the Company subject to the modifications, amendments, additions, deletions or any changes made therein from time to time.

Provided that all such modifications, amendments, additions, deletions in the documents shall also be preserved permanently by the Company.

- B. The documents to be maintained and preserved for a specified time period after completion of the relevant transactions (listed in Annexure-2) shall be preserved by the Company for the term not less than eight years after completion of the relevant transactions subject to the modifications, amendments, additions, deletions or any changes made therein from time to time.

Provided that all such modifications, amendments, additions or deletions in the documents shall also be preserved for a term not less than eight years.

Provided further that the Company may keep the documents as specified above in an electronic mode.

#### ***ROLES AND RESPONSIBILITIES:***

The respective Departmental Heads of the Company shall be responsible for maintenance, preservation and destroying of documents in respect of the areas of operations falling under the charge of each of them, in terms of this policy.

#### ***GENERAL:***

Notwithstanding anything contained in this policy, the Company shall ensure compliance with any additional requirements as may be prescribed under any laws/regulations either existing or arising out of any amendment to such laws/regulations or otherwise and applicable to the Company, from time to time.

#### ***DESTRUCTION OF DOCUMENTS:***

After the expiry of the statutory retention period, the preserved documents may be destroyed in such mode under any instructions approved by the department head(s). Destruction of documents as a

normal administrative practice will also be followed for the records which are duplicate/unimportant/irrelevant.

This applies to both Physical and Electronic Documents.

***COMMUNICATION AND DISSEMINATION OF THE POLICY:***

For all new Employees, a copy of this policy shall be handed over as a part of the joining documentation, along with other HR related policies. For all existing Employees and Directors, a copy of this policy shall be posted on the intranet and the web-site of the Company.

***REVIEW OF POLICY:***

This Policy shall be subject to review, if necessary. Any change/amendments in Applicable Laws with regard to maintenance and preservation 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 Managing Director and Chief Financial Officer or Board of Directors.

**Documents whose preservation shall be permanent in nature**

<b>Sr. No</b>	<b>Nature of Document(s)</b>
1.	Memorandum and Articles of Association
2.	Registration Certificates
3.	Licenses & Statutory Approvals
4.	Statutory Registers required under applicable laws
5.	Audited financial statements
6.	Minutes of General Meeting
7.	Minutes of Board Meeting
8.	Minutes of various Committee Meetings
9.	Material Agreements/Contracts
10.	Orders issued by Courts/Statutory bodies
11.	Investment Documents/proofs including certificates etc.
12.	Forms filed with Registrar Of Companies
13.	Any other document as may be required to maintain permanently in terms of applicable law(s), maintained and preserved from time to time.

**ANNEXURE II**

**Documents with preservation period of not less than eight years after completion of the relevant transactions**

<b>Sr. No</b>	<b>Nature of Document(s)</b>
1	Books of Accounts
2	Annual Return(s)
3	Personnel Documents
4	Insurance Policies/ Claims under various policies
5	Correspondences with Departments/shareholders
6	Non-Statutory Registers/Documents
7	Annual Returns
8	Notices pertaining to disclosure of Interest by the Directors
9	Attendance Register – Board and Committee Meetings
10	Any other document as may be required to maintain in terms of applicable law(s), maintained and preserved from time to time.

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**Revision History**

<b>Version</b>	<b>Adoption/Review of the Policy</b>	<b>Board Meeting date</b>
1	Adoption of the Policy	September 19, 2018