

# HINDUSTAN AERONAUTICS LIMITED

## POLICY FOR PRESERVATION AND ARCHIVAL OF DOCUMENTS

### Preamble

Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) imposed certain obligations and disclosure requirements on all the listed entities, one of the common obligation for all the listed entities pursuant to Regulation 9 of the Listing Regulations is to formulate and put in place a policy for preservation and archival of documents.

### Purpose of the Policy

The Board of Directors of Hindustan Aeronautics Limited (the “Company”) is obliged to formulate a policy for “Preservation and Archival of Documents” to aid the employees in understanding their obligation in handling, retaining, preserving the documents and records efficiently and for the safe disposal or destruction of the documents and records which are required to be maintained as per the applicable statutory or regulatory requirements. The purpose of this policy is to have a binding framework for the preservation of documents of the Company, as approved by the Board of Directors of the Company.

### Definitions

1. **“Act”** means the Companies Act, 2013 and rules made there under as amended from time to time.
2. **“Archiving Records”** means the records which are no longer needed for operational or statutory reasons but which are retained for historical or evidential reasons.
3. **“Company”** means “Hindustan Aeronautics Limited”
4. **“Document(s)”** refers to papers, notes, agreements, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, indices, registers and or any other records, 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.
5. **“Preservation”** means to keep in good order and to prevent from being altered, damaged or destroyed.
6. **“Listing 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.

## Coverage

This Policy is intended to guide the Company and its officers on maintenance, preservation and disposal of documents and records which are required to be maintained as per the applicable statutory or regulatory requirements.

## Applicability

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

- (a) The documents of a permanent nature **(listed in Annexure A)** 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.
- (b) The documents to be maintained and preserved for a specified time period after completion of the relevant transactions **(listed in Annexure B)**. shall be preserved by the Company for a 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 the Company may keep the documents as specified in clauses (a) and (b) in electronic mode

Provided further that the documents as specified under clause (b) shall be preserved by the Company for a period of eight years from the last day of the financial year for which the documents relates.

## Custody of the Documents

Subject to the Applicable Law, the custody of the documents covered under this policy shall be with the Compliance Officer of the Company or with such other officer of the Company as may be appointed or designated for this purpose. Where the Compliance Officer tenders resignation, 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 to the person authorized by Board.

## Process of Archiving

Suitable arrangements shall be put in place for the storage of records (Archive) as per standard either in-house or offsite as may be decided by the management from time to time.

For safe storage and preservation of the documents, the Company is also maintaining the documents in electronic form by way of keeping the same in an Automated Backup System (ABS) of the Company where soft & scanned copies of the documents are stored, kept by the Company. The data is stored in Company's server under the

custody and supervision of IT / ERP department of the Company. The Automated Backup System (ABS) driven by login and password protected to avoid the use by unauthorized person. The concerned employees may retrieve the documents / records from ABS system.

### **Procedure for disposal of Documents**

The documents of the Company which are no longer required as per the time schedule prescribed may be destroyed. The Head of Department (HoD) may direct concerned employees from time to time to destroy the documents which are no longer required. The details of the documents destroyed by the Company shall be recorded in the Register for disposal of records to be kept by Head of Department who are disposing the documents in the format prescribed as under **Annexure-C**.

### **Communication of this Policy**

This policy shall be available on the intranet of the Company for adoption of employees of the Company. This policy shall also be posted on the web-site of the Company.

### **Amendment**

If 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. The Chairman & Managing Director of the Company be and is hereby authorized to do the necessary changes/ amendments, if any, required in the policy due to any amendment in the Act, rules, Listing Regulations or any other acts as applicable. Subsequently, the said changes/ amendments, if any, are required to be taken on record by the Board in their next meeting.

### ANNEXURE - A

Documents whose preservation shall be permanent in nature (Indicative list)

| Sr. No | Record Type  |
|--------|--|
| 1      | Common Seal  |
| 2      | All documents and papers originally filed with ROC (MCA21) for incorporation of company.   |
| 3      | Memorandum & Articles of Association, Certificate of Incorporation, Certificate of commencement of business.                           |
| 4      | Minutes Books of Board, General Meetings and Committees Meetings   |
| 5      | Statutory Registers  |
| 6      | Permanent License, approval and Permissions  |
| 7      | Register of Members  |
| 8      | Index of Members   |
| 9      | Register of foreign register of members  |
| 10     | Register of contracts  |
| 11     | Any other documents as required to be maintain in terms of applicable law(s), maintained and preserved from time to time as permanent. |

### ANNEXURE - B

Documents whose preservation period of not less than eight years after completion of the relevant transactions (Indicative list)

| Sr. No | Record Type   |
|--------|---|
| 1      | Annual Returns filed with the Ministry of Corporate Affairs.  |
| 2      | Board Agenda, Notes on Agenda and supporting documents  |
| 3      | Attendance Register of Board and committee meeting  |
| 4      | E-Mail, Office copies of Notice of General Meeting and related papers   |
| 5      | E-Mail, Office copies of Notice of Board Meeting / Committee Meeting, Agenda, Notes on Agenda and other related papers    |
| 6      | License, approval and permission  |
| 7      | All notices pertaining to disclosure of interest of directors   |
| 8      | Books of Accounts, Ledgers and Vouchers   |
| 9      | Investment Records  |
| 10     | Any other documents as required to be maintain in terms of applicable law(s), maintained and preserved from time to time. |
| 11     | Register of Debenture-holders, if any (to be maintained for a period of 15 years after the redemption of Debentures)      |
| 12     | Index of debenture-holders, if any (to be maintained for a period of 15 years after the redemption of Debentures)         |

### ANNEXURE – C

The format of the register for disposal of records

| Sr. No. | Particulars of document along with provision of applicable law | Date and mode of disposal /destruction | Initials of the authorized person |
|---------|--|--|-----------------------------------|
|         |  |  |                                   |