

Kothari Products Limited
Policy for Preservation of Documents

1. Purpose

1.1 Kothari Products Limited (the “Company”) is guided by various legal, regulatory and statutory requirements as applicable from time to time, with regard to record keeping, record retention and destruction of obsolete records. The records are to be maintained based on the type and kind of records in a manner so as to comply with all applicable Acts, Rules, Regulations and Guidelines, and the retention periods indicated therein.

1.2 Further, Regulation 9 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Regulations”) requires the Company to have a Policy for preservation of documents.

1.3 In view of the above, the Company has framed this Policy for Preservation of Documents (the “Policy”).

2. Scope of the policy

2.1 This Policy provides a framework for ensuring that official records and documents, both physical and electronic, including emails, are adequately maintained and protected. The Policy also deals with the retrieval, process and disposal/destruction of obsolete records.

2.2 This Policy covers records retained at the Company’s own location and/or at the locations of the Registrars and Share Transfer Agents appointed by the Company.

3. Key features

3.1 All records whether held in the physical form or in the electronic media will be kept in good condition, stored safely and in an orderly manner to facilitate ease of retrieval.

3.2 Managing physical records involves identification, labelling, filing, storing, archiving and disposal. Managing electronic or digital records involves storing, safeguarding, providing back up and ensuring alternate locations for easy retrieval.

3.3 As required by the Regulations, this document outlines the policy in respect of maintenance of records, specifically in relation to record retention and location. Some of the key features of the Policy are Record maintenance, Record keeping, Record retention, Record media and Record location.

4. Record maintenance

4.1 The responsibility of maintaining the records would be with the concerned Departments within the Company. Records will be maintained for the periods stipulated in the concerned legislation, after which they may be destroyed in the manner provided in this Policy. If there is no statutory period prescribed for maintenance, such record shall be preserved for 5 years from the date of its creation.

4.1.1 Physical records:

Each of the Departments is responsible for keeping track of the location and contents of all physical records for which they are responsible. The respective Departments will ensure that physical records are kept in good condition, stored safely in an orderly manner and correctly labelled to facilitate ease of retrieval. They will also ensure confidentiality of the records and ensure that no unauthorized person gets access to the records.

- a) Records and Registers relating to Members, shares and other securities of the Company, including Members' Register, shall be maintained by the Company's Registrars and Share Transfer Agents appointed by the Company. The Company may also engage third-party custodians to retain any of the documents subject to this Policy, provided that the Department responsible for such records will exercise supervision over such third-party custodian and will continue to have overall responsibility for the records maintained with the third-party custodian.

4.1.2 Electronic records:

- a) Each of the Departments is responsible for keeping track of all electronic records for which they are responsible. The respective Departments will ensure that electronic records are stored safely on computers and password protected for confidentiality, and backed up on servers or external hard drives or in any other appropriate manner for easy retrieval. They will also ensure confidentiality of the records and ensure that no unauthorized person gets access to the records.
- b) The IT Department shall be responsible⁽²⁾ for formulating processes for proper maintenance of electronic records, password policy for maintaining their confidentiality, processes for proper back-up of the records and will also ensure remote location back-up servers.

4.1.3 Emails:

- a) Every email communication (received / sent) by all registered users (which includes but is not limited to employees, consultants, contractors, partners, external agency of company mail domain) will be retained permanently.
- b) All mails will be stored in a mixed process of online and off-line storage. On a particular date, all mails older than a year will be transferred to offline storage devices. Thus, at any point of time, one year or older (but less than two years) mails of all users will be available on-line. Mails older than two years will be available in off-line storage media.
- c) This is applicable to all mails irrespective of their content, subject or classification etc. Adequate measures will be undertaken to preserve a redundant copy of production system in DR site. This may change with availability of advanced mail management system from time to time.

5. Disposal of records

- 5.1.1 After the period specified in the concerned statute is over, the documents / records may be destroyed as provided hereunder:

5.1.2 Physical records:

After completion of the retention period, the records maintained in physical form may be destroyed, unless required to be preserved for any purpose, such as ongoing litigation or regulatory directive. The concerned Department Head will authorize destruction of the records and the same will be destroyed in the presence of a person authorized for the purpose, who shall ensure their destruction in accordance with practices that preserve the security of the information contained in them. The Department will maintain a list of the records so destroyed, which shall be signed by the person authorized as above.

5.1.3 Electronic records:

- a) After completion of the retention period, the records maintained in electronic form may be deleted, unless required to be retained for any purpose, such as ongoing litigation or regulatory directive. The concerned Department Head will authorize the deletion of the records. The Department will maintain a list of the records so deleted, which shall be signed by the person authorized for the purpose.
- b) The IT Department shall maintain a procedure to delete records no longer required to be retained, from back-up servers and for appropriately purging emails no longer required to be maintained.

5.1.4 Emails:

Disposal / deletion of all retained mail will be decided based on business requirements, policies and other statutory requirements from time to time.⁽³⁾

5.1.5 Regulatory provisions:

Where the law provides for any specific procedure for destruction of any records, such as board authorization for destruction of unused share certificates, it shall be ensured that such procedure is followed.

6. Review of Policy

- 6.1.1 This Policy has been adopted by the board of directors of the Company and the board may review and amend the Policy, as and when required to do so due to regulatory changes or under any other circumstances necessitating revision to the Policy.