

## **POLICY FOR PRESERVATION OF DOCUMENTS**

### **INTRODUCTION:**

The Board of Directors of G. G. Dandekar Machine Works Limited (GGD/ the Company) have adopted this Policy as required under Regulation 9 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Listing Regulations). This Policy will be applicable to the Company effective December 1, 2015.

### **SCOPE:**

This Policy envisages the procedure governing preservation of documents as required to be maintained under the various statutes viz. Companies Act, 1956, the Companies Act, 2013 and Rules issued thereunder from time to time, applicable Secretarial Standards, Listing Agreement executed with Stock Exchanges where Company's equity shares are listed, Listing Regulations, SEBI (Prohibition of Insider Trading ) Regulations, 2015 and SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 and any other applicable regulations under SEBI Act, 1992, and amendments thereto from time to time (hereinafter referred as 'Act/Regulation').

### **DEFINITIONS:**

1. *"Documents"* means forms, registers, returns, reports, minutes, notices, presentations or such other record maintained by the Company under applicable provisions of the Act/Regulation.
2. *"Maintenance"* means keeping Documents, either physically or in electronic mode as may be permitted under Act/Regulation for the time being in force including authentication and custody of such Documents.
3. *"Preservation"* means to keep documents in usable form.

### **LIST OF DOCUMENTS TO BE PRESERVED:**

The Company Secretary shall ensure the preservation of the Documents as categorized in this Policy.

The Documents to be preserved are categorized as follows based on provisions of the Act/Regulation and its essentiality for the smooth, efficient and systematic functioning of the Company.

1. Documents to be preserved permanently – Annexure I
2. Documents to be preserved for at least 8 years after completion of the relevant event/transaction – Annexure II
3. Documents to be preserved for specified period – Annexure III

### **DESTRUCTION OF DOCUMENTS:**

The Documents may be destroyed after the expiration of the period mentioned in the Annexures. The Company shall maintain a register about brief particulars of the documents destroyed and all entries made therein shall be authenticated by the Company Secretary of the Company.

**AMENDMENT:**

This Policy shall be subject to change as may be required from time to time or in case of any subsequent changes in the provisions of Act / Regulation, which makes any of the provisions in the Policy inconsistent with the Act or regulations.

**For G. G. Dandekar Machine Works Limited**

**Sd/-**

**Nihal G. Kulkarni  
Chairman**

**Date: 13<sup>th</sup> November 2015**

## ANNEXURE I

Following documents shall be preserved permanently:

<b>Sr. No.</b>	<b>Name of the Register/ Documents</b>
1	Incorporation related documents
2	Register of Charges
4	Register and Index of Members (Equity and Preference separately)
5	Foreign Register of Members
6	Register of renewed and duplicate share certificates
7	Register of contracts / arrangements in which Directors are interested
8	Register of Directors / Managing Directors / Managers / Whole-time Directors/Secretary
9	Register of Directors' shareholding
10	Register of Director and KMP and their shareholding
11	Register of loans or investments made, guarantees given and security provided to other body corporate
12	Register of loans made, guarantees given, securities provided or investment made by the Company
13	Minutes of General Meetings and Board Meetings and Committee Meetings
14	Register of Investments not held in Company's name
15	All books and documents relating to issue of share certificate including blank forms of share certificates, in case of disputed cases
16	Maintenance of share certificate forms and related books and documents except blank forms of share certificates
17	Register of transfer of shares. There is no provision for maintenance as well as preservation. In our view it should be kept for 8 years.
18	Register of transfer of debentures, if any There is no provision for maintenance as well as preservation. In our view it should be kept for 8 years.
19	Register of Transmission of shares and debentures There is no provision for maintenance as well as preservation. In our view it should be kept for 8 years.
20	Register under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and. Register is maintained only under old regulation 8(4). Hence reference of new regulation is deleted.
21	Memorandum of Association and Articles of Association including amendments thereof
22	Court Orders for Corporate Restructuring, if any
23	Certificate of Incorporation and Certificate of commencement of business issued by Registrar of Companies, including any amendment thereto.
24	Register of records and documents destroyed

## ANNEXURE II

Following documents shall be preserved for at least 8 years after completion of the following transactions, namely:-

<b>Sr. No.</b>	<b>Name of the Register/ Documents</b>
1	Register of shares or other securities bought-back
2	Register of Debenture holders along with the Index, if any
3	Register of foreign debenture holders, if any
4	Register of Deposits
5	Register of allotment, if any
6	Register of payment of dividend, if any
7	Register of attendance of directors at meetings of the Board and Committees thereof
8	Register of proxies
9	Notice of disclosure by a director of his/her interest
10	Register of sweat equity shares
11	The books of accounts together with vouchers, records and papers relevant to any entry in the books (upto 31 March 2014)
12	Books of accounts, other relevant books, papers and financial statements for each year (w.e.f. 1 April 2014)
13	Annual Returns including all certificates and documents annexed thereto
14	Cost records, cost statements and reconciliation statements
15	Copy of instrument creating charge
16	E-Forms and other documents filed with the Registrar of Companies
17	Annual Reports of the Company
18	Notices, Agenda, Notes on Agenda and other related papers of Board and Committee Meetings
19	Notices, and Scrutinizers' Report of General Meetings
20	Documents/ Reports filed with Stock Exchanges
21	Forms FCGPR filed with the Reserve Bank of India
22	Declarations from Directors under Act/ Regulation

### ANNEXURE III

Following documents shall be preserved for period specified as per the applicable Act, Rules and Regulations or as per Company's requirement.

<b>Sr. No.</b>	<b>Name of the Register/ Documents</b>	<b>Period for which records are to be maintained</b>
1	Ballot Papers and other related papers or register handed over by Scrutinizer appointed for Postal Ballot	Report and office copies of the notices –to be preserved until the resolution have been implemented or for 10 years, whichever is later.
2	Register of employees stock options	15 years from the date of exercise of options
3	Pre clearances and declarations filed with Stock Exchanges under SEBI (Prohibition of Insider Trading) Regulations, 1992 and SEBI (Prohibition of Insider Trading) Regulations, 2015	5 years
4	Share certificates surrendered	3 years from the date on which the share certificates are surrendered
5	Maintenance of share certificate forms and related books and documents	For a period of not less than 30 years
6	All Protected Disclosures in writing or documents along with the results of investigation relating thereto under Whistle Blower Policy shall be retained by the Company	7 years
7	Register of documents executed under common seal	5 Years