



# प्रलेखों के परिरक्षण तथा अभिलेख पर नीति Policy on Preservation & Archival of Documents

(सेबी (सूचीकरण दायित्वों और प्रकटन अपेक्षाओं) नियमन, 2015 के  
नियमन 9 एवं 30(8) के अनुसार)

(As per Regulation 9 and 30(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)



भारत हेवी इलेक्ट्रिकल्स लिमिटेड, नई दिल्ली  
Bharat Heavy Electricals Limited, New Delhi

(As approved by the Board of Directors of the Company at its Meeting held on 11<sup>th</sup> February'16)

## **1. Preamble**

1.1 Records and archives form an essential and significant part of company's resources. Records are a basic tool of administration. They are the means by which operational processes and functions are performed.

1.2 Securities and Exchange Board of India, has vide its notification dated 2<sup>nd</sup> September 2015, introduced the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with effect from 1<sup>st</sup> December 2015.

Regulation 9 of Chapter III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, requires the company to frame a policy on preservation of documents. Further, Regulation 30 (8) requires the Company to frame a Policy on website disclosure and archival of such disclosure.

1.3 In compliance to the aforesaid Regulations, this policy is framed for the purpose of systematic, categorization, maintenance, retention of documents received or created in the course of business. The Policy further encompasses the manner of archival of the documents which have been disclosed on the website of the company for the time frame prescribed under Regulation 30 (8).

## **2. Scope**

The policy is formulated to establish the framework needed for effective preservation/ maintenance of documents and records required to be maintained by the Company.

## **3. Objectives**

The objective of this Policy is:

- To provide a framework for the purpose of systematic categorization, maintenance and preservation of documents in the Company.
- To provide a framework of archival of events/information required to be disclosed on website under SEBI Regulations and other information hosted on the website of the Company.

## **4. Definitions**

4.1 "Applicable Law" means any law, statutory rules & regulations, or standards applicable on the Company under which any guideline / provision with regard to the preservation of the Documents has been prescribed.

4.2 "Board" means the Board of Directors of the Company.

4.3 "Company" means Bharat Heavy Electricals Limited.

4.4 "Current Document(s)" means any Document that still has an ongoing relevance with reference to any ongoing contract, litigation, proceedings, complaint, dispute, or any like matter.

- 4.5 “Document(s)” refers to notes, agreements, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, registers and or any other record (including required under or in order to comply with the requirements of any Applicable Law) maintained on paper or in Electronic Form and does not include multiple or identical copies.
- 4.6 “Electronic Form” means maintenance of documents in any contemporaneous electronic device such as computer, laptop, compact disc, floppy disc, space on electronic cloud, or any other form of storage and retrieval device, considered feasible, whether the same is in possession or control of the Company.
- 4.7 “Maintenance” means keeping Documents, either physically or in Electronic Form.
- 4.8 “Preservation” means to keep in good order and to prevent from being altered, damaged or destroyed.
- 4.9 “Regulations” means the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015
- 4.10 “Head of Function” means Head of function like Engineering, Commercial, Finance, HR, Production, etc. at Units. For Corporate functions & Business sectors, Head of function means departmental head reporting to functional Director.

The words and phrases used in this Policy and not defined here shall derive their meaning from the Applicable Law.

## **5. Policy on Preservation**

### **5.1 Classification based on preservation period**

Based on preservation duration, the company shall classify the documents in following categories. For Policy documents, the preservation period starts on the date of introduction of revised version.

- a) *Documents whose preservation shall be permanent in nature:*  
Certificate of Incorporation, Memorandum & Articles of Association, Minutes of Board/ General Meetings, Statutory Returns of the Company under direct taxes, Statutory Registers to be maintained permanently under Companies Act, 2013, Trade secrets, definitive documents for acquisition/ merger of/ with a company, etc. shall be preserved permanently
- b) *Documents with preservation period of not less than eight years after completion of the relevant transactions:*  
Books of Account as defined in Companies Act 2013, Statutory Registers/ Documents required to be maintained **for 8 (eight years)**—under Companies Act, 2013, Technology Collaboration Agreements, Joint Venture Agreements, Press releases, and other Statutory Returns required as per concerned Act shall be preserved for a period of not less than eight years after the completion of the relevant transactions

- c) *Documents with preservation period of less than eight years after completion of the relevant transactions:*

Customer orders, Records related to Court/ Arbitration/ Judicial/ Quasi-Judicial cases, etc- shall be preserved for a period of less than 8 years subject to the condition that transaction/ agreement/ cases are not current and have been completed/ expired/ disposed of.

All such events or information which has been disclosed to Stock Exchanges and hosted on company's website for the purpose of shareholder communication shall be maintained for 5 Years.

Any other document not covered above at a), b) & c) shall be preserved by the concerned department during the preservation period as decided by the respective head of function in line with the requirement of law, if applicable

Notwithstanding para herein above the documents shall **also** be preserved to meet the requirement under the regulations in the following manner:

- a) Where there is a period for which a Document is required to be preserved as per Applicable Law, for the period required by Applicable Law.
- b) Where there is no such requirement as per Applicable Law, then for such period till the document remains "Current".
- c) In case of any other Document, for such period, as the respective functional head decides after taking a considered view about its relevance.

## **5.2 Modes of preservation**

The Documents may be preserved in

- Physical form and/or
- Electronic Form.

## **5.3 Responsibility for preservation of Documents**

The responsibility for preservation of documents shall be with the concerned Head of function.

## **5.4 Authority to make alterations to the Policy**

The Chairman and Managing Director is authorized to make such alterations to this Policy as considered appropriate, subject, however, to the condition that such alterations shall be in consonance with the provisions of the Regulation and other applicable laws.

## **5.5 Destruction of Documents**

After retention period, concerned Head of function shall decide the records which are to be destroyed. A list of the Documents destroyed shall also be maintained. It shall state the brief particulars of the Documents destroyed, date of destruction.

## **5.6 Conversion of the form in which the Documents are preserved**

The physical Documents that are preserved may also be converted, whenever required or felt necessary, into electronic form to ensure ease in maintenance of records and efficient utilization of space.

## **6. Archival Policy**

The policy applies to documents/ information hosted on the website of the company including events/information required to be disclosed on website under SEBI Regulations.

The disclosure of material /events shall be hosted and retained on the Company's website for a minimum period of 5 (five) years. Thereafter depending upon the nature, materiality, impact and relevance of the material/ event/ information, the disclosure of such material/ event can a) continue to remain hosted on the Company's website for a longer period of time on the advice of concerned functional head to Corporate Communication b) can be removed from the website or c) can be archived by appropriate technology.

## **7. Interpretation/ Clarification**

Any interpretation/ clarification related to policy shall be issued by the Head of Corporate Quality in consultation with concerned Head of function at Corporate office/ Business sector and Company Secretary after approval from Director (HR).

## **8. Implementation of the Policy**

In case of conflict between this policy and any other procedures/ instructions/ guidelines etc., on preservation and archival of documents, the provisions of this policy shall take precedence. In specific cases of conflict being encountered with respect to preservation/ archival of a document created before the date of issuance of the policy, the respective head of function will be the approving authority to interpret such cases in the light of the subject policy being issued. Head of Function shall ensure that this policy is not violated/ contradicted.

The policy will be effective from the date of approval by Board of Directors.