

POLICY ON PRESERVATION OF DOCUMENTS
OF
BARON INFOTECH LIMITED

Table of Contents:

1. Legal Framework
2. Scope
3. Definitions
4. Purpose
5. Objective
6. Modes of Preservation
7. Authority to make alteration to the Policy
8. Destruction of Documents
9. Policy Review
10. Interpretation

1. LEGAL FRAMEWORK:

The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations") and Companies Act, 2013 imposed certain obligations and disclosure requirements on all listed entities, one of the common obligations for all listed entities pursuant to Regulation 9 being to formulate and put in place a policy for preservation of documents.

The Board of Directors of Baron Infotech Limited ("The Company") has formulated a policy for "Preservation of Documents" ("Policy") to comply with the requirements of Regulation 9 of the SEBI Listing Regulations and the applicable provisions of Companies Act, 2013.

2. SCOPE:

This policy is intended to establish guidelines for the maintenance, management and orderly temperament of corporate records/documents. The Company recognises that all the documents, whether in physical or electronic mode, form an important and integral part of the Company's records. The preservation of documents is important in order to ensure immediate access to the records, its retrieval and authentication.

3. DEFINITIONS:

- I. **"Act"** means the Companies Act, 2013
- II. **"Applicable Law"** means any law, rules, circulars, guidelines or regulations issued by the Securities and Exchange Board of India (SEBI) and Ministry of Corporate Affairs (MCA).
- III. **"Board of Directors" or "Board"** shall mean the Board of Directors of the Company, as constituted from time to time.
- IV. **"Books of Accounts"** as defined in Section 2(13) of the Act.
- V. **"Company"** shall mean Baron Infotech Limited.
- VI. **"Documents"** refers to papers, records, files, tapes, notes, agreements, notices, agenda, circulars, advertisements, declarations, forms, minutes, registers, correspondences, challans, CDs, DVDs, electronic storage devices, audio/video recordings or any other record 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.
- VII. **"Electronic Form"** means any electronic device such as servers, computer, laptop, compact disc, pen drive, 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 or otherwise the Company has control over access to it.
- VIII. **"Maintenance"** means keeping documents, either physically or in Electronic Form.
- IX. **"Preservation"** means to keep in good order and to prevent from being altered, damaged or destroyed.
- X. **"SEBI Listing Regulations"** shall mean the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Any term, word and phrases not defined herein shall have the same meaning as defined in the Companies Act, 2013, Regulations or any other applicable law or regulation to the extent applicable to the Company.

4. PURPOSE:

The purpose of the policy is to facilitate the following:

- a. Identification of records that are to be maintained permanently or for any other shorter period of time.
- b. Deciding the mode of preservation of documents, whether in physical form or in electronic form.
- c. Retention of records for the periods required by applicable laws and regulations and for other business reasons for a period of time that will reasonably assure their availability when needed.
- d. Preservation of the confidentiality and security of records/data.
- e. Systematic and non-selective temperment of records not necessary for legal or business reasons.

5. OBJECTIVE:

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:
 - i. provided that all such modifications, amendments, additions or deletions in the documents shall also be preserved for a term not less than eight years, and;
 - ii. provided further that the Company shall keep the documents as specified above in an electronic mode.

6. MODES OF PRESERVATION:

The Documents may be preserved in

- (i) Physical form or
- (ii) Electronic Form.

The employee of the Company required to preserve the Document shall be Authorised Person who is generally expected to observe the compliance of requirements of Applicable Law.

The preservation of Documents should be such as to ensure that there is no

tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of the Documents.

The preserved Documents must be accessible at all reasonable times. Access may be controlled by Authorized Person with preservation, so as to ensure integrity of the Documents and prohibit unauthorized access.

7. AUTHORITY TO MAKE ALTERATION TO THE POLICY:

The Board of Directors are authorized to make such alteration to this policy as considered appropriate, however, subject to the condition that such alteration shall be in accordance with applicable laws, including the provisions of the Companies Act, 2013, as amended (the "Companies Act") and the SEBI Listing Regulations.

8. 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.

9. POLICY REVIEW:

This Policy is framed based on the requirements of Regulation 9 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Companies Act, 2013. The Board of Directors may subject to applicable laws amend/substitute any provision(s) with a new provision(s) or replace this Policy entirely with a new policy.

If any subsequent changes in the Companies Act or the SEBI Listing Regulations are inconsistent with any part of this Policy, the provisions of the Companies Act 2013 or the SEBI Listing Regulations, as the case may be, shall prevail over the Policy and the provisions in the Policy shall be modified to make it consistent with such applicable law.

10. INTERPRETATION:

In any circumstance where 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.

Annexure 1

Documents whose preservation shall be permanent in nature:

1. Registration Certificates
2. Licenses & Statutory Approvals
3. Statutory Registers required under applicable laws
4. Audited financial statements
5. Minutes of General Meeting
6. Minutes of Board Meeting
7. Minutes of various Committee Meetings
8. Material Agreements/Contracts
9. Orders issued by Courts/Statutory bodies
10. Investment Documents/proofs including certificates etc.
11. Any other document as may be required to maintain permanently in terms of applicable law(s), maintained and preserved from time to time.

Annexure- 2

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

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. Films, Videos, CDs, DVDs, tapes etc.
8. Any other document as may be required to maintain in terms of applicable law(s), maintained and preserved from time to time.