

VINSYS IT SERVICES INDIA LIMITED
(formerly known as Vinsys IT Services India Private Limited)

POLICY FOR PRESERVATION OF DOCUMENTS

[Framed under Regulation 9 of Chapter III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

1. Background

This policy has been framed in compliance with the provisions of Regulation 9 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI Listing Regulations") which requires every listed company to have a policy on preservation of documents.

As per Regulation 9, a listed entity shall have a policy for preservation of documents, approved by its Board of Directors, classifying them in at least two categories i.e. (a) documents whose preservation shall be permanent in nature; and (b) documents with preservation period of not less than eight years after completion of the relevant transactions.

The listed entity may keep such documents in electronic mode. The Policy is framed in line with the existing provisions of SEBI Listing Regulations. Any future changes in the SEBI Listing Regulations will, ipso facto, apply to this Policy.

2. Purpose and Scope

The purpose of this document is to present a high-level policy statement for **VINSYS IT SERVICES INDIA LIMITED** ("the Company") regarding preservation of its documents in accordance with all the statutory and regulatory provisions applicable to the Company including the Companies Act, 1956, the Companies Act, 2013, applicable Secretarial Standards, SEBI (Prohibition of Insider Trading) Regulations, 2015, SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other applicable Regulations under the SEBI Act, 1992 and amendments thereto from time to time, (Act / Regulation).

This Policy would contain guidelines on how to identify documents that need to be maintained, how long certain documents should be retained, and how and when those documents should be disposed off, if no longer needed pursuant to the applicable statutory and regulatory provisions.

This Policy has been adopted and approved by the Board of Directors at its meeting held on 31 July 2023.

3. Definitions

In this Policy, unless the context otherwise requires:

"Company" means **VINSYS IT SERVICES INDIA LIMITED**.

"Documents" means forms, registers, returns, reports, papers, minutes, notices, presentations or any other record maintained by the Company under applicable provisions of the Act / Regulations.

“Maintenance” means keeping documents, either physically or in electronic mode as may be permitted under Act / Regulations, for the time being in force, including authentication and custody of such Documents.

“Preservation” means to keep documents in usable form.

“Regulations” means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Words and expressions used in this Policy but not defined shall have the meaning as given in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Any subsequent modification and / or amendments brought about by SEBI in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, shall automatically apply to this Policy.

4. Classification of Documents to be preserved / retained

The Board of Directors has classified the documents to be retained and preserved in categories which are mentioned below:

- a) Documents whose preservation shall be permanent in nature.
- b) Documents with preservation period of not less than 8 years after completion of relevant transactions.
- c) Documents with a specified preservation period.

Details pertaining to the list of documents to be preserved under the abovementioned applicable laws and regulations have been provided to the respective departments to ensure safe record keeping and compliance of the applicable laws and regulations.

5. Periodical Review of the Policy by the Board of Directors

This Policy shall be reviewed periodically by the Board and amendments effected subject to approval of the Board if and when practical difficulties are encountered. The Board may also review this Policy on document retention to comply with any local, state, and central legislation that may be promulgated from time to time.

6. Suspension of Record Disposal in the event of Litigation or Claims

In case the Company is served with any notice for request of documents or a governmental investigation or audit concerning the Company or commencement of any litigation against the Company, then disposal of documents shall be suspended until such time as the Top Management with the due advice from the legal counsel determine otherwise. Such documents shall be preserved until the completion of the judicial proceedings.

7. Register of Documents destroyed

The documents specified in Annexure which are not required to be maintained and preserved permanently, may be destroyed after the expiry of the specified retention period in such mode and under the instructions approved by the Functional / Departmental Heads. Any deviation will be approved by the Chief Financial Officer or such other persons as may be authorized by the Board for the purpose.

8. Policy Review

This Policy is framed based on the requirements of Regulation 9 of the Regulations.

In case of any subsequent changes in the Act / Regulations which makes any of the provisions in the Policy inconsistent with the Act / Regulations, the provisions of the Act / Regulations would prevail over the Policy and the provisions in the Policy would be modified in due course to make it consistent with law.

This Policy shall be reviewed by the Board of Directors as and when any changes are to be incorporated in the Policy due to change in the Act / Regulations or as may be felt appropriate by the Board. Any changes or modification on the Policy would be approved by the Board of Directors.

9. Policy Severable

This Policy along with Annexure constitutes the entire document in relation to its subject matter. In the event that any term, condition or provision of this Policy is being held to violate any applicable law, statute or regulation, the same shall be severable from the rest of this Policy and shall be of no force and effect, and this Policy shall remain in full force and effect as if such term, condition or provision had not originally been contained in this Policy.

Annexure

Records as per the Companies Act, 2013		
Sr. No.	Record Type	Preservation Period
1.	Memorandum and Articles of Association	Permanent
2.	Certificate of Incorporation	Permanent
3.	Minutes of Board and Committee Meetings	Permanent
4.	Minutes of Shareholders' Meetings	Permanent
5.	Register and Index of Members (Equity and Preference separately)	Permanent
6.	Listing Agreement executed with the Stock Exchange	Permanent
7.	Register of Investments in securities not held in the name of the Company	Permanent
8.	Register of Renewed and Duplicate Certificates	Permanent
9.	Register of Contracts / arrangements in which Directors are interested	Permanent

Sr. No.	Record Type	Preservation Period
10.	Register of Directors, Managing Director, Manager, Whole Time Director and Secretary	Permanent
11.	Register of Director and Key Managerial Personnel and their Shareholding	Permanent
12.	Register of Inter-Corporate loans and investments	Permanent
13.	Register of Transmission of Shares and Debentures	Permanent
14.	Register of Charges	Permanent
15.	Register of records / documents destroyed	Permanent
16.	Forms filed with the Registrar of Companies (ROC)	Permanent
17.	Register of documents executed under the common seal	Permanent
18.	Attendance Register – Board and Committee Meetings	8 financial years
19.	Register of Transfer of Shares	8 financial years
20.	Resolutions passed by circulation	8 financial years
21.	Register of Transfer of Debentures, if any	8 financial years
22.	Notice and Agenda of the Board and Committee Meetings	8 financial years
23.	Notices pertaining to disclosure of interest by the Directors	8 financial years
24.	Annual Returns	8 financial years
25.	Correspondence with shareholders	8 financial years
26.	Disclosures under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	8 financial years
27.	Disclosures under the SEBI (Prohibition of Insider Trading) Regulations, 2015	8 financial years
28.	Postal Ballot Forms	8 financial years
29.	Scrutinizer's Report on voting at General Meetings / Postal Ballot	8 financial years
30.	Newspaper cuttings of notices of Board Meetings and Financial Results	8 financial years
31.	Investor Meet presentations	8 financial years
32.	Register of shares or other securities bought back	8 financial years
33.	Register of debenture holders along with the index, if any	8 financial years
34.	Register of foreign debenture holders, if any	8 financial years
35.	Register of deposits	8 financial years
36.	Register of allotment, if any	8 financial years
37.	Register of payment of dividend, if any	8 financial years
38.	Register of proxies	8 financial years
39.	Register of sweat equity shares	8 financial years
40.	Copy of instrument creating charge	8 financial years
41.	Documents / Reports filed with Stock Exchange	8 financial years
42.	Ballot Papers and other related papers or registers handed over by Scrutinizer appointed for Postal Ballot	Report and office copies of the notices – to be preserved until the resolution has been implemented or for 10 years, whichever is later
43.	Register of employee's stock options	15 years from the date of exercise of options

Sr. No.	Record Type	Preservation Period
44.	Pre-clearances and declarations filed with the stock exchanges under SEBI (Prohibition of Insider Trading) Regulations, 2015	5 years
45.	Disclosures received by the Company under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997	8 years
46.	All protected disclosures in writing or documents along with the result of investigation relating thereto under Whistle Blower Policy	7 years
47.	Proof of sending notices of the meetings of the Board and its Committees and its delivery	3 years
48.	Proof of sending Agenda and Notes on Agenda of the meetings of the Board and its Committees	3 years
49.	Proof of sending draft Circular Resolution and related papers and its delivery	3 years
50.	Proof of sending draft minutes of the meeting of the Board and its Committees and its delivery	3 years
51.	Proof of sending notices through email and a record of each recipient to whom the general meetings notices has been sent and copy of such record and any notices of any failed transmissions and subsequent re-sending	3 years
52.	Video recording of the Board and Committee meetings	The recording is to be preserved till the completion of the audit of that particular year only
53.	Any Court / CLB Order	8 years
54.	Replies to show cause notice, if any	8 years

Accounts and Finance Records		
Sr. No.	Record Type	Preservation Period
1.	Annual Audited and Financial Statements	Permanent
2.	Books of Accounts, Ledgers and Vouchers	8 financial years
3.	Investment Records	8 financial years from the date of redemption
4.	Engagement letters from Auditors	8 financial years

Tax Records		
Sr. No.	Record Type	Preservation Period
1.	Excise Returns, Income Tax Returns, Sales Tax / VAX Returns / Service Tax Returns	8 financial years
2.	Documents, Challans and other details / correspondence related to Excise, Income Tax, Sales Tax / VAT, Service Tax	8 financial years