



POLICY ON PRESERVATION OF DOCUMENTS

(With effect from 14th November, 2022)

Considered and Approved by the Board of Directors on 14th November, 2022.

Company CIN No.

L31300GJ1992PLC018198

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1 INTRODUCTION

This policy primarily framed based on Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) and the Companies Act, 2013 (“**Act**”).

This policy is intended to ensure compliance particularly with the Listing Regulations and the applicable provisions of the Act read with applicable Rules (“**Rules**”) framed thereunder.

2 SCOPE AND OBJECTIVE

Regulation 9 of the Listing Regulations requires the Board of Directors of the Company to frame a Policy for Preservation of Documents (“**Policy**”) classifying them in at least two categories:

- i. Documents whose preservation shall be permanent in nature; and
- ii. Documents to be preserved for not less than eight years or as prescribed under the applicable laws, whichever is longer.

Similarly, the Act and Rules mandate maintenance of various documents including registers and records by the Companies and also provides for the place for keeping and period for preserving such documents.

The documents that are required to be maintained under this Policy are preserved considering their importance, usefulness and information. 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.

Accordingly, the Board of Directors of the Company, at its meeting held on [•] has approved and adopted the Policy.

3 APPLICABILITY AND MODES OF PRESERVATION

Documents to be maintained under this Policy shall be preserved in physical or in electronic Mode/Form as per the provisions of the Applicable Law. For this purpose, the word “Electronic Mode/Form” shall have same meaning as defined under the Act/Rules, as the case may be.

This Policy is applicable to all documents maintained in physical and electronic mode by the Company. The preservation of documents should be such as to ensure that there is no tampering, alteration, destruction or anything that endangers the content, authenticity, utility or accessibility of the documents.

The documents not specifically covered under this policy shall be preserved and maintained in accordance with the provisions of the respective acts, rules, guidelines and regulations as applicable under which those documents are maintained.

This Policy shall come into force from the date of approval by the Board of Directors.

4 DEFINITIONS

“Act” means the Companies Act, 2013 or any previous company law (to the extent the provisions there under are in force), including any amendments, modifications, clarifications or re-enactment thereof, for the time being in force.

“Applicable Law” means any law, rules, circulars, guidelines or regulations issued by the Securities and Exchange Board of India (SEBI), Ministry of Corporate Affairs (MCA), The Institute of Company Secretaries of India (ICSI) and other professional bodies under which the preservation of documents has been prescribed.

“Articles” means the articles of association of a company as originally framed or as altered from time to time or applied in pursuance of the Act.

“Book and Paper” and “book or paper” includes books of account, deeds, vouchers, writings, documents, minutes and registers maintained on paper or in electronic form.

“Books of Account” includes records maintained in respect of—

- (i) all sums of money received and expended by a company and matters in relation to which the receipts and expenditure take place;
- (ii) all sales and purchases of goods and services by the company;
- (iii) the assets and liabilities of the company; and
- (iv) the items of cost as may be prescribed under section 148 in the case of a company which belongs to any class of companies specified under that section.

“Board of Director or Board” means Board of Directors of the Company.

“Company” means Diamond Power Infrastructure Limited (DPIL).

“Document” includes summons, notice, requisition, order, declaration, form and register, records, whether issued, sent or kept in pursuance of this Act or previous company law or under any other law for the time being in force or otherwise, maintained on paper or in electronic form.

“Memorandum” means the memorandum of association of a company as originally framed or as altered from time to time in pursuance of any previous company law or of this Act.

“Policy” means DPIL Preservation of Documents Policy and schedules appended thereto.

“Prospectus” means any document described or issued as a prospectus and includes a red herring prospectus referred to in section 32 or shelf prospectus referred to in section 31 or any notice, circular, advertisement or other document inviting offers from the public for the subscription or purchase of any securities of a body corporate.

“Listing Regulations” means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and includes any amendments, modifications, clarifications or re-enactment thereof, for the time being in force.

“Rules” means rules framed under the Companies Act, 2013 or any previous Company law (to the extent such rules are in force) including any amendments, modifications, clarifications or re-enactment thereof, for the time being in force.

[Words and expressions used and not defined herein shall have the meanings respectively assigned to them in the respective Act / Rules / Regulations]

5 ROLES AND RESPONSIBILITIES

The respective departmental heads of the Company shall be responsible for maintenance and preservation of documents in respect of the areas of operations falling under the charge of each of them, in terms of this Policy.

The Company Secretary of the Company will be responsible for administration and compliance of this Policy.

6 PRESERVATION OF DOCUMENTS

As per the Policy, the Company shall maintain and preserve register and records, books and/or paper, books of accounts etc. (“Documents”) as follows:

1. Documents to be preserved permanently
2. Documents to be preserved for eight years; and
3. Documents to be preserved for two years.

6.1 DOCUMENTS TO BE PRESERVED PERMANENTLY;

As required under Applicable Law/ Act/ Rules/ Regulations, the documents which are required to be preserved on permanent basis shall be maintained and preserved by the Company permanently.

6.2 DOCUMENTS TO BE PRESERVED FOR EIGHT YEARS

As required under Applicable Law/ Act/ Rules/ Regulations), the documents which are required to be preserved for a period of eight years shall be maintained and preserved by the Company accordingly.

6.3 DOCUMENTS TO BE PRESERVED FOR TWO YEARS.

In cases of documents for which no period is specified under the Applicable Law, such documents shall be maintained by the Company for a period of two financial years from the close of relevant financial year.

7 PRESERVATION OF DOCUMENTS BEYOND THE PRESCRIBED PERIOD

Notwithstanding anything contained in the Applicable Law, the Registrar of Companies or any other competent authority, may by order in writing, direct the Company to preserve any of the

documents under this Policy beyond the prescribed period, for such period as specified in the order.

8 DESTRUCTION OF DOCUMENTS

The documents kept and preserved by the Company under this Policy for the respective periods may be destroyed after the expiration of such period as per the provisions of the Applicable Law. In absence of such provisions, such documents shall be destroyed after obtaining approval of the Managing Director by the concerned departmental Heads to which such document(s) relates.

9 REGISTER OF DOCUMENTS DESTROYED

The Company shall maintain a register for documents destroyed as per this Policy. The Register of Documents Destroyed shall contain brief particulars of the documents destroyed, date and mode of destruction and all entries made therein shall be authenticated by the Secretary or such other persons as may be authorized by the Board for the purpose.

10 DISSEMINATION

The Company being listed, regularly sends various information, financial statements, notices and other disclosures, as required under SEBI listing agreement to Stock Exchanges where securities of the Company are listed. As required under the Companies Act, 2013 and the SEBI Listing Regulations the same are also displayed and hosted on the website of the Company.

Regulation 46 of SEBI Listing Regulations requires the listed Companies to maintain a functional website containing basic information about the Company and other prescribed details.

Regulation 30(8) of SEBI Listing Regulations requires the Listed Companies to disclose on its website all such events or information which has been disclosed to stock exchange(s) under this regulation, and such disclosures shall be hosted on the website of the Company for a minimum period of five years and thereafter as per the archival policy of the Company, as disclosed on its website.

The website of the Company shall be reviewed on regular intervals for ensuring that all the above-mentioned disclosures are available on the website of the Company as required. These disclosures, unless otherwise mentioned in the Act itself, shall be hosted on the website for the specified period and thereafter shall be moved/transferred to Archives folders under the respective heads / sub-folders, in a way so that these can be searched easily as and when required by any person. The documents/disclosures shall be kept in the archive folders till such time as may be required by law.

11 AMENDMENT IN LAW

Any subsequent amendment/modification in the Applicable Law in this regard shall automatically apply to this Policy.

This Policy shall be subject to review and audit, if necessary. Any change/amendments in Applicable Laws with regard to maintenance and preservation of documents and records shall be deemed to be covered in this Policy without any review. Any change/amendments to this Policy shall be approved by the Managing Director and Chief Financial Officer or Board of Directors.