

**POLICY FOR
PRESERVATION OF DOCUMENTS
& ARCHIVAL OF DOCUMENTS**

PRESERVATION OF DOCUMENTS AND ARCHIVAL POLICY

I. PREAMBLE

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) require every Listed Company to formulate a policy on preservation of Documents which has to be approved by the Board of Directors.

In this context, the following policy has been framed by the Board of Directors (“Board”) of Advent Computer Services Limited at its meeting held on 13th November, 2018 with the objective of classifying various documents, records and registers for the purpose of maintenance and preservation.

II. OBJECTIVE

The objective of this Policy is to classify the documents, records and registers of the Company which are required:

- (i) to be preserved permanently and
- (ii) to be preserved for a period not less than 8 years.

III. DEFINITIONS

“**Document(s)**” refers to papers, notes, agreements, notices, advertisements, requisitions, order, declarations, forms, correspondence, minutes, indices, registers and or any other record, required under or in order to comply with the requirements of any applicable law, whether otherwise, maintained on paper or in Electronic form received or kept in pursuance of the Act or under any other law for and does not include multiple or identical copies.

“**Electronic Record(s)**” means the electronic record as defined under clause (t) of sub-section (1) of Section 2 of Information Technology Act, 2000.

“**Electronic Form**” means on any 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 or otherwise the Company has control over access to it.

“**Maintenance**” means keeping Documents either physically or in electronic form.

“**Preservation**” means to keep in good order and to prevent from being altered, damaged or destroyed.

IV. DISCLAIMER

The Company had lost its physical and electronic data, records & documents due to floods in Chennai in 2015. The Company had face huge damage at its registered office and all the records were washed away. The Board of Directors had taken on note of all the damages in the Board Meeting held on 12th February, 2016 and had authorised Mr. Michael Arul, Managing Director, to take necessary steps to retrieve all the possible data which can be recovered. Henceforth, the management shall take all the necessary steps to preserve all the files, data, records of the Company.

V. PRESERVATION OF DOCUMENTS

The company shall preserve all the documents and records available after the natural calamity and future data as per the requirements and provisions of the Companies Act, 2013 and the rules made there under, the Secretarial Standards, the Listing Regulations, standard operating procedure of the Company in this regard, if any and any other law, rules, regulations as may be applicable to the Company from time to time.

Documents which are to be maintained permanently:

The Company shall maintain the following documents on a permanent basis, if recovered:

- (i) The Original Signed and Stamped Memorandum of Association and the Articles of Association of the Company
- (ii) Common Seal
- (iii) Minutes of General Meetings, Board Meetings and various Committee Meetings
- (iv) Register of Members along with Index
- (v) Register of loans, guarantee, security and acquisition made by the company
- (vi) Register of investments not held in its own name by the company, if any
- (vii) Register of contracts with related party and contracts and Bodies etc. in which directors are Interested
- (viii) Register of Charges
- (ix) Registers of Renewed and duplicate share certificates
- (x) Register of directors and KMP
- (xi) Intellectual Property Documents shall include, but shall not be limited to Copyrights, Trademarks, Patents, and Industrial Designs. Intellectual Property Rights Documents that are owned by the Company shall be retained by the Company permanently

Documents which are to be maintained for at least eight financial years:

- (i) Books of account together with the vouchers relevant to any entry in such books of accounts
- (ii) All the filings/disclosures submitted to Stock Exchanges, Registrar of Companies including Annual Accounts, Directors Report, Directors Report and Annual Returns
- (iii) Register of Allotment (from the date of each allotment) as per Companies Act, 2013

- (iv) Registers of Debenture holders (including Foreign Registers of Debentures) or Register for any other Securities issued by the Company or Register of Convertible Warrants
- (v) Disclosure of Interest received from the Directors of the Company in the manner prescribed
- (vi) Attendance Registers, Notices, Agenda, Notes on Agenda and other related papers of General Meetings, Board Meetings and various Committee Meetings
- (vii) Instrument creating a Charge or modifying a Charge or satisfying a charge, if any
- (viii) Changes to the Memorandum of Association and the Articles of Association, if any
- (ix) Register of deposits accepted or renewed, if any
- (x) Compliance Reports received from any statutory authorities
- (xi) Copies of newspaper advertisement or publications or press releases.
- (xii) Tax Records - Tax records including, but not limited to documents concerning tax assessment, tax filings, proof of deductions, tax returns, appeal preferred against any claim made by the relevant tax Authorities, shall be maintained for a period of 8 years or for a period of 8 years after a final Order has been received with respect to any matter which was preferred for Appeal, as the case may be
- (xiii) Employment /Personnel Record in case of employees of the Company
- (xiv) Relevant marketing and sales documents
- (xv) Legal documents including but not limited to contracts, legal opinions, pleadings, Orders passed by any court or tribunal, Judgments, Interim Orders, Documents relating to cases pending in any Court or Tribunal or any other Authority empowered to give a decision on any matter, Awards, Documents relating to property matters

ARCHIVAL OF DOCUMENTS ON WEBSITES:

The Securities and Exchange Board of India ("SEBI") vide its Notification dated 2nd September, 2015, has issued the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("Regulations"). The Regulations come into force from 1st December, 2015. The Regulations mandate listed entities to formulate an archival policy as per Regulation 30(8) of the aforesaid Regulation. It is in this context that the Policy on Archival of Documents is being framed and implemented.

In accordance with the provisions of the aforesaid Regulation, the documents that are to be made available on the Company's website in compliance with the Listing Regulations will be made available on the website for 5 years and thereafter will be archived for a period of 3 years.

VI. MODE OF MAINTENANCE

The Company shall maintain these records either in physical or electronic mode. The applicable provisions of law, rules and regulations with regard to electronic maintenance of records shall be adhered to:

All the records shall be maintained as per the prescribed formats, if any, as amended from time to time under the various rules and regulations.

VII. DISPOSAL AND DESTRUCTION OF RECORDS

After the expiry of the statutory retention period, the preserved documents may be destroyed. Destruction of documents as a normal administrative practice shall be followed for the records which are duplicate/unimportant/irrelevant.

This applies to both Physical and Electronic Documents. The documents may be destroyed as follows:

- I. Recycle non-confidential paper records;
- II. Shred or otherwise render unreadable confidential paper records; or
- III. Delete or destroy electronically stored data.

VIII. EFFECTIVE DATE

The Policy is effective from the date of approval of same by the Board of Directors of the Company.

IX. ASSESSMENT AND AMENDMENT IN POLICY

The Board shall review this Policy periodically, in accordance with Applicable Laws, and may issue revised Policy in respect of the subject matter from time to time.
