

POLICY FOR PRESERVATION OF DOCUMENTS

Preamble

The Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 were notified on 2nd September, 2015 requiring the Board of Directors of the Company to frame a Policy For Preservation Of Documents.

Regulation 9 required the Board of Directors of the Company to have a policy for preservation of documents, approved by its board of directors, classifying them in at least two categories as follows:

- (a) documents whose preservation shall be permanent; and
- (b) documents with preservation period of not less than eight years

During the course of Business the Company generates enormous documents either in physical or electronic mode out of which some are of utmost importance and is to be referred at any time during the life of the Company; however there are other documents which are to be referred only for a specified period or till the completion of an assignment. In order to have a clear distinction between the documents to be preserved permanently and for a specific period there has to be a policy to preserve the documents. It is also necessary to have such a policy in place to access the records without putting timeless efforts to retrieve the required documents at ease.

Accordingly the Board of Directors of Naysaa Securities Limited (the "Company") has adopted this Policy for preservation of documents.

SCOPE AND APPLICABILITY

This Policy is applicable to all the Documents maintained in physical and electronic mode in the Company. The executives responsible to handle the respective work will be accountable to preserve the documents as are generated while performing the work.

The Documents not 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. ***The Policy shall be effective from 18.02.2016.***

CUSTODY OF THE DOCUMENT

Mr. Jayantilal Lodha – Chairman and Mr. Vikram Jayantilal Lodha - Whole Time Director shall be responsible for maintaining and preserving documents at the Head Office and at the Site Offices respectively. In case of resignation or transfer of the above mentioned persons, such person shall hand over all the relevant Documents, lock and key, access control or password, or other storage devices or such other Documents and devices in his possession to other persons as may be identified by the Board of Directors.

FORM OF MAINTAINING DOCUMENTS

Unless specifically provided in any law or regulation the Company shall at its discretion maintain the Documents in Physical or Electronic mode depending upon the significance of the Document. Further the Company may convert the physical documents in electronic mode to ensure ease in maintenance of records and efficient utilization of space.

DESTRUCTION OF DOCUMENTS

After the expiry of the statutory retention period the preserved documents may be destroyed in such mode as found to be appropriate by the authorized person. Destruction of documents as a normal administrative practice will also be followed for the records which are duplicate/ unimportant/ irrelevant. This will apply to both physical and electronic Documents.

DOCUMENTS

For the purpose of this policy the term “Documents” shall mean statutory record, registers, returns, forms etc. required to be maintained and preserved by the Company in physical or electronic form under the Companies Act, 1956 / Companies Act, 2013, Securities and Exchange Board of India Act, 1992, Securities Contracts (Regulation) Act, 1956 and the Depositories Act, 1956.

DOCUMENTS TO BE PRESERVED PERMANENTLY

1. Companies Act, 2013:

- Memorandum and Articles of Association as amended from time to time.
- Register of Contracts.
- Register of Directors and KMPs and the securities held by them.
- Register of Loans and Investments made by the Company.
- Register and Index of Members.
- Minutes of the Board, Committees of the Board and General Body Meetings including meeting conducted through Postal Ballots.
- Resolutions passed by Circulation.
- Various Forms and returns filed with the Authorities.
- Audited Financial Statements.

2. Sebi (Listing Obligations And Disclosure Requirements) Regulations, 2015 :

- Listing Agreement executed with the Exchanges.
- Approvals received from the Exchanges.
- Offer Documents for Public Issues and Private Placement of Securities filed with Securities and Exchange Board of India.

3. Depositories Act:

- Confirmation of all Corporate Actions in respect of allotment of securities.
- Intimation on allotment of International Securities Identification Numbers (ISIN) for securities issued.

4. **Others:**

- Registers of Records and Documents Destroyed.

DOCUMENTS TO BE PRESERVED AND MAINTAINED FOR A PERIOD OF 8 YEARS FROM THE DATE OF ITS EVENT, UNLESS SPECIFIED UNDER ANY ACT OR RULES, FOR A LONGER DURATION:

1. **Companies Act, 2013:**

- Register of Buy -Back of Securities from the date of completion of buy-back.
- Notices and Notes to Agenda of the Board, Committees of the Board, General Meetings and Postal Ballots.
- Register of Charges from the date of satisfaction of respective charge.
- Register of Debentures and Debenture Trust Deed from the date of its redemption.
- Books of Accounts including vouchers and bills.
- Annual Returns together with Annexures.
- Register of Transfer/ Transmission of Shares / Debentures and other securities.
- Scrutinizer's Report on Postal Ballot and AGM.
- Documents relating to appointment of Managerial Personnel.
- Dividend reconciliation statement till the time the dividend is transferred to IEPF.

2. **Sebi (Listing Obligations And Disclosure Requirements) Regulations, 2015 :**

- All reports filed with the stock exchanges from time to time.
- All disclosures of various events and Press Releases.
- Intimations and Outcomes of Board Meetings.

- Proceedings and Results of the General Meetings.
- 3. **Documents filed with Stock Exchanges under SEBI Regulations other than LODR Regulations 2015:**
 - All intimations and disclosures filed under :
 - SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.
 - SEBI (Prohibition of Insider Trading) Regulations, 2015
 - All disclosures and intimations filed under SEBI (Share Based Employee Benefit) Regulations, 2014 and SEBI (Employee Stock Option Scheme and Stock Purchase Scheme) Guidelines 1999.

REVIEW AND AMENDMENTS TO THE POLICY

The Policy is subject to review, if necessary by the Board and to make such amendments / alterations as applicable with regard to maintenance and preservation of documents in consonance with the applicable laws, and acts.