



**AFCONS INFRASTRUCTURE LIMITED**

**POLICY ON PRESERVATION OF DOCUMENTS & RECORDS**

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## VERSION CONTROL

Version	Description	Adoption Date	Approval by
1.0	Adoption of New Policy	12/09/2024	Board of Directors

## A. BACKGROUND

1. In terms of Regulation 9 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) mandate every Listed Company to formulate a Policy on Preservation of documents and records (“**Policy**”), which must be approved by the Board of Directors.
2. Also, various statutes including corporate laws, securities, Tax laws, labour law etc. mandates the Company to maintain specific documents and records either permanently or upto a prescribed time period.
3. To comply with the above applicable requirements and in order to ensure good system for preservation of documents & records, the Board of Directors (“**Board**”) of Afcons Infrastructure Limited (“**Afcons**” or “**the Company**”) adopts this Policy for preservation of documents & records (“**Policy**”).

## B. OBJECTIVE OF THE POLICY

1. The Policy is designed to ensure that all corporate information, documents, records and registers are preserved and retained considering their importance and usefulness and to support business continuity.
2. This Policy classifies various documents, records, and registers in the following two categories for the purpose of maintenance, preservation and to ensure immediate access to the records, its retrieval and authenticity.
  - a. Documents & records whose preservation shall be permanent in nature; and
  - b. Documents & records which need to be preserved for not less than eight years after completion of the relevant transaction(s)
3. This Policy ensures that necessary documents & records are preserved and properly maintained and the documents & records which are no longer required are disposed-off in an appropriate manner with due approvals.

## C. DEFINITIONS

1. “**Applicable Law**” means all applicable statutes, enactments, laws, ordinances, bye-laws, rules, regulations, guidelines, notifications and circulars having force of law, notices, and/or judgments, decrees, injunctions, writs or orders of any court, statutory or regulatory authority, tribunal, board or stock exchange in any jurisdiction as may be in force and effect during the subsistence of this Policy under which the preservation of Documents and Records has been prescribed.

2. **“Afcons” or “Company”** means Afcons Infrastructure Limited.
3. **“Board”** means the Board of the Directors of the Company.
4. **“Documents” or “Records”** refers to papers, notes, agreements, notices, agenda, circulars, advertisements, declarations, forms, minutes, registers, correspondences, challan 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 SEBI Listing Regulations or under any other Applicable Law for the time being in force or otherwise, maintained on paper or in Electronic Form.
5. **“Electronic Record(s)”** refers to electronic records as defined under clause (t) of sub-section (1) of section 2 of the Information Technology Act, 2000.
6. **“Electronic Form”** means information generated, received, sent or stored in any electronic device or storage medium such as computers, CDs, floppy disks, hard drives, cloud storage, or any other feasible form or similar device.
7. **“Maintenance”** refers to keeping Documents either physically or in Electronic Form.
8. **“Preservation”** means to keep documents in good order and prevent them from being altered, damaged, or destroyed.
9. **“Policy”** mean this Policy on Preservation of Documents & Records.
10. **“Website”** means website of the Company i.e <https://www.afcons.com>

Words and phrases used in this Policy and not defined herein shall derive their meaning from the Applicable Law.

#### **D. PRESERVATION OF DOCUMENTS & RECORDS**

1. Documents that need to be preserved/retained permanently:

*An indicative list of Documents that need to be preserved/retained permanently is set out at **Annexure 1** to this Policy.*

2. Documents that need to be Preserved/retained for not less than 8 years from the completion of the relevant transactions:

*An indicative list of Documents that need to be preserved/retained for a period of not less than 8 (eight) years after the end of the financial year in which the relevant transaction has been undertaken is set out at **Annexure 2** to this Policy.*

3. Subject to discretion of the Board of Directors, the Documents and Records shall remain in the custody and overall supervision of the respective department head.

4. In case of the Documents of the Company which are maintained by any external agency like the Registrar and Share Transfer agents, the respective department heads of the Company shall ensure that such agency preserves the Documents and Records of the Company for at least such time as is specified herein or as required under the Applicable Law.
5. The Documents and Records concerning other routine matters and having substantial long-lasting consequences shall be preserved by all the concerned persons /Regional Heads/ Finance Head/ CFO and/or the departmental heads of the Company, depending upon their usefulness and necessity.
6. The Documents & Records not specifically covered under this Policy shall be preserved and maintained for such period as may be prescribed from time to time by various statutory authorities in accordance with the provisions of the respective Applicable Law under which those Documents & Records are required to be maintained. In the absence of any prescribed period for retention of Documents and Records, the same shall be determined by the relevant Head of the Department by applying general guidelines and other important factors. In cases of any conflict between multiple retention requirements, the longer retention period will apply.

#### **E. MODE OF PRESERVATION AND MAINTENANCE**

1. This Policy is applicable to all Documents and Records preserved and maintained by the Company in physical form or electronic mode. The Records must adhere to prescribed formats as per the Applicable Law, rules and regulations.
2. The Preservation of Documents and Records 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.

#### **F. ROLES AND RESPONSIBILITIES**

1. The respective functional/ departmental heads of the Company shall be responsible for Maintenance and Preservation of Documents and Records in respect of the areas of operations falling under the charge of each of them, in terms of this Policy.

#### **G. AUTHENTICITY**

1. Where a Document is being maintained both in physical form and Electronic Form, the authenticity with reference to the physical form should be considered for every purpose.

## **H. DISPOSAL AND DESTRUCTION OF DOCUMENTS & RECORDS**

1. Documents and Records that are not required to be preserved for purposes of litigation or regulatory compliance / directive and which have been Preserved for a period beyond the requirements of this Policy, may be destroyed by the respective function / department of Company in an effective manner such that it leaves no possibility for reconstruction of the records and information contained therein.
2. Documents and Records may be destroyed / disposed off in any of the below ways:
  - a. For Documents and Records preserved in Physical form;
    - i. Recycling may be done for non-confidential paper records.
    - ii. Shredder may be used while destroying copies of any sensitive or confidential Documents and Records.
  - b. For Documents /Records in Electronic Form, appropriate techniques may be used for deleting or destroying electronically stored data so that the data cannot be reconstructed/ retrieved from the storage media on which it resided.
3. The Department Head shall maintain a register containing brief particulars of the Documents and Records being destroyed and all entries made therein shall be authenticated by the Department Head.

## **I. DISSEMINATION OF THE POLICY**

1. This Policy shall be uploaded on the Website of the Company.

## **J. REVIEW AND AMENDMENT**

1. Notwithstanding anything contained in this Policy, the Company shall ensure compliance with additional requirements as may be prescribed under Applicable Law, either existing or arising out of any amendment to such Applicable Law or otherwise and applicable to the Company from time to time.
2. The Policy would be reviewed from time to time. In case there are any regulatory changes requiring modifications to the Policy, the Policy shall be reviewed if deemed fit, and amended with due approval from the Board.
3. This Policy is intended to be in conformity with the Listing Regulations as on the date of its adoption. However, if due to subsequent modifications in the Listing Regulations or any other Applicable Law, a provision of this Policy or any part

thereof becomes inconsistent with the Lising Regulations, the Companies Act, 2013 or any other Applicable Law, then the provisions of such Applicable Law, as modified, shall prevail.

#### **K. EFFECTIVE DATE & QUERIES ON POLICY**

1. This Policy is approved by the Board on 12<sup>th</sup> September, 2024.
2. Any questions and clarifications relating to this Policy should be addressed to the Company Secretary.
3. The Policy shall be effective from the date of listing of the Equity Shares of the Company.

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## ANNEUXRE 1

### ILLUSTRATIVE LIST OF DOCUMENTS AND RECORDS TO BE PERMANENTLY PRESERVED

Sr. No.	Document
1.	Incorporation documents
2.	Memorandum and articles of association
3.	All Statutory Register(s) which are required to be preserved permanently in accordance with the provisions of the Companies Act 2013 and Rule made thereunder and other Applicable Law as may be applicable to the Company
4.	Minutes of proceedings of general meetings and resolutions passed by postal ballot, meeting of Board of Directors, creditors, committees of the Board of Directors and resolutions passed by circulation of the Company and of the Company(ies) merged/amalgamated with the Company
5.	Annual Returns and copies of all certificates and documents required to be annexed thereto [ to the extent required to be permanently preserved under the Applicable Law]
6.	Forms and returns filed with the Registrar of Companies, Ministry of Corporate Affairs, SEBI or any other regulatory authority.
7.	Orders passed by any Court or Tribunal or any Authority or Judgment which are final in nature and cannot be superseded
8.	Certificates issued by the Registrar of Companies.
9.	Assessment Orders, Loan Documents, Security Documents, Guarantee Documents, Investment Documents, Management Consultancy Agreements, Stock Exchange Listing Permissions etc. [ to the extent required to be permanently preserved under the Applicable Law]
10.	Property documents owned by Company;
11.	Copyrights, Trademarks, Industrial designs and Patents etc. owned by Company
12.	Licenses, Permits and approvals received from various Regulators/Statutory Authorities
13.	All other documents which are required to be preserved permanently in accordance with the provisions of applicable Act, rules, regulations, guidelines, circulars, and notifications etc. as may be applicable to the Company from time to time.

All modifications, amendments, additions, deletions to the above documents shall also be preserved permanently by the Company.



**ANNEXURE 2**  
**ILLUSTRATIVE LIST OF DOCUMENTS AND RECORDS**  
**TO BE PRESERVED FOR 8 (EIGHT) YEARS OR MORE**

Sr. No.	Document
1.	Books of account including relevant books and papers and financial statements
2.	Disclosures/ notices by a director of his interest
3.	All Statutory Register(s), Records, forms [to the extent applicable to the Company] which are required to be preserved only for period of 8 years in accordance with the provisions of the Companies Act 2013 and Rule made thereunder.
4.	Postal ballot forms
5.	Correspondence with shareholders
6.	Tax records
7.	Disclosures – SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
8.	Disclosures – SEBI (Prohibition of Insider Trading) Regulations, 2015
9.	Protected Disclosures in writing or documented along with the results of investigation relating thereto (including the Investigation Report) as reported under the whistle-blower policy
10.	All Other statutory Registers and documents maintained under Applicable Law by the Company or as prescribed by the Board of Directors from time to time [other than those statutory Registers and documents required to be permanently preserved by the Company]
11.	Details of the holding of the securities of beneficial owners as at the end of each day
12.	Records of instructions received from and sent to participants, issuers, issuers' agents and beneficial owners
13.	Records of approval, notice, entry and cancellation of pledge or hypothecation, (as the case may be)
14.	Employment / Personnel record in case of employees of the Company;
15.	All contracts shall be retained for a period of 8 (eight) Years after the expiry of the term of the contract unless such contract has been a subject matter of dispute in which case the contract and all other related communications / documents shall be preserved for a period of 8 (eight) years after such dispute has been finally adjudicated and the order / judgment cannot be superseded or has not been appealed against within the limitation period;
16.	In case any document is required for the purpose of any legal dispute, litigation, proceedings etc. such records shall not be disposed-off and shall be maintained for a minimum period of 8 years from the date of final conclusion of such legal dispute, litigation or proceedings etc;

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