

POLICY FOR PRESERVATION OF DOCUMENTS
§
ARCHIVAL OF DOCUMENTS [PERTAINING TO
EVENTS/INFORMATION DISCLOSED TO STOCK EXCHANGE]
IN
WEBSITE

[Framed under Regulation 9 § 30 (8) of SEBI (Listing Obligations
§ Disclosure Requirements)
Regulations, 2015]
(Effective from December 1, 2015)

AUCKLAND INTERNATIONAL LIMITED

PART I
POLICY FOR PRESERVATION OF DOCUMENTS

1. PREFACE:

- SEBI vide Notification dated September 2, 2015 has notified Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015. These regulations shall come into force on the 90th Day from the date of their publication in the Official Gazette, i.e. December 1, 2015.
- Regulation 9 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, provides that the listed entity shall 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 in nature;
 - (b) documents with preservation period of not less than eight years after completion of the relevant transactions: Provided that the listed entity may keep documents specified in clauses (a) and (b) in electronic mode.
- Accordingly, the Board of Directors of the Company has adopted this Policy at its meeting held on November 14, 2015 which shall come into effect from December 01, 2015.
- The Board may amend this Policy from time to time as they may deem fit and/or to incorporate any subsequent amendment(s)/modification(s) in the Listing Regulations with respect to matters covered under this Policy or otherwise.

2. CLASSIFICATION OF DOCUMENTS TO BE PRESERVED / RETAINED:

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

- 1) Documents whose preservation shall be permanent in nature-
 - as prescribed under Companies Act, 2013 & Rules made there under.
- 2) Documents with preservation period of not less than 8 years after completion of relevant transactions-
 - as prescribed under Companies Act, 2013 & Rules made there under.

An indicative list of the documents and the time-frame of their preservation is provided in **Annexure-A**.

3. MODES OF PRESERVATION:

- The Documents may be preserved in
 - physical form or
 - Electronic Form.
- The officer of the Company required to preserve the Document shall be either the Company secretary or an Authorised Person who is generally expected to observe the compliance of requirements of Applicable Law.
- Such officer shall keep in his/her custody the documents which are of important and/or confidential nature and list of the same shall be maintained in a Register to be kept in his/her custody and he/she shall be responsible for the preservation of the same. The said documents alongwith the Register shall be handed over by him/her to the successor in the event of such head of department leaving the Company/Department.

4. DESTRUCTION OF DOCUMENTS:

The documents of the Company which are no longer required as per the time schedule prescribed in Annexure A may be destroyed. The concerned officer may direct employees in charge from time to time to destroy the documents which are no longer required as per the documents preservation schedule given under the said Annexure. The details of the documents destroyed by the Company shall be recorded in the Register for disposal of records to be kept by employees who are disposing of the documents in the format prescribed under **Annexure B**. The entries in the Register shall be authenticated by the Company Secretary or an authorised person.

5. INTERPRETATION:

In any circumstance where the terms of this policy differ from any existing or newly enacted law, rule, Regulation or standard governing the Company, the law, rule, Regulation or standard will take precedence over these policies and procedures until such time as this policy is changed to conform to the law, rule, Regulation or standard.

6. POLICY REVIEW:

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 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.

7. DISCLOSURES:

The Company shall disclose this Policy on its website and a web link thereto shall be provided in the Annual Report.

PART II
ARCHIVAL POLICY

1. BACKGROUND:

Regulation 30 (8) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, provides that: The listed entity shall 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 listed entity for a minimum period of five years and thereafter as per the archival policy of the listed entity, as disclosed on its website. Accordingly, the Company requires to make available an Archival policy on its website.

In this context, the following policy has been framed by the Board of Directors (“Board”) of the Company at its meeting held on November 14, 2015.

2. ARCHIVAL OF DOCUMENTS:

In line with the Company’s Policy on Determination of Materiality of Events and as per the Regulations, the Company shall disclose all such events to the Stock Exchanges and such disclosures shall be hosted on the website of the Company for a period of 5 years and thereafter the same shall be archived so as to be available for retrieval for a further period of three years by storing the same on suitable media. Thereafter the said information, documents, records may be destroyed as per the policy on preservation of documents.

Place : KOLKATA

Date : 14th November, 2015

ANNEXURE A:
INDICATIVE LIST:

PERMANENT PRESERVATION	TEMPORARY PRESERVATION UPTO 8 YEARS
<ul style="list-style-type: none"> ❖ Common Seal ❖ The Memorandum and Articles of Association of the Company ❖ Affidavit from the subscribers to the memorandum and from persons named as the first directors ❖ Certificate of Incorporation, Certificate of Change of name etc ❖ Register and Index of Members ❖ Statutory Registers ❖ Books and Documents relating to the issue of share certificates, including the blank forms of share certificates ❖ Statutory Forms and disclosures except for routine compliances ❖ Minutes Book of Board, General and Committee Meetings ❖ Annual Audit Reports and Financial Statements 	<ul style="list-style-type: none"> ❖ Annual Returns (8 years) ❖ Office copies of Notice of Board Meetings/General Meetings/Committee Meetings, Agenda/ Scrutinizers Reports and other related papers (8 years) ❖ Attendance Register (8 years) ❖ Notices pertaining to interest of Directors (8 years) ❖ All certificates surrendered to a company (3 years from date of surrender) ❖ Instrument creating a charge or modification (8 years from date of satisfaction of charge)

ANNEXURE B:

SPECIMEN FORMAT OF THE REGISTER OF DOCUMENTS DISPOSED/DESTROYED:

S.No.	Section / Rules in applicable law	Description of document destroyed	Time upto which document was preserved	Date of Destruction	Mode of destruction	Initials of Company Secretary or other authorized person