



**TEXEL INDUSTRIES LIMITED
(L29100GJ1989PLC012576)**

POLICY ON PRESERVATION OF DOCUMENTS

REGISTERED OFFICE

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POLICY ON PRESERVATION OF DOCUMENTS

I. PREAMBLE:

Texel Industries Limited (hereafter referred to as "Texel" or "Company" in this document) believes in promoting a fair, transparent, ethical and professional work environment. This Policy aims to preserve Documents /Records maintained by the Company either in Physical Mode or Electronic Mode (hereinafter referred to as "the Documents").

This Policy has been formulated in accordance with the Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). The Policy shall come into effect from 1st December, 2015.

II. PURPOSE OF THE POLICY:

Regulation 9 of the aforesaid Regulations requires the Board of Directors of the Company to frame a Policy for Preservation of Documents ("Policy") classifying them into two categories:

- i. Documents whose preservation shall be permanent in nature; and
- ii. Documents to be preserved for not less than eight years after completion of the relevant transactions:

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

Further Regulation 30 (8) of the Listing Regulations also refers to an archival policy as per which all events or information which has been disclosed to stock exchange(s) under regulation 30 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.

Besides the above, as per applicable provisions of Companies Act, 2013 certain documents must be preserved permanently or up to a certain prescribed time.

Accordingly this policy has been framed keeping in view particularly the requirements of Listing Regulations and the provisions of Companies Act, 2013 and the Board of Directors of the Company has adopted the Policy for Preservation of Documents.

III. **APPLICABILITY AND MODES OF PRESERVATION:**

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.

IV. **DEFINITIONS:**

- **“Act”** means the Companies Act, 2013.

- **“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.

- **“Board”** means the Board of the Directors of the Company.

- **“Books of Accounts”** includes records maintained in respect of –
 - i. All sums of money received and expended by the 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 of the Act in case the Company belongs to any class of companies specified under that section.

- **“Company”** means Texel Industries Limited.

- **“Documents”** 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 Act or under any other law for the time being in force or otherwise, maintained on paper or in Electronic Form.

- **“Electronic Form”** means any electronic device such as servers, computer, laptop, compact disc, floppy disc, pen drive, 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.

V. ROLES & RESPONSIBILITIES:

The respective Functional/ 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.

VI. AUTHENTICITY:

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.

VII. PRESERVATION OF DOCUMENTS:

The Company shall preserve all its documents as per the requirements and provisions of the Companies Act, 2013 and the rules made thereunder, the Secretarial Standards, the Listing Regulations 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:

- a. The Original signed and stamped Memorandum of Association and Articles of Association of the Company.
- b. Minutes of General Meetings, Board Meetings and various Committee Meetings.

- c. Register of Members along with Index.
- d. Foreign Register of Members, if any.
- e. Register of loans, guarantee, Security and acquisition made by the Company.
- f. Register of Investments not held in its own name by the Company, if any.
- g. Register of contracts with related party and contracts and Bodies etc. in which directors are interested.
- h. Register of Charges.
- i. Registers of Renewed and duplicate share certificates.
- j. Register of Directors and KMPs.
- k. 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 eight years after completion of the relevant transactions;

- a. Books of account together with the vouchers relevant to any entry in such books of account.
- b. Copies of all Annual Returns.
- c. Disclosure of Interest received from the Directors of the Company in the manner prescribed.
- d. Attendance Registers, Notices, Agenda, notes on agenda and other related papers of General Meetings, Board Meetings and various committee Meetings.
- e. Instrument creating a Charge or modifying a Charge, if any.
- f. Changes to the Memorandum of Association and the Articles of Associations, if any.
- g. Register of deposits accepted or renewed, if any.
- h. Register of Debenture holders (including Foreign Register of Debenture) or register for any other Securities issued by the Company along with Index.
- i. 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.
- j. Employment/Personnel record in case of employees of the Company.
- k. Relevant marketing and sales documents.
- l. Press Releases.

m. Legal documents including but not limited to contracts, legal opinions, pleadings, orders passed by court or tribunals, Judgments, interim Order, Documents relating to cases pending any court or tribunal or any other Authority empowered give a decision on any matter, Awards, Documents relating to property matters.

VIII. DISSEMINATION OF THE POLICY:

The approved Policy shall be uploaded on the Company's website, www.geotexelin.com

IX. 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 applied to both physical and electronic Documents. The documents may be destroyed as follows:

- a. Recycle non-confidential paper records;
- b. Shred or otherwise render unreadable confidential paper records; or
- c. Delete or destroy electronically stored data.

X. AMENDMENTS:

The Board shall have the power to amend any of the provisions of this Policy, substitute any of the provisions with a new provision or replace this Policy entirely with a new Policy.
