Indo Thai Securities Limited

Regd. Off. : Capital Tower, 2nd Floor, Plot Nos. 169A-171
PU-4, Scheme No.-54, Indore (M.P.) – 452010
CIN: L67120MP1995PLC008959
Tel. : 0731-4255800; E-mail: indothaigroup@indothai.co.in

POLICY FOR PRESERVATION OF DOCUMENTS

[Under Regulation 9 of the SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015]

1. LEGAL FRAMEWORK:

Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") imposed certain obligations and disclosure requirements on all listed entities, one of the common obligations for all listed entities pursuant to Regulation 9 being to formulate and put in place a policy for preservation of documents. The Board of Directors of Indo Thai Securities Limited ("the Company") is required to formulate a policy for "Preservation of Documents" to comply with the requirements of Regulation 9 of the Listing Regulations.

The Board of Directors (Board) of Indo Thai Securities Limited ("the Company") has adopted the following policy and procedure with regard to preservation of documents as defined below. The Board will review and may amend this policy from time to time.

2. PURPOSE:

This policy sets the standards for managing, storing and preservation of documents of the

Company broadly classified in the following two categories:

(a). Permanently; or

(b). For the period statutorily required or for eight years, whichever is higher.

Provided that “the Company’’ may keep documents specified in clauses (a) and (b) in electronic mode.

3. INTRODUCTION:

A document preservation policy involves the systematic identification, categorization, maintenance, review, retention, and destruction of documents received or created in the course of business. The policy contains the guidelines how to identify documents that need to be maintained, how long certain documents should be retained, how and when those documents should be disposed of if no longer needed, and how should be accessed or retrieved when they are needed as per the rules made under the law.

4. DEFINITIONS:

I. Board of Directors: Board of Directors of Indo Thai Securities Limited

II. The Company: Means “Indo Thai Securities Limited” or “the Company”

III. Compliance Officer: The Company Secretary and/or a Key Managerial Person appointed by the Board of Directors of the Company as the Compliance Officer for the purpose of these regulations from time to time.

IV. Documents: Documents means all papers, records, files, books etc., and the like as required to be maintained in soft or in physical under any law or regulation for the time being in force.

V. Electronic Form: any contemporaneous 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.

VI. Preservation: means to keep in good order and to prevent from being altered, damaged or destroyed.

VII. Regulations: Regulations made under SEBI Act.

VIII. SS-1: Means Secretarial Standard-1 for the Board Meetings as notified by the ICSI

IX. SS-2: Means Secretarial Standard-2 for the General Meeting as notified by the ICSI

X.SEBI (LODR) Regulation, 2015: Means SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

XI. SEBI: The Securities and Exchange Board of India

5. INTERPRETATION:

Terms that have not been defined in this policy shall have the same meaning assigned to them in the Companies Act, 2013, Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

6. DOCUMENTS WHOSE PRESERVATION SHALL BE PERMANENT IN NATURE:

The Board of Directors shall decide necessity of preservation of documents permanently, from time to time as required under the Act and Regulation.

Documents/records related to secretarial department:

Notwithstanding anything contained herein the Companies Act 2013, SS-1 and SS-2 the following documents/ records maintained under the Act, Rules and Regulation shall be preserved permanently:-

a. The Register of Members along with the index.

b. Minutes of all the General Meetings, Board Meetings and Committee Meetings.

c. Memorandum and Articles of Association of the Company as may be amended from time to time.

d. Letter of Offer related to public issue, right issue, further issue, buyback offer, etc.

e. Statutory Registers under Companies Act, 1956/ 2013.

f. Licenses and permissions.

g. Any others, if Board of Directors may deem think fit.

7. DOCUMENTS WITH PRESERVATION PERIOD OF NOT LESS THAN EIGHT YEARS FROM COMPLETION OF THE RELEVANT TRANSACTION/ FINANCIAL YEAR:

1. Office copies of Notice of the Board Meetings, General Meetings and Committee meetings given to the Stock Exchange/s for considering matters relating to pre-intimations required to be submitted to the Stock Exchange.
2. Books of Accounts and Records.
3. Quarterly and half yearly and annual financial results of the Company;
4. Quarterly Shareholding Pattern including details for pledge of shares and any changes therein.
5. Results of the E-Voting, General Meetings, Postal Ballot etc.
6. List of Unpaid Dividend to the Shareholders.
7. Change in the constitution of the Board of Directors, KMP, Compliance Officer, Auditors, Secretarial Auditors, Registrar and Share Transfer Agent.

8. Agreement with the Registrar and Share Transfer Agent, Depositories
9. Any price Sensitive Information given or provided to the Stock Exchange/s under Regulation 30 of the SEBI (LODR) Regulations, 2015.
10. Recommendation and payment of dividend to the shareholders
11. Details of the Complaints received and resolved by the Company
12. Corporate Governance Report submitted to the Stock Exchange on quarterly and annual basis.
13. Copy of the orders issued by the SEBI or Stock Exchanges relating to securities listed with the Stock Exchanges.
14. Disclosures made under Companies Act 2013, in form MBP-1.
15. Non Statutory Registers/ Documents maintained under the Companies Act, 2013.
16. Show Cause Notices issued by various Regulatory Bodies and their replies.
17. Any relevant document related to Legal Proceedings against the Company which may or may not be used as evidence.
18. PMLA Register and documents.
19. Document related to Immovable Property.

The above said documents shall be preserved by the Company for a period of atleast 8 years or the period fixed under the relevant statue, whichever is higher. The Board of Directors may decide the preservation period for any particular documents.

8. <u>OTHER DOCUMENTS:</u>

i. Contract Notes (Two Years)
ii. Know Your Customer/Client (Five Years)

for all other Documents the preservation period needs to be as per applicable law.

9. MODE OF PRESERVATION:

The Documents may be preserved in

a) Physical form; or/and

b) Electronic form.

The official of the Company required to preserve the document shall be Authorised Person who is generally expected to observe the Compliance of statutory requirements as per applicable law.

The preservation of documents should be such as to ensure that there is no tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of the documents.

The preserved documents must be accessible at all reasonable times. Access may be controlled by the concerned Authorised Person with preservation, so as to ensure integrity of the documents and prohibit unauthorized access.

10. RESPONSIBILITY OF EMPLOYEES FOR PRESERVATION OF DOCUMENTS:

All the Employees in the permanent roll of the Company are responsible for preservation of documents and have to taken to account the potential impacts on preservation of the documents in their work area and their decision to retain/preserve or destroy documents pertaining to their area. Such policy bestowing responsibility on the Company's employees would immensely help

company's litigation preparedness and will be a tool helping the Company's and Outside legal counsel to track down documents to handle the legal cases.

11. PERIODICAL REVIEW OF THE POLICY BY TOP MANAGEMENT:

The Policy is flexible and is easy to understand and has to be complied by all levels of employees. The policy will be reviewed periodically by the Top Management of the company and amendments will be effected to subject to approval of the Board, if and when practical difficulties are encountered. The Top management may also review this policy on document retention considering compliance requirements under any local, state, central legislation that may be promulgated from time to time.

12. AUTHORIZED FOR MONITORING THE POLICY:

The Company Secretary or any one Key Managerial Personnel of the Company authorized by Board of Directors shall be responsible for monitoring the Policy. The authorized person shall inform the Board of Directors about the monitoring of the Policy. The authorized person shall take necessary step to discharge his duty.

13. PRESERVATION PRINCIPLES:

It is only through preservation that continued availability and access to items in the collections can be maintained. The following principles shall be kept in mind:-

- Where possible, documents are preserved in their original format, respecting the physical integrity and authenticity of the original documents.
- Active conservation is employed when appropriate to prevent further deterioration or damage to an item, or to enable access to be given.

- Appropriate conservation measures will take into account the needs, value, significance, and usage of the item in question.
- Surrogates shall be created where appropriate to protect the original, and to allow wider access to the content. Surrogates shall not replace the original, which will still need preservation.
- All staff are made aware of the paramount importance of preservation, and are trained on safe handling of documents.

14. SECURITY OF DOCUMENTS:

The Board shall ensure that all the documents shall keep in safe place in the Company premises. The Board may authorize person for the security of documents, who shall be responsible for safe custody of documents.

15. SUSPENSION OF RECORD DISPOSAL IN THE EVENT OF LITIGATION OR CLAIMS:

In case the Company is served with any notice for request of documents or any employee becomes aware of a governmental investigation or audit concerning of the Company or commencement of any litigation against the Company, such employee shall inform the Top Management and any further disposal of documents shall be suspended until such time as the Top Management with the due advice from the legal counsel determine otherwise.

16. DISPOSAL OF DOCUMENTS:

Disposal of documents after said period of 8 years (whose preservation shall not be permanent in nature) shall be done in the presence of Authorized Person in method prescribed by Board of

Directors. The details of the documents disposed by the Company shall be recorded in the Register for Disposal of Records to be kept by the Authorised Person in the format prescribed as **Annexure A**. The entries in the register shall be authenticated by the Authorised Person.

17. REVIEW OF THE POLICY:

The board of directors of the company shall review the policy on annual basis. The authorized person shall provide regular assurance to board of directors on the effectiveness of the Policy.

18. AUTHORITY TO MAKE ALTERATIONS TO THE POLICY:

The Board is authorized to make such alterations to this Policy as considered appropriate, subject, however, to the condition that such alterations shall be in consonance with the provisions of the Acts and Regulations.

19. AUTHENTICITY:

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

Note: *The above Policy was approved and adopted in the meeting of the Board of Directors held on 7th November, 2015.*