

POLICY ON PRESERVATION OF DOCUMENTS

1. PREAMBLE

This policy attempts to preserve and maintain documents of the Company. During the course of business, the Company generates several documents either in physical or in electronic mode. Most of the documents are useful for a short span of time and are kept for a definite period, but some documents may be required to be maintained permanently during the lifetime of the organization. In order to preserve such documents, the Company needs to implement a well-considered, well-documented plan to ensure that they remain in good condition over a period of time.

2. 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, of which one of the common obligations for all listed entities is to formulate and put in place a **policy for preservation of documents**.

Therefore the Board of Brand Concepts 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.

3. EFFECTIVE DATE

This policy is will be effective from 1st April, 2018.

4. SCOPE

This policy is applicable to all departments of the Company.

5. DEFINITIONS

“Company” shall mean “**Brand Concepts Limited**”.

“**Board of Directors**” or “**Board**” shall mean the Board of Directors of Brand Concepts Limited, as constituted from time to time.

“**Documents**” shall mean all papers, records, files, books, tapes, electronic storage devices including data in computer systems, created or retrieved and maintained by the Company or person pursuant to the transactions of the business or the conduct of affairs and kept as evidence of such activity and the like, as required to be maintained under any law or regulation for the time being in force.

“**Preservation**” is maintenance of documents, files and record in usable form.

“**Document keeping**” means making and maintaining complete, accurate and reliable evidence of business transactions in the form of recorded information.

“**Policy**” means policy on Preservation of documents.

“**Listing Regulations**” or “**SEBI (LODR) Regulations, 2015**” shall mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

6. OBJECTIVE

The purpose of this policy is to establish the framework needed for effective management of the documents. This policy sets the standards for managing, storing and preservation of documents of the Company broadly classified in the following two categories:

A. DOCUMENTS WHICH SHALL BE PRESERVED PERMANENTLY:

The documents of a permanent nature (listed in **Annexure 1**) shall be maintained and preserved permanently by the Company subject to the modifications, amendments, additions, deletions or any changes made therein from time to time.

Provided that all such modifications, amendments, additions, deletions in the documents shall also be preserved permanently by the Company

B. DOCUMENTS WITH PRESERVATION PERIOD OF NOT LESS THAN EIGHT YEARS AFTER COMPLETION OF THE RELEVANT TRANSACTION:

The documents to be maintained and preserved for a specified time period after completion of the relevant transactions (listed in **Annexure-2**) shall be preserved by the Company for the term not less than eight years after completion of the relevant transactions subject to the modifications, amendments, additions, deletions or any changes made therein from time to time.

Provided that all such modifications, amendments, additions or deletions in the documents shall also be preserved for a term not less than eight years

Provided further that the Company may keep the documents as specified above in an electronic mode also subject to the provisions of the relevant statute.

7. MAINTAINENCE OF DOCUMENTS

Every employee of the Company is responsible for keeping the documents. They must handle the documents sensibly and with due care and preserve the documents in such a manner that they do not get damaged before the limits prescribed in this policy.

8. ROLES & RESPONSIBILITIES

The respective Departmental Heads of the Company shall be responsible for maintenance, preservation and destroying of documents in respect of the areas falling under the charge of each of them.

9. DESTRUCTION OF DOCUMENTS

After the expiry of the statutory retention period, the preserved documents may be destroyed under the instructions of the respective Department Head.

The Company shall maintain a register wherein it shall enter brief particulars of the documents destroyed and all entries made therein shall be authenticated by the respective department head. Inspection of this register shall be restricted, however the board may authorise any person in whose custody this register shall be kept, other than the respective departmental head. Destruction of documents shall apply to both physical and electronic documents.

10. AMENDMENTS

The Board may subject to the applicable laws amend any clause(s) or substitute any of the clause(s) with the new clause(s) or replace this policy entirely with a new policy. However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force.

ANNEXURE I

Documents whose preservation shall be permanent in nature	
S. No.	Nature of Documents
1	Certificate of incorporation
2	Certificate of change of name (if any)
3	Audited financial statements/ duly signed Annual Report
4	Minutes of General Meeting, Board and Committee Meetings
5	Statutory Registers required under applicable laws
6	Memorandum and Articles of Association of the Company as amended from time to time
7	Consent and Resignation Letters received from the Directors and KMPs
8	Disclosure made under SEBI Insider and Takeover Regulations and the SEBI (LODR) Regulations, 2015 to the Stock Exchange from time to time
9	Agreement with the Share Transfer Agent, Depository etc.
10	Letter of offer related to public issue, right issue, further issue, buyback etc
11	Central Government approvals received, if any
12	Material agreements & contracts, if any
13	Orders issued by Courts/Statutory bodies
14	Investment Documents/proofs including certificates etc.
15	Any other document as may be required to maintain permanently in terms of applicable law(s), maintained and preserved or as may be decided by the Board from time to time

ANNEXURE II

Documents with preservation period of not less than eight years after completion of the relevant transactions	
S. No.	Nature of Document
1.	Notice of the Board Meeting given to the Stock Exchange for considering those matters for which pre-intimations are required to be submitted to the Stock Exchange.
2.	Intimation of date of Book Closure or record dates for various purposes as may be decided by the Company from time to time.
3.	Quarterly, 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 e-voting, General Meeting, Postal ballot etc.
6.	List of unpaid dividend to the shareholders
7.	Changes in the constitution of the Board of Directors, KMP, Compliance Officer, Auditors, Secretarial Auditors and Share Transfer Agent.
8.	Any price sensitive information given or provided to the stock exchange under Regulation 30 of SEBI (LODR) Regulations, 2015
9.	Corporate Governance Report submitted to the Stock Exchange on quarterly, half-yearly and annual basis.
10.	Details of company received and resolved by the Company
11.	Recommendation and payment of dividend to the shareholders
12.	Books of Accounts
13.	Annual Return(s)
14.	Non-Statutory Registers/Documents
15.	Any other document as may be required to maintain in terms of applicable law(s), maintained and preserved from time to time.