KAMARAJAR PORT LIMITED

PRESERVATION OF DOCUMENTS AND ARCHIVAL POLICY

EFFECTIVE FROM 20th January, 2017

1. INTRODUCTION

1.1 The Board of Directors of Kamarajar Port limited has approved and adopted this policy for the preservation of Documents and archives ("**Policy**") prepared in accordance with Regulation 9 and Regulation 30(8) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("**Regulations**") and the Companies Act, 2013 ("**Companies Act**").

2. OBJECTIVE

2.1 The objective of this Policy is to ensure that:

2.1.1 Documents are maintained, archived and preserved for present and future use in accordance with law;

2.1.2 Loss of Documents is minimized as physical deterioration affects most archival material;

2.1.3 Documents that do not serve any useful purpose are not unnecessarily maintained;

2.1.4 Destruction of any Document is effected after due consideration by relevant personnel.

3. DEFINITIONS

3.1 **"Board"** means the Board of Directors of the Company.

3.2 **"Company"** means Kamarajar Port Limited.

3.3 "**Companies Act**" means the Companies Act, 2013;

3.4 **Compliance Officer**" means the Company Secretary of the Company or such other person who is appointed as a Compliance Officer by the Board who shall be responsible for ensuring compliance of the Policy under the overall supervision of the Board. The Board shall determine the personnel of the Company who shall act as the Compliance Officer in the event of leave or absence of the Compliance Officer.

3.5 **"Document(s)"** mean papers, notes, contracts, agreements, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, indices, registers and or any other record, maintained in Physical Form or in Electronic Form and does not include multiple or identical copies.

3.6 **"Electronic Form"** means maintaining the Documents in 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.

3.7 "**Physical Form**" means maintaining the original version of the Documents or, as the case may be, maintaining the photocopy of such Documents.

3.8 "**Policy**" means this policy for the preservation of documents and archives of the Company.

3.9 **"Preservation"** means to keep in good order and to prevent from being altered, damaged or destroyed. **"Preserve"** shall be construed accordingly.

4. PRESERVATION OF DOCUMENTS

4.1 The Documents may be Preserved, as appropriate in:

4.1.1 Physical Form; or
4.1.2 Electronic Form.

4.2 The Documents in **Annexure 1** hereto shall be preserved permanently:
4.3 The Documents in **Annexure 2** hereto shall be preserved for at least 8 years:

4.4 Preservation of Documents will be carried out under the overall responsibility and oversight of the Compliance Officer in consultation with the head of each department. The Compliance Officer may make different heads of departments and other suitable senior employees responsible for assisting and discharging the operational roles and functions necessary for this purpose.

4.5 The Compliance Officer will be entitled to control, restrict and regulate access to the Documents in accordance with applicable law bearing in mind the objective of prohibiting unauthorised access and preserving integrity of the Documents.

4.6 Public disclosures made by the Company under various applicable regulations will be kept on the website of the Company, ordinarily for a period of five years from the date of publication. The extant policy relating to the archiving of such information, as amended from time to time will be disclosed on the Company's official website.

5. DESTRUCTION OF DOCUMENTS

5.1 There may be periodical destruction of Documents effected except in case of Documents mentioned in **Annexure 1**.

5.2 In case of other Documents, they may be destroyed subject to the following:

5.2.1 In case of Documents mentioned in **Annexure 2**, the same may be destroyed upon conclusion of the term of their maintenance. Provided however that such Documents may continue to be maintained in Electronic Form;

5.2.2 In case of other Documents, the same may be disposed of at the discretion of the respective head of the department of the Company in due course (after at least five years from the date of such Document). An indicative list of such Documents is set out in **Annexure 3** hereto.

5.3 Notwithstanding the above, head(s) of any department(s) of the Company shall in consultation with the Compliance Officer have the discretion to determine whether the destruction of any or any class of Document(s) need to be effected or whether any Documents or class of Documents need to be maintained for a period beyond their term of Preservation. Notwithstanding anything in this Policy, in the event that there are documents sought under the Right to Information Act, the head of the relevant department shall in consultation with the Compliance Officer, require such Documents to be retained for such period as may be necessary in the facts of any case.

5.4 In any case of destruction of Documents, register of the Documents destroyed (in the format provided in **Annexure 4**) shall also be maintained by the Compliance Officer. It shall state the brief description of the Documents destroyed and date of destruction.

5.5 Documents maintained in Physical Form (apart from the Documents mentioned in **Annexures 1 and 2**) may at any time be converted, whenever required or felt necessary, into Electronic Form to ensure ease in maintenance of records and efficient utilization of space.

5.6 Documents archived in Electronic Form shall be maintained in a manner that such Documents are available at the registered office of the Company at any time. Further, there shall be appropriate systems in place to ensure that there is back-up of all Documents maintained in Electronic Form.

6. POWER TO REMOVE DIFFICULTIES

In order to remove any difficulties in the application or interpretation of this Policy, the Compliance Officer shall have the power to issue clarifications which shall be binding. The Board of the Company shall in consultation with the Compliance Officer make such amendments as may be necessary to this Policy.

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ANNEXURE 1

DOCUMENTS TO BE PRESERVED PERMANENTLY

Sr. No.	Document
1.	All documents and information as originally filed with the Registrar of Companies and other statutory authorized for purposes of, and at the time of, incorporation of the Company.
2.	The original memorandum and articles of the Company
3.	Licenses and approvals necessary for the continuing business of the Company.
4.	Books and papers of companies amalgamated with the Company.
5.	Register of renewed and duplicate share certificates
6.	Share certificate forms and related books and documents.
7.	Copies of awards and orders passed in arbitration, or proceedings before Courts or authorities.
8.	Register of Charges and instruments creating charges.
9.	Register of Members along with the index
10.	Foreign Register of Members
11.	Agenda items put up before meetings of the Board of Directors of the Company or any committee of Directors.
12.	Minutes of proceedings of general meeting and resolutions passed by postal ballot, meeting of Board of Directors, creditors, committees of the Board and resolutions passed by circulation
13.	Register of loan/guarantee/security or making an acquisition of securities- in form MBP-2
14.	Register of Directors and Key Managerial Personnel and their shareholding.
15.	Register of investment held in the name of any other person – in form MBP-3
16.	Register of contracts or arrangements in which directors are interested – in form MBP-4
17.	Annual reports of the Company.
18.	All files of the past and present director containing their appointment letters and other material and important correspondences.
19.	Minutes of all the general, Board and Committee Meetings of the transferor Company as handed over to the transferee company
20.	Government of India policy guidelines applicable to the Company
21.	Project Reports including feasibility reports and detailed project reports
22.	Concessionaire agreements / agreements relating to Build-operate-transfer
23.	Project contracts / agreements.
24.	Study Reports
25.	Correspondence between the Company and third parties.
26.	All other agreements, memorandums of understanding, contracts, guarantees, share/security certificates, documents given for custody to the company secretary
27.	Corporate policies general, manpower maintenance, benefits including matters relating to provided fund, medical, performance linked benefits, relating to employee retention including promotion policies, plans and approvals, security-related schemes, statutory matters and approvals
28.	Records of employee welfare schemes, leave, claims made under various schemes, probation clearance files.
29.	Records relating to industrial relations including but not limited to grievance policies, standing orders, records of negotiations, correspondences with unions, records of accident compensation or financial assistance provided
30.	Cash/Bank vouchers, invoices, receipts, reports and other back-up material for financial statement
31.	Documents relating to payments made through Letters of Credit, LSC and GRV, bank guarantees, challans etc.

Sr. No.	Document
32.	Books of accounts of the Company.
33.	Copies of all annual returns and copies of all certificates and documents required to be annexed thereto
34.	Fixed Asset Register.
35.	Filings made, intimations given or correspondence with the SEBI, stock exchanges, depositories, registrar and transfer agents and any other intermediary registered with SEBI.
36.	Dividend Payment Records.
37.	Records relating to direct and indirect taxation including challans of tax payment
38.	HR Manual/Policies
39.	Probation files
40.	Personnel files of all serving employees
41.	Performance assessment
42.	Promotion files
43.	Job rotation
44.	Forwarding of application
45.	Annual property return / Lokpal
46.	Union/Industrial Relations/ Communications with Labour Commission

ANNEXURE 2

DOCUMENTS TO BE PRESERVED FOR at least 8 YEARS

Sr. No.	Document
1.	Register of deposits accepted or renewed
2.	Instrument creating charge or modification thereon
3.	Instructions, circulars and decisions from the management
4.	Instructions, circulars, decisions and assessment orders from statutory authorities and ministry
5.	Records where legal disputes are on-going.
6.	Register of debenture holders or any other security holders along with the index
7.	Notices received under Section 80 of the Civil Procedure Code, 1908.
8.	Foreign register of debenture holders or any other security holders
9.	All notices for disclosure of concern/ interest.
10.	The attendance register of Board, General and Committee Meetings including office copies of notices, scrutiniser's report, and related papers
11.	Postal Ballot and all other papers or registers relating to postal ballot including voting by electronic means
12.	Disclosures received by the Company and made by the Company under various regulations under the SEBI Act and under the listing agreement.
13.	Contracts having an initial term of more than [4 years] and for a value of more than [Rs. 1 crore].
14.	Attendance slips for annual/extraordinary general meeting
15.	Records relating to travel bookings including rail or air tickets
16.	Legal documents including but not limited to contracts, legal opinions, pleadings, orders passed by any court or tribunal, judgements, interim orders, documents relating to cases

Sr. No.	Document
	pending in any court, or tribunal or any authority empowered to give a decision on any matter, awards, documents relating to property matters
17.	Records relating to ongoing vigilance cases
18.	Financial system logs such as SAP procurement case documents, payment details, etc., financial, legal and OEC proceedings, ISO standard certification documents, projects and tenders, tender processing files and contract documents
19.	IT systems (logs, emails, servers, network, network, security, applications, etc.), correspondence, fax messages, audit observation, management information reports, work planning, technical administrative approval case files, and other miscellaneous documents
20.	Offshore developmental plans including its approval
21.	Recruitment files
22.	HBA
23.	Vehicle advance
24.	HR related Board agendas
25.	Vigilances cases records with HR department
26.	Vigilance clearances records with HR department
27.	Contract/payroll
28.	Revert to ministry /IPA records maintained by HR department
29.	Overtime data

ANNEXURE 3

INDICATIVE LIST OF DOCUMENTS THAT MAY BE DESTROYED IN DUE COURSE

Sr. No.	Document
1.	Copies of press cuttings, press statements or publicity material including catalogues etc.
2.	Letters of appreciation or sympathy, or anonymous letters.
3.	Requests for copies of maps, plans, charts, advertising material
4.	Documents not mentioned in Annexures 1 and 2, where a photocopy has been made or where such Documents are available in Electronic Form.
5.	Drafts of reports, correspondence, speeches, notes, spread sheets, etc.
6.	Routine statistical and progress reports compiled and duplicated in other reports.
7.	Contracts and invoices dated more than [five years] and having a value of less than [Rs. One lakh].
8.	Documents pertaining to training of personnel. (Certificate will be put in the personnel file)
9.	Leave particulars (application may be destroyed as same is available in the system)
10.	Passport records/NOC
11.	Files of resigned/ superannuation employees (post 2 years)
12.	Files of HBA/Vehicle Advance that has been closed (Post 2 years)
13.	Attendance validation (can be destroyed post a year)

ANNEXURE 4

FORMAT OF REGISTER OF DESTRUCTION OF DOCUMENTS

PARTICULARS OF DOCUMENT	DATE OF DESTRUCTION	INITIALS OF THE COMPLIANCE OFFICER