



GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED

Fertilizernagar – 391 750, Vadodara, Gujarat, India, CIN – L99999GJ1962PLC001121

GSFC PRESERVATION OF DOCUMENTS POLICY

1. INTRODUCTION

The Companies Act, 2013 (“Act”) or the Companies Act, 1956 (“previous Company law”) read with the applicable Rules (“Rules”) framed there under deals with the provisions for maintenance of various documents including registers and records by the Companies and also provides for the place for keeping and period for preserving such documents.

Further, the Securities and Exchange Board of India (“SEBI”) has issued new Regulations, viz., SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Regulations”) which shall be applicable to all listed entity effective from 1st December, 2015. The Regulations shall replace the existing Listing Agreements entered into by the Company with the Stock Exchange(s), where the securities of the Company are listed, i.e., Bombay Stock Exchange Limited (BSE) and National Stock Exchange of India Limited (NSE).

“**Regulation 9 : Preservation of Documents**” of the Regulations states that every listed entity is required to formulate a policy for preservation of documents, which shall be approved by the Board of Directors of the Company. Such Policy should classify the documents to be preserved into at least two categories as follows:

- (a) documents whose preservation shall be permanent in nature;
- (b) documents whose preservation period shall be not less than eight years after completion of relevant transactions.

2. OBJECTIVE

In view of the above background, the Company is required to formulate a Policy on Preservation of Documents. Therefore, this Policy in the name of “GSFC” Preservation of Documents Policy” is framed and thereby to ensure compliances of the provisions of the Act or previous Company law, the Rules framed there under and the Regulations.

3. APPLICABILITY AND EFFECTIVE DATE

This Policy shall be applicable to the Company with effect from 1st December, 2015.

4. DEFINITIONS

“**Act**” means the Companies Act, 2013 or any previous company law (to the extent the provisions there under are in force) and Rules framed there under, including any amendments, modifications, clarifications or re-enactment thereof, for the time being in force.

“**Articles**” means the articles of association of a company as originally framed or as altered from time to time or applied in pursuance of the Act.



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“**Book and Paper**” and “book or paper” includes books of account, deeds, vouchers, writings, documents, minutes and registers maintained on paper or in electronic form.

“**Books of Account**” includes records maintained in respect of—

- (i) all sums of money received and expended by a 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 in the case of a company which belongs to any class of companies specified under that section.

“**Board of Director or Board**” means Board of Directors of the Company.

“**Company**” means Gujarat State Fertilizers and Chemicals Limited (GSFC).

“**Document**” includes summons, notice, requisition, order, declaration, form and register, records, whether issued, sent or kept in pursuance of this Act or previous company law or under any other law for the time being in force or otherwise, maintained on paper or in electronic form.

“**Memorandum**” means the memorandum of association of a company as originally framed or as altered from time to time in pursuance of any previous company law or of this Act.

“**Policy**” means GSFC Preservation of Documents Policy and schedules appended thereto.

“**Prospectus**” means any document described or issued as a prospectus and includes a red herring prospectus referred to in section 32 or shelf prospectus referred to in section 31 or any notice, circular, advertisement or other document inviting offers from the public for the subscription or purchase of any securities of a body corporate.

“**Regulations**” means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and includes any amendments, modifications, clarifications or re-enactment thereof, for the time being in force.

“**Rules**” means rules framed under the Companies Act, 2013 or any previous Company law (to the extent such rules are in force) including any amendments, modifications, clarifications or re-enactment thereof, for the time being in force.

[Words and expressions used and not defined herein shall have the meanings respectively assigned to them in the respective Act / Rules / Regulations]

5. POLICY

The Board of Directors of the Company at its meeting held on 29th October, 2015 has approved the Policy on Preservation of Documents.



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6. PRESERVATION OF DOCUMENTS

6.1 As per the Policy, the Company shall maintain and preserve register and records, books and/or paper, books of accounts etc (“Documents”) as follows:

- a) Documents to be preserved permanently;
- b) Documents to be preserved for eight years; and
- c) Documents to be preserved for two years.

a) Documents to be preserved permanently;

As required under the provisions of the Act / Rules / Regulations, the documents which are required to be preserved on permanent basis shall be maintained and preserved by the Company permanently.

b) Documents to be preserved for eight years

As required under the provisions of the Act / Rules / Regulations, the documents which are required to be preserved for a period of eight years shall be maintained and preserved by the Company accordingly.

c) Documents to be preserved for two years.

In cases of documents for which no period is specified under the Act / Rules / Regulations, such documents shall be maintained by the Company for a period of two financial years from the close of relevant financial year.

6.2 Documents to be maintained under this Policy shall be preserved in Physical or in Electronic Form/Mode as per the provisions of the Act / Rules / Regulations. For this purpose, the word “Electronic Mode / Form” shall have same meaning as defined under the Act / Rules, as the case may be.

7. PRESERVATION OF DOCUMENTS BEYOND THE PRESCRIBED PERIOD

Notwithstanding anything contained in the Act / Rules / Regulations, the Registrar of Companies or any other competent authority, may by order in writing, direct the Company to preserve any of the documents under this Policy beyond the prescribed period, for such period as specified in the order.

8. DESTRUCTION OF DOCUMENTS

The documents kept and preserved by the Company under this Policy for the respective periods may be destroyed after the expiration of such period as per the provisions of the Act / Rules / Regulations. In absence of such provisions, such documents shall be destroyed after obtaining approval of the Managing Director by the concerned Departmental Heads to which such document(s) relates.



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9. REGISTER OF DOCUMENTS DESTROYED

The Company shall maintain a register for documents destroyed as per this Policy. The Register of Documents Destroyed shall contain brief particulars of the documents destroyed, date and mode of destruction and all entries made therein shall be authenticated by the Secretary or such other persons as may be authorized by the Board for the purpose.

10. DISCLOSURE

The Company shall disclose this Policy on its website.

11. AMENDMENT IN LAW

Any subsequent amendment / modification in the Act / Rules / Regulations in this regard shall automatically apply to this Policy.

While approving this Policy the Board of Directors has authorized the Company Secretary in consultation with the Managing Director of the Company to further modify or amend the Policy from time to time in view of the amendments / modifications or re-enactment in the Act / Rules / Regulations and such amendments / modifications etc shall automatically form part of this Policy and shall have same force and effect as if approved by the Board of Directors of the Company. The Policy so amended shall be placed before the Board of Directors in the next meeting for their noting and ratification.
