



IIFL Finance Limited

Policy on Preservation of Documents/Archival Policy

I. PURPOSE

IIFL Finance Limited and its subsidiaries (collectively “the Company”) believes that a good record keeping program is fundamental to the Company’s commitment to administrative transparency and accountability. The purpose of Policy on preservation of Records (“Policy”) is to ensure that necessary records and documents of the Company are adequately protected and maintained and to ensure that records that are no longer needed by the company or are of no value are discarded at regular interval. The Company understands that records form an essential and significant part of the Company’s resources.

Securities and Exchange Board of India, has vide notification dated September 02, 2015 introduced the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, with effect from December 01, 2015, whereby, every issuer which has previously entered into agreement/s with designated stock exchange to list its securities, shall execute a fresh listing agreement with such stock exchange within 6 months of the date of notification of these regulations. Regulation 9 of Chapter III of the said regulations requires the Company to frame a policy on preservation of documents. Further, Regulation 30 (8) requires the Company to frame a policy on website disclosures of such disclosure.

This policy has been adopted by the Board of Directors in their meeting / or by Circular resolution dated November 30, 2015 and shall be effective from date of applicability of said Regulation.

II. POLICY:

i. Records Appraisal procedure

The records appraisal process shall involve making a considered and formal judgment, often after considerable research, that certain records have enough value to warrant a considerable and continuous expenditure of funds for preserving them. In general, the Company shall consider the following factors while deciding on whether or not documents are to be preserved. However, these are the guiding principles and the Company shall not be rigidly bound by them. They shall serve as an aid for the respective operational/ functional departments of the Company in making decisions for preservation of documents:



- Whether the records are statutory documents required by the various regulatory.
- authorities from time to time.
- Whether the information contained in the document is generally available.
- Whether the values possessed by the records is purely informational or of some intrinsic value
- Assessment of the user's needs for the document- whether it is of active use, semi-active use (not of current use but referred to on occasions) or is rarely or never needed for reference.

ii. Manner of preservation of documents:

a) Methodology of preservation:

The Company may primarily utilize any one or more of the following in preserving the records:

- Department or function wise.
- Subject or topic wise.
- Chronologically
- Such other method as the Departmental heads may consider appropriate, so as to fulfill the following objectives:
 - a) To meet legal standards for protection, storage and retrieval.
 - b) To optimize the use of space and minimize the cost of record retention.

The documents/records can be stored in physical/electronic form as print-outs of data stored in a floppy, disc, tape or any other form of electro-magnetic data storage device. However, Vendor invoices if not digitally signed should be stored in originals.

b) Security and security conditions:

The records should be stored in conditions that are secure and clean with low risk of damage. Records of non-paper format shall require special storage conditions and handling process, after taking into account their specific character. Similarly, records of continuing value and requiring longer preservation shall require a higher quality of storage.

iii. Duration of preservation:

The minimum retention requirement of the different categories of the company records is provided in the Retention schedule which is disclosed by way of **Annexure** to this policy. The said schedule classifies the records into the following categories:

- i. Documents whose preservation shall be permanent in nature.



- ii. Document with preservation period of not less than eight (8) years after completion of the relevant transactions.

iv. Destruction of Records:

Records which no longer serve a useful purpose or have completed their period of preservation may be destroyed. Record destruction can also improve operational efficiency by reducing the quantity of records to be searched in order to locate the needed information. Mode of destruction shall include (but not limited to) the following:

- i. Confidential paper records: may be destroyed by making them unreadable.
- ii. Non-confidential paper records- may be sold to waste- paper dealers or recycled.
- iii. Electronically stored records- may be erased or destroyed with the help of the IT Department.

The record of destroyed documents to be maintained by the concerned department will be maintained permanently.

v. Role and Responsibility of various Departmental heads:

- i. The department heads must be familiar with this policy and educate their department in this regard .
- ii. They must restrict access to confidential records and information.
- iii. They must coordinate in the destruction of the records when required

vi. Amendments in the Policy:

- i. The Board shall review and amend this policy as and when required.
- ii. Any subsequent amendment/ modification in the Regulation and/ or other applicable laws in this regard shall automatically apply to this policy.



Annexure

A. Documents whose preservation shall be permanent in nature

1. Incorporation documents.
2. Memorandum and articles of association
3. Regulatory / Business Licenses, Approvals, Permits etc.
4. Minutes Books of General Meetings, Board Meetings and Committee Meetings
5. Statutory Registers except those Registers (Other than mentioned in **point "B"**)
6. All books and documents relating to the issue of share certificates, including the blank forms of share certificates.
7. Any other document as may be required to be maintained permanently in terms of the Act and Regulations, maintained and preserved from time to time.
8. Original Purchase/Sale Deeds relating to Immovable Property(ies) sold / purchased

B. Documents with preservation period of not less than eight (8) years after completion of relevant transaction

1. Annual Returns and copies of all certificates and documents required to be annexed thereto
2. All books and documents relating to the issue of share certificates, including the blank forms of share certificates
3. Attendance Registers of Board and Committee meetings
4. Tape recording(s) or other electronic recording mechanism used for Board meetings held through video-conferencing or audio-visual mean
5. Office copies of Notice of General Meeting, scrutinizer's report and related documents
6. Office copies of Notice of Board Meeting / Committee Meeting, Agenda, Notes on Agenda and other related papers
7. Statutory disclosures
8. Books of accounts including vouchers relevant to any entry in such books of accounts
9. Disclosures / Notices by a director of his interest
10. Instrument creating a charge or modification
11. Register of debenture-holders including index of debenture-holders (from the date of redemption of debentures)
12. Foreign register of debenture-holders (from the date of redemption of debentures)
13. Any other document as may be required to be maintained in terms of the Act and Regulations, maintained and preserved from time to time.