



POLICY ON PRESERVATION OF DOCUMENTS AND ARCHIVAL

1. INTRODUCTION:

This policy is primarily framed based on Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Companies Act, 2013 and the rules made thereunder (together with the Companies Act, 2013, the “Companies Act”). Archival Policy as referred to in Regulation 51(3) of the SEBI LODR Regulations forms part of this Policy. This policy is intended to ensure compliance particularly with the SEBI LODR Regulations and the applicable provisions of Companies Act.

The Policy on Preservation of documents and Archival has been framed by the Board of Directors (“Board”) of Marwadi Shares and Finance Limited (the “Company”) at its meeting held on October 08, 2021.

2. DEFINITIONS:

“**Act**” means the Companies Act, 2013, Rules framed thereunder and any re-enactments and amendments thereto;

“**Regulations**” means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any re-enactments and amendments thereto;

“**This Company**”, “**The Company**”, wherever occur in the policy shall mean “**Marwadi Shares and Finance Limited**”.

“**Board of Director**” or “**Board**”, means the collective body of the Directors of the company;

“**Maintenance**” means keeping Documents, either physically or in Electronic Form.

“**Preservation**” means to keep in good order and to prevent from being altered, damaged or destroyed.

“**Electronic Form**” means 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.

“**Register**” means a register maintained under the Companies Act, 2013 or the SEBI Act.

“**Policy**” or “**This Policy**” means, “Policy on Preservation of Documents and Archival”.

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Corporate Office

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Registered Office

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All other words and expressions used but not defined in this policy, but defined in the Companies Act, 2013 or/and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 shall have the same meaning as respectively assigned to them in it.

3. OBJECTIVE OF THE POLICY:

The objective of this policy is to classify the documents, records and registers of the Company and to identify the retention period of events or information to be hosted on the Company's website after completion of minimum period of five years to comply following regulations:

- As per provisions of Regulation 9(1) of SEBI LODR Regulations, every listed entity shall have a policy for preservation of documents, approved by its board of directors, classifying them in at least two categories as follows-
 - a. documents whose preservation shall be permanent in nature ;
 - b. documents with preservation period of not less than eight years after completion of the relevant transactions:
- As per Regulation 51(3) of SEBI LODR Regulations, the listed entity shall disclose on its website, all such events or information which have been disclosed to the stock exchange(s) under this regulation and such disclosures shall be hosted on the website of the listed entity for a minimum period of five years and thereafter as per the archival policy of the listed entity, as disclosed on its website.

4. PRESERVATION AND MAINTENANCE OF DOCUMENTS:

The documents may be maintained and preserved in physical and electronic mode.

- Documents whose preservation shall be permanent in nature:

All those documents which are required to be preserved permanently in accordance with the provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, Notifications etc. as may be applicable on the Company from time-to-time shall be preserved permanently. Details of documents whose preservation shall be permanent in nature is listed in **Annexure- A**. All modifications, amendments, additions, deletions, etc. to such documents shall also be preserved permanently by the Company.

- Documents with preservation period of not less than eight years after completion of the relevant transactions:

All those documents which are required to be preserved in accordance with the provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, and Notifications etc. for a period of not less than eight years after completion of the relevant transactions shall be preserved accordingly. Detail of these documents/information including any

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other documents/information with preservation period of not less than eight years after completion of the relevant transactions is listed in **Annexure-B**. All modifications, amendments, additions, deletions to such documents shall also be preserved for a term not less than eight years from the date of such modification, deletion, etc.

- **Documents with preservation period of less than eight years after completion of the relevant transactions:**

All those documents which are not covered in above two categories and required to be preserved in accordance with the provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, and Notifications etc. for a period of less than eight years after completion of the relevant transactions shall be preserved accordingly. Detail of these documents/information including any other documents/information with preservation period of less than eight years after completion of the relevant transactions is listed in **Annexure-C**. All modifications, amendments, additions, deletions to such documents shall also be preserved for such term as prescribed in provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, and Notifications etc. from the date of such modification, deletion, etc.

5. ARCHIVAL POLICY:

All events or information which have been disclosed to the stock exchange(s) under SEBI LODR Regulations and such disclosures shall be hosted on the website of the listed entity for a minimum period of five years.

After completion of the minimum period of five years or such other period as prescribed by the Regulations and/or Securities Laws the events or information will be archived by the company for further period of one year. Thereafter such events or information may cease to be displayed on the website of the Company.

6. DISPOSAL AND DESTRUCTION OF RECORDS:

After the expiry of the statutory retention period, the preserved documents may be destroyed. Destruction of documents as a normal administrative practice shall be followed for the records which are duplicate/unimportant/irrelevant.

This shall apply to both physical and electronic documents.

7. SUSPENSION OF RECORDS DISPOSAL IN THE EVENT OF LITIGATION/CLAIMS:

In the event the Company is served with any notice for documents from any statutory authority or any litigation is commenced by or against the Company, then the disposal of documents which are subject matter of notice/litigation, etc. shall be suspended until such time the matter is settled or resolved or disposed off. The company secretary shall

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immediately inform all employees of the Company for suspension of further disposal of Documents.

8. POLICY REVIEW:

This policy shall be reviewed from time to time so that the policy remains compliant with applicable legal requirements. The Company Secretary will keep the policy updated as per applicable statutory guidelines.

9. AMENDMENT:

The Board shall have power to amend any of the provisions of this Policy, substitute any of the provisions with a new provision or replace this policy entirely with a new Policy according to subsequent modification(s) / amendment(s) to Regulations.

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ANNEXURE – A

DOCUMENTS WHOSE PRESERVATION SHALL BE PERMANENT IN NATURE

1. All Documents and Information as originally filed with the Registrar of Companies for Incorporation of the Company
2. All Documents and Information as originally filed with the Registrar of Companies in eForms
3. Memorandum and Articles of Association, duly updated from time to time
4. Register of Renewed and Duplicate Share Certificate
5. All books and documents relating to the issue of share certificates, including the blank forms of share certificates
6. Register of Transfer and Transmission
7. Register of Charge
8. Register of Members including foreign register, if required and Record of Beneficial Owners
9. Minutes of Board Meeting and other Committee Meetings of the Board and resolutions passed by Circulation
10. Register of Investments made by Company not held in its own name
11. Register Of Contracts Or Arrangements in which Directors are interested (Form MBP-4) and copy of contracts or arrangements entered into
12. Agreements with Registrar and Share Transfer Agent and Depositories
13. Listing Agreements entered with Stock Exchanges
14. Any other documents as may be required to be maintained in terms of applicable law(s) and preserved from time to time

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ANNEXURE – B

**DOCUMENTS WITH PRESERVATION PERIOD OF NOT LESS THAN EIGHT YEARS AFTER
COMPLETION OF THE RELEVANT TRANSACTIONS**

1. Instrument creating Charge or Modification thereof
2. Register of Debenture Holders or other security holders
3. Annual Return and copies of all certificates and documents required to be annexed thereto
4. Books of Accounts and Balance Sheet and Profit and Loss Statement
5. Notice of Interest by Directors and Key Managerial Personnel
6. Attendance Register of Meetings of the Board and Committees
7. Office copies of Notices, Agenda, Notes on Agenda and other related papers of the transferor company, as handed over to the transferee company
8. Office copies of Notices, scrutiniser's report, and related papers of the transferor company, as handed over to the transferee company
9. Attendance register of general meeting
10. Register of Proxies
11. Details / statement of unclaimed dividend
12. Return of allotment of shares and Contract of allotment of shares fully or partly paid up otherwise than in cash and verified copies of such contract
13. Disclosures from Promoters and others under SEBI (Substantial Acquisitions of Shares and Takeover) Regulations, 2011 or other previously applicable Takeover Regulations of 1992
14. Structured digital database as per Regulation 3(6) of Insider Trading Regulations, 2015
15. Certified copy of the order of any court or Tribunal confirming reconstruction and amalgamation of companies, Schemes, Arrangements or contract involving transfer of shares, reduction of share capital and certified copy of the order and minutes, cancellation or variation of shareholders' right, compromises and arrangements with creditors and members and copy of orders in appeal.

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ANNEXURE – C

**DOCUMENTS WITH PRESERVATION PERIOD OF LESS THAN EIGHT YEARS AFTER
COMPLETION OF THE RELEVANT TRANSACTIONS**

1. The Company, being stock broker registered with SEBI, shall require to maintain the following books of accounts, records and documents namely as per provisions of Stock Brokers & Sub-brokers Rule, 1992 for a minimum period of five years after completion of any transaction:
 - Register of transactions (Sauda Book);
 - Clients ledger;
 - General ledger;
 - Journals;
 - Cash book;
 - Bank pass book;
 - Documents register containing, inter alia, particulars of securities received and delivered in physical form and the statement of accounts and other records relating to receipt and delivery of securities provided by the depository participants in respect of dematerialized securities;
 - Member's contract books showing details of all contracts entered into by him with other members of the same exchange or counterfoils or duplicates of memos of confirmation issued to such other members;
 - Counterfoils or duplicates of contract notes issued to clients;
 - Written consent of clients in respect of contracts entered into as principals;
 - Margin deposit book;
 - Registers of accounts of sub-brokers;
 - An agreement with a sub-broker specifying the scope of authority, and responsibilities of the Stock Broker and such Sub-broker;
 - Client account opening form in the format as may be specified by the Board.

2. As per provisions of the Prevention of Money-Laundering Act, 2002 read with rules made thereunder, the Company shall require to maintain a record of all transactions for a period of five years from the date of transaction between a client and the Company.

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3. Any other documents, require to maintain as per applicable provisions of any other Acts, Rules, Regulations, Guidelines, Circulars, and Notifications etc. for such term as prescribed in provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, and Notifications etc.

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