



P. B. FILMS LIMITED

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POLICY ON PRESERVATION OF DOCUMENTS

PREFACE

The Board of Directors of M/s P. B. Films Limited (“the Company”) has adopted the Policy on Preservation of Documents (“this policy”) and procedures in terms of the Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) to ensure that the Company retains its official records in complete manner and in accordance with all applicable laws. This Policy provides guidelines concerning the length of time official records should be retained under ordinary business circumstances. This policy covers all records and documents of the Company.

PURPOSE

This policy is framed as per the requirement of Regulation 9 of the Listing Regulations.

INTRODUCTION

This policy involves the systematic identification, categorization, maintenance, review, retention and destruction of documents received or created in the course of business.

This policy contains guidelines how to identify documents that need to be maintained, how long certain documents should be retained, how and when those documents should be disposed of if no longer needed and how should be accessed or retrieved when they are needed as per the rules made under the law.

DEFINITIONS

Act: Means the Companies Act, 2013.

SS – 1 : Means Secretarial Standard – 1 for the Board Meetings as notified by the ICSI.

SS – 2: Means Secretarial Standard – 2 for the General Meetings as notified by the ICSI.

Compliance Officer : The Company Secretary appointed by the Board of Directors of the Company for the purpose of Listing Regulations from time to time.

SEBI : The Securities and Exchange Board of India.

Rules : Rules made under the Act.

Regulation : Regulation made under the SEBI Act, 1992.

KIND OF DOCUMENTS COVERED:-

This Policy applies to all official records generated in the course of the Company's operations, including but not limited to:

- typed or printed hardcopy (i.e. paper) documents;
- electronic records and documents (e.g., email, web files, text files, PDF files etc.);
- video or digital images;
- electronically stored information contained on network servers and/or document management systems;
- recorded audio material (e.g., voicemail);

DOCUMENTS WHOSE PRESERVATION SHALL BE PERMANENT IN NATURE

The Board of Directors ("the Board") shall decide the necessity of preservation of documents permanently from time to time as required under the Act and Regulations.

Notwithstanding anything contained herein the Act, SS – 1 and SS – 2, the following documents / records maintained under the Act, Rules and Regulations shall be preserved permanently :-

- a. Financial Statements and duly signed Annual Reports,
- b. Annual Returns filed with ROC,
- c. Minutes of all the General Meetings, Board Meetings & Committee Meetings,
- d. Disclosures made under The SEBI (SAST) Code, 2011 and Listing Regulations,
- e. Memorandum and Articles of Association of the Company as may be amended from time to time,
- f. Shareholders and Joint Venture Agreements,
- g. Letter Of Offer related to Public Issue, Right issue, Bonus Issue, Buyback, etc.,
- h. Agreements with Registrar and Share Transfer Agent and Depositories.

Documents with preservation period of not less than eight years from completion of the relevant transaction:-

- a. Notice of Board Meeting given to the Stock Exchanges for considering matters relating to pre-intimation required to be submitted to the Stock Exchanges,
- b. Date for the Book Closures and Record Dates for various purpose as may be decided by the Company from time to time,
- c. Quarterly, half yearly and annual financial results of the Company,
- d. Quarterly Shareholding Pattern,
- e. Results of the E-Voting, General Meeting and Postal Ballot,
- f. List of Unpaid Dividend,
- g. Change in the Composition of the Board, Key Managerial Personnel (KMP), Compliance Officer, Auditors, Secretarial Auditors, Registrar and Share Transfer Agent, etc,
- h. Any Price Sensitive Information given or provided to the Stock Exchanges under Regulation 30 of the Listing Regulations,
- i. Recommendation and payment of dividend to the shareholders,
- j. Details of the Complaints received and resolved by the Company,
- k. Corporate Governance Report submitted to the Stock Exchanges on quarterly and annual basis,
- l. Copy of orders issued by the SEBI or Stock Exchange relating to the securities listed with the Stock Exchange,
- m. Various Disclosures made under the Act,
- n. Registers maintained under the Act.

RESPONSIBILITY OF EMPLOYEES FOR PRESERVATION OF DOCUMENTS

The Compliance Officer or any one of the KMP appointed by the Board of the Company is responsible for taking into account the potential impacts on preservation of the documents in their work area and their decision to retain / preserve or destroy documents pertaining their area.

PERSON AUTHORISED FOR MONITORING THE POLICY

The Compliance Officer or any one of the KMP authorised by the Board of the Company shall be responsible for monitoring this policy. The authorised person shall inform the Board about the monitoring this policy. The authorised person shall take necessary steps to discharge his duty.

PRESERVATION PRINCIPLES

It is only through preservation that continued availability and access to items in the collections can be maintained. The following principles shall be kept in mind:-

- where possible, documents are preserved in their original format, respecting the physical integrity and authenticity of the original documents,
- Active conservation is employed when appropriate to prevent the deterioration or damage to an item, or to enable access to be given,
- Appropriate conservation measures will take into account the need, value, significance and usage of the item in question,
- Surrogates shall be created where appropriate to protect the original, and to allow wider access to the content. Surrogates shall not replace, which will still need preservation,
- All staff are made aware of the paramount importance of preservation, and are trained on safe handling of documents.

RECORD STORAGE PROCEDURES

1. **Maintaining records in chronological order** : Records within each category should generally be organized and stored in chronological order or by time period (e.g., by month or year).
2. **Dating of records** : Records which are not required to be retained on a permanent basis (according to the Record Preservation Schedule) should be maintained by date for easy identification for destruction at the end of the record preservation period as specified in the Policy.
3. **Confidentiality**: Records containing confidential information shall be labelled as such with limited access to authorised employees or other persons. The Company provides its employees with email as tool to perform their work. The Company reserves the rights to review any of the Company's emails at any time.
4. **Electronic Data Storage: The managing director and /or chief executive officer may authorize** the IT Department of the Company to develop and implement a system for maintaining the Company's records via an electronic storage system that either images hardcopy records or transfers computerized records to electronic storage media (e.g., hard drives, storage area networks or optical media such as CDs and DVDs).

SECURITY OF DOCUMENTS

The Board shall ensure that all the documents shall keep in safe place in the Company's premises. The Board may authorise any person for the security of documents, who shall be responsible for safe custody of documents.

SUSPENSION OF RECORD DISPOSAL IN THE EVENT OF LITIGATIONS OR CLAIMS

In case, the Company is served with any notice for request of documents or any employee becomes aware of a governmental investigation or audit concerning of the Company or commencement of any litigation against the Company, such employee shall inform the top management and any further disposal of documents shall be suspended until such time as the management with the due advice from the legal counsel determine otherwise. The top management in such case shall inform all the employees the need to retain the documents and suspension of disposal of the same.

DISPOSAL OF DOCUMENTS

Disposal of documents after a period of eight years (whose preservation shall not be permanent in nature) shall be done in the presence of authorized person (by the board) in manner prescribed by the Board. Before disposing, a soft copy may be taken for the record. (If required)

REVIEW OF THE POLICY

The Board of the Company shall review this policy on annual basis and accordingly the Board of the Company shall alter, amend or modify the clauses of this Policy from time to time in line with the requirement of the SEBI Guidelines or any other rules, regulations etc., which may be amended and applicable from time to time. The authorised person shall provide regular assurance to the Board on the effectiveness of this policy.