



**PACE DIGITEK LIMITED**

**POLICY ON PRESERVATION OF DOCUMENTS OR ARCHIVAL**

Under Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

<b>Document version</b>	<b>Approved By</b>	<b>Date of approval</b>	<b>Date of Amendment</b>
1.0	Board of Directors	01 <sup>st</sup> February, 2025	-

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## 1. INTRODUCTION

This Policy for Preservation of Documents (“**this Policy**”) has been framed and approved by the Board of Directors of the PACE DIGITEK LIMITED (“**Company**”) as per the requirement of Regulation 9 and Regulation 30(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”).

## 2. DEFINITIONS

“ <b>Administrator</b> ”	Any person duly authorized by the Board.
“ <b>Applicable Law</b> ”	Any law, rules, regulations, circulars, guidelines or standards applicable on the Company under which any guideline / provision with regard to the preservation of the Documents has been prescribed.
“ <b>Board of Directors</b> ” or “ <b>Board</b> ”	The Board of Directors of Pace Digitek Limited, as constituted from time to time as per the relevant laws and rules and regulations.
“ <b>Company</b> ”	Company means Pace Digitek Limited
“ <b>Documents</b> ”	Refers to papers, notes, agreements, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, indices, registers and or any other record, required under or in order to comply with the requirements of any Applicable Law, whether issued, sent, received or kept in pursuance of the Act or under any other law for the time being in force or otherwise, maintained on paper or in Electronic Form and does not include multiple or identical copies.

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<b>“Electronic Record(s)”</b>	means the electronic record as defined under clause (t) of subsection (1) of section 2 of the Information Technology Act, 2000, as amended from time to time.
<b>“Electronic Form”</b>	means maintenance of 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 its access.
<b>“Listing Regulations”</b>	Listing Regulations shall mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).
<b>“Maintenance”</b>	keeping documents wither physically or in electronic form.
<b>“Preservation”</b>	to keep in good order and to prevent from being altered, damaged or destroyed.
<b>“Secretarial Standards”</b>	means “Secretarial Standards” as issued by the Institute of Company Secretaries of India constituted under section 3 of the Company Secretaries Act, 1980 and approved by the Central Government.

Unless the context otherwise requires, words and expressions used in this Policy and not defined herein shall derive their meaning from the Applicable Law there under as amended from time to time shall have the meaning respectively assigned to them therein.

### **3. OBJECTIVES**

To determine the preservation period for records/documents based on their reference value and legal requirements. The documents of the Company are broadly classified in the following two categories:

- a) Documents which are preserved permanently; and
- b) Documents which are preserved for a period not less than 8 years after completion of the relevant transactions.

Provided that the listed entity may keep documents specified in clauses (a) and (b) in electronic mode.

Pursuant to Regulation 30 (8) of the Listing Regulations, which also refers to an archival policy, the listed company shall disclose all such events or information which has been disclosed to stock exchange(s), and such disclosure shall be hosted and retained on the website of the Company for a minimum period of five years from the date of its publication (“**Mandatory Hosting Period**”) and thereafter as per this Policy. Beyond the Mandatory Hosting Period, the disclosed information shall be archived for retrieval for a period of two years (“**Archival Period**”) considering the requirements of the Applicable Laws.

Further, as per applicable provisions of Companies Act, 2013 certain documents must be preserved permanently or up to a certain prescribed time. Accordingly, this policy has been framed keeping in view particularly the requirements of Listing Regulations and the provisions of the Companies Act, 2013 (“**the Act**”).

### **4. RESPONSIBILITY**

The Head of the concerned department will be responsible for the maintenance, preservation and destruction of records pertaining to the respective department.

### **5. STATEMENT OF POLICY**

It is the policy of this organization:

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- To comply with applicable legal and regulatory duties to retain documents.
- To possess all documents needed for normal business purposes, including administration of ongoing business relationships.

Therefore, the organization directs and expects all officers, directors, employees, contractors and volunteers to follow the rules and procedures set forth herein. Please be aware that “documents” includes not only documents in paper form, but e-mail messages and all other forms of electronically stored information. Also be aware that the rules and procedures apply to all computers and other electronic devices provided to you by the organization for use in the business of the organization, regardless of whether those computers or devices are used on the organization’s premises or elsewhere.

### **6. POLICY AND PURPOSES**

This Policy represents the policy of the Company with respect to the retention and destruction of documents and other records, both in hard copy and electronic media (which may merely be referred to as “documents” in this Policy).

purpose of the Policy include:

- a. retention and maintenance of documents necessary for the proper functioning of the Company as well as to comply with applicable legal requirements;
- b. destruction of documents which no longer need to be retained; and
- c. guidance for the Board, officers, staff, and other constituencies with respect to their responsibilities concerning document retention and destruction.

Notwithstanding the foregoing, the Company reserves the right to revise or revoke this Policy at any time.

### **7. ELECTRONIC DOCUMENTS AND DOCUMENT INTEGRITY**

Documents in electronic format shall be maintained just as hard copy or paper documents are, in accordance with the Applicable Laws. Due to the fact that the integrity of electronic documents, whether with respect to the ease of alteration or deletion, or otherwise, may come into question, the Administrator shall attempt to establish standards for document integrity, including guidelines

for handling electronic files, backup procedures, archiving of documents, and regular checkups of the reliability of the system; provided, that such standards shall only be implemented to the extent that they are reasonably attainable considering the resources and other priorities of the Company.

## **8. PRIVACY**

It shall be the responsibility of the Administrator, after consultation with counsel, to determine how privacy laws will apply to the Company's documents from and with respect to employees and other constituencies; to establish reasonable procedures for compliance with such privacy laws; and to allow for their audit and review on a regular basis.

## **9. EMERGENCY PLANNING**

Documents shall be stored in a safe and accessible manner. Documents which are necessary for the continued operation of the organization in the case of an emergency shall be regularly duplicated or backed up and maintained in an off-site location. The Administrator shall develop reasonable procedures for document retention in the case of an emergency.

## **10. DOCUMENT CREATION AND GENERATION**

The Administrator shall discuss with staff the ways in which documents are created or generated. With respect to each employee or organizational function, the Administrator shall attempt to determine whether documents are created which can be easily segregated from others, so that, when it comes time to destroy (or retain) those documents, they can be easily culled from the others for disposition. For example, on an employee-by-employee basis, are e-mails and other documents of a significantly non-sensitive nature so that they might be deleted, even in the face of a litigation hold with respect to other, more sensitive, documents. This dialogue may help in achieving a major purpose of the Policy - to conserve resources - by identifying document streams in a way that will allow the Policy to routinely provide for destruction of documents. Ideally, the Company will create and archive documents in a way that can readily identify and destroy documents with similar expirations.

## **11. PRESERVATION OF DOCUMENTS**

The Company shall preserve all its documents as per the requirements and provisions of the Act and the rules made thereunder, the Secretarial Standards, the Listing Regulations and any other law, rules, regulations as may be applicable to the Company from time to time.

### **Documents which are to be maintained permanently:**

<b>Sl. No.</b>	<b>Document</b>	<b>Reference of Provision, if any</b>
1.	All documents including various e-Forms and Information as originally filed with the Registrar of Companies for incorporation of company under Companies Act, 2013 or any other previous Companies Act to be preserved permanently till dissolution of the Company.	Sec 7(4) of the Act
2.	Original signed and stamped Memorandum and Articles of Association of the Company	Sec 7(4) of the Act
3.	Register of Renewed and Duplicate Share Certificates	Rule 6(3) of Companies (Share Capital and Debenture) Rules, 2014
4.	Share certificate forms and related books and documents (In case of disputed cases)	Rule 7(3) of the Companies (Share Capital and Debenture) Rules, 2014
5.	Register of Charges	Rule 10(4) of the Companies (Registration of Charge) Rules, 2014
6.	Register of Members along with the index and Foreign Register of Members	Rule 15(1) and Rule 15 (4) of the Companies (Management and Administration) Rules, 2014

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7.	Minutes of proceedings of general meeting and resolutions passed by postal ballot, meeting of Board of Directors, committees of the Board, creditors, and resolutions passed by circulation.	Rule 25(1)(d) & (e) of the Companies (Management and Administration) Rules, 2014 and Secretarial Standards 1& 2 – clause 8.1& 18.1
8.	Register of loan/ guarantee/ security or making an acquisition of securities	Section 186 of the Act and Rule 12(3) of the Companies (Meetings of Board and its Powers) Rules, 2014
9.	Register of investment held in the name of any other person.	Section 187 of the Act and Rule 14(3) of the Companies (Meetings of Board and its Powers) Rules, 2014
10.	Register of Directors & Key Managerial Personnel	Section 170 of the Act
11.	Register of contracts or arrangements in which directors are interested as per section 184 & 188 of the Act.	Section 189 of the Act and Rule 16(3) of the Companies (Meetings of Board and its Powers) Rules, 2014
12.	Minutes of all the general, Board & Committee Meetings of the transferor Company as handed over to the transferee company	8.1 & 18.1 (Secretarial Standards 1 & 2
13.	Any other documents as may be required to be maintained in terms of applicable law(s) and preserved from time to time	

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

Sl. No	Document	Reference of Provision	Period
1.	Contract of employment with managing or whole-time director(s)	Section 190 of the Companies Act, 2013	Not less than 8 years from the date on which the contract is

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			executed or any amendment thereof
2.	Books of Accounts	Section 128 (5) of the Companies Act, 2013	8 financial years or until the assessment/appeal if any under Income Tax Act /VAT Act has been completed.
3.	Register of Deposits	Rule 14(3) of The Companies (Acceptance of Deposits) Rules, 2014	Not less than 8 years from the financial year in which the latest entry is made in the register
4.	Register of debenture holders or any other security holders along with the index	Rule 15 (2) of the Companies (Management and Administration) Rules, 2014	8 years from the date of redemption of debentures or securities
5.	Copies of all annual returns prepared under section 92 of the Act and copies of all certificates and documents required to be annexed thereto	Rule 15 (3) of the Companies (Management and Administration) Rules, 2014	8 years from the date of filing with the Registrar of Companies.
6.	Foreign register of debenture holders or any other security holders	Rule 15 (4) & (5) of the Companies (Management and Administration) Rules, 2014	8 years from the date of redemption of such debentures or securities.
7.	All notices for disclosure of concern/ interest received u/s 184 of the Act.	Rule 9(3) of the Companies (Meetings of Board and its Powers) Rules, 2014	8 years from the end of the financial year to which it relates
8.	The attendance register of Board & Committee Meetings	4.1.7 of Secretarial Standards -1	8 financial years

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9.	Office copies of Board Meeting Notices, Agenda, Notes on Agenda and other related papers of the Company as well as for transferor company (as handed over to the transferee company)	8.2 of Secretarial Standards-1	As long as they remain current or for 8 financial years whichever is later
10.	Office copies of general meeting Notices, scrutinizers report and other related papers of the Company as well as for transferor company (as handed over to the transferee company).	18.2 (Secretarial Standards-2)	As long as they remain current or for 8 financial years whichever is later
11.	Share certificate related books and documents	Rule 7 (3) of the Companies (Share Capital and Debenture) Rules, 2014	30 years
12.	Share certificates surrendered to Company immediately be defaced by stamping or printing the word "cancelled" in bold letter)	Rule 7 (3) of the Companies (Share Capital and Debenture) Rules, 2014	5 years from the date on which they were surrendered

***Documents of special nature:***

Notwithstanding the general guidelines, care shall be taken by the respective departments of the Company to ensure that records of special nature such as unsatisfied claims by or against the

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Company, suits pending in courts, tribunals, quasi-judicial etc. are preserved in accordance to specific needs and beyond the prescribed period.

### ***Documents issued by Regulatory Authorities:***

Further, in the case of statutory records such as licenses, certificates, sanctions, approvals, etc. from Government/ Statutory Bodies, care shall be taken to maintain and preserve such records in accordance with specific guidelines/instructions, if any, issued by the relevant authority issuing such documents.

### ***Location for preservation of documents/ records:***

Documents/ records shall be preserved and maintained with concerned department of the Company. In the event, the location is other than that of the department concerned, the same shall be documented and filed for reference purposes for the respective department of the Company. In the case of critical documents of the Company that are to be preserved on a permanent basis, shall be preserved in a fire proof or other such secure cabinets with the concerned department of the Company.

## **12. ARCHIVAL OF DOCUMENTS**

### **Documents maintained in physical form:**

1. All information and/or documents pertaining to the current financial year and for one preceding financial year shall be kept handy and maintained in such a manner that their retrieval is easy and quick.
2. All documents pertaining to the period prior to one preceding financial year, shall be kept in good condition at least up to the minimum period, as required by the law for the time being in force, for their maintenance / preservation . The said records should also be maintained in such a manner that their retrieval is easy and quick.

**Documents maintained in electronic form:**

1. All documents pertaining to current financial year and for one preceding financial year shall be maintained on server and Backup be maintained at least every week on scheduled time and day. The documents should be maintained in such a manner that their retrieval is easy and quick.
2. Back up of all documents pertaining to the period prior to one preceding financial year shall also be maintained on server, in good condition at least up to the minimum period specified for their maintenance / preservation. The said records be also maintained in such a manner that their retrieval is easy and quick.

**13. MODE OF PRESERVATION**

Records/documents shall be preserved either in physical or electronic form. The applicable provisions of law, rules and regulations with regard to electronic maintenance of records shall be adhered to.

All the records shall be maintained as per the prescribed formats, if any, as amended from time to time under the various rules and regulations.

**14. 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 applies to both Physical and Electronic Documents. The documents may be destroyed as follows:

- a) Recycle non- confidential paper records;
- b) Shared or otherwise render unreadable confidential paper records; or
- c) Delete or destroy electronically stored data.

For documents that are maintained in Archives, after the expiry of 3 years from the time the information and/or document is transferred and is lying as backup on the server, all back up

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information and/or documents may be permanently removed from the server, unless otherwise required to be maintained/ preserved by Applicable Laws.

The person responsible for maintaining the said records shall arrange to remove the said records of the Company after obtaining the approval of the Board of Directors.

The details of the Documents destroyed by the Company shall be recorded in the register for disposal of records to be kept by employees who are disposing of the Documents in the format prescribed at **Annexure I**.

### **15. REVIEW OF POLICY**

This policy shall be subject to review and changes as may be deemed necessary by the Board of Directors of the Company. Any changes to the policy shall be made with the prior approval of the Board of Directors of the Company and in compliance with any regulatory and statutory requirements from time to time.

The above Policy and subsequent amendments thereto shall be disclosed on the Company's Website.

In the event of any conflict between the provisions of this Policy and Applicable Laws, the provisions of Applicable Laws shall prevail and the part(s) so repugnant shall be deemed to be severed from the Policy and the rest of the Policy shall remain in force. Any subsequent amendment/ modification in the Applicable Laws shall automatically apply to this Policy.

**DOCUMENT RETENTION AND DESTRUCTION POLICY**

Procedure for disposal of Documents

**Annexure I**

<b>Particulars of Documents destroyed</b>	<b>Date and mode of destruction with the initials of Secretary or other authorised person</b>

*M. S. S. S.*