

Policy on Preservation of Documents and Archival.

This is Oriental Veneer Products Limited (“OVPL”)’s policy for the retention and destruction of documents, in hard and electronic media. OVPL reserves the right to revise this Policy at any time.

1. Purpose and Scope

The purpose of this documents to present a high level policy statement for OVPL regarding preservation of its documents in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”)

2. Statutory Mandate

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires a listed entity to 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

3. TITLE, COMMENCEMENT AND EXTENT

- This Policy is called “Policy on preservation of documents”.
- This Policy shall come into force from 3rd December 2015.

This Policy has been approved by the Board in its meeting held on 3rd December 2015.

4. DEFINITIONS

- a) “Act” means Companies Act, 2013
- b) “Board” means Board of Directors of the Company
- c) “Company” means Oriental Veneer Products Limited;
- d) “Financial Year” shall have the same meaning as assigned to it under Section 2(41) of the Companies Act, 2013.
- e) “Directors” means Directors of the Company
- f) “Key Managerial Personnel” or “KMP” shall have the same meaning as assigned to it under Section 2(51) of the Companies Act, 2013.
- g) “Listing Regulations” means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

- h) "Stock Exchanges" means stock exchange where the securities of the company are listed
- i) "Obsolete Records" means Documents, paperwork and other form of information that have aged / past the relevant retention period are Obsolete.
- j) "Destruction" means that neither the organization nor any other party shall be able to access the documents or part of it.

5. CLASSIFICATION OF DOCUMENTS

Documents and Records of the Company required to be preserved under the Regulations shall be classified in the following two categories as below:

- a. "Documents to be preserved permanently" and
- b. "Documents to be preserved for not less than eight years".

The above mentioned documents can be preserved in electronic or physical mode.

Accordingly, the company has classified the preservation of documents to be done in the following manner:

- a. documents that needs to be preserved and retained permanently;
- b. documents that needs to be preserved and retained for a period of 8 years as specified under the Companies Act, 2013 or SEBI (LODR) Regulations;

An indicative list of the Documents and the time-frame of their preservation is provided in Annexure- I

6. LOCATION.

As per relevant provisions of the Companies Act, 2013, and Rules framed thereunder and any other applicable acts, rules and regulations if any, mandated to keep certain records at the Registered office of the Company shall be located at the Registered Office of the Company. The records for which no specific place has been specified may be maintained at the corporate office of the Company or at any other place in a safe and accessible place as may be, decided by the officers of the Company considering their utilization and usefulness.

The Company shall preserve all the documents enlisted in Annexure- I in accordance with this Policy and essential documents should be regularly duplicated or backed up. However, the Company shall not be liable for any destruction of documents due to causes beyond its reasonable control, including,

but not limited to, governmental actions, fire, civil disturbances, natural disasters or other acts of God.

7. CUSTODY OF DOCUMENTS

All the physical documents and records will be in the custody of respective Head of the Department except wherever the same is statutorily required under applicable laws/regulations, to be kept in the custody of the Company Secretary of the Company.

In case of any ambiguity, Executive Director and/or the Chief Financial Officer shall be authorised to decide in whose custody the subject document should be preserved and that decision shall be final and binding.

8. DESTRUCTION OF RECORDS

- The obsolete documents may be destroyed as per procedure as may be laid down by applicable laws for destruction of the documents, unless they are required for any litigation, audit or similar activities.
- If the organizing is involved or is reasonably anticipation to be involved in any litigation, audit or similar activity by statutory or regulatory bodies, then destruction of records may be kept on hold temporarily.
- Managing Director and/or Chief Financial Officer are severally authorised to destruction of documents/records.

Archival Policy

1. Introduction

The Board of Directors of Oriental Veneer Products Limited (**the “Company”**) has adopted this Archival policy in line with the provisions of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (Effective from 1st December, 2015) (here in after referred as **Listing Regulation**). This Policy will be applicable to the Company with effect from 3rd **December, 2015**.

2. Purpose

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires listed companies to disclose on its website all such events or information which has been disclosed to 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.

3. Archival Policy

In accordance with the provisions of the aforesaid Regulations all such events or information which has been disclosed to stock exchange(s) under this regulation shall be hosted on the website of the company for a minimum period of five years and thereafter will be archived for a period of 3 years. The same may be destroyed thereafter.

AMENDMENTS TO THE POLICY

The Board of Directors on its own can amend this Policy, as and when deemed fit. Any or all provisions of this Policy would be subject to revision / amendment in accordance with the Rules, Regulations, Notifications etc. on the subject as may be issued by relevant statutory authorities, from time to time.

In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.

Annexure- I

Indicative list

(A) Permanent preservation of documents

1. Common Seal
2. Register of loans, guarantee, security and acquisition made by the Company
3. Register of investments not held in Company's name
4. Register of contracts or arrangements in which directors are interested
5. Register of Charges
6. Register of Members alongwith the index
7. Register of Renewed and Duplicate Share Certificates
8. Register of Directors & Key Managerial Personnel
9. Foreign register of members
10. Minutes of General Meetings
11. Minutes of Board or Committee Meetings
12. Minutes of all Meetings of a company which will be merged or amalgamated with Company
13. All books and documents relating to the issue of share certificates, including the blank forms of share certificates shall be preserved permanently in case of disputed cases

(B) Preservation of documents for certain time period

1. Books of Accounts including vouchers and other relevant documents, to any entry in such books of account relating to eight financial years preceding current Financial Year shall be preserved.
2. Disclosures/ Notices by a director of his interest (i.e. Form MBP-1 or any other format prescribed from time to time) shall be preserved for a period of eight years from the end of the financial year to which it relates.
3. Registers of Deposits, if any, shall be preserved for a period of not less than eight years from the financial year in which the latest entry is made in the register
4. Register of Sweat Equity Shares, if any shall be preserved for a period of eight years.
5. Register of Transfer & Transmission shall be preserved for a period of eight years.

6. Register of Employee Stock Option shall be preserved for a period of eight years.
7. Register of Security Buy Back, if any shall be preserved for a period of eight years.
8. Register of debenture-holders or any other security holders along with the index shall be preserved for a period of eight years from the date of redemption of debentures or securities
9. The instrument creating a charge or modification shall be preserved for a period of eight years from the date of satisfaction of charge by the Company
10. All books and documents relating to the issue of share certificates, including the blank forms of share certificates shall be preserved for not less than thirty years
11. Foreign register of debenture-holders shall be preserved for a period of eight years from the date of redemption of such debentures
12. Annual return and copies of all certificates and documents required to be annexed thereto shall be preserved for a period of eight years from the date of filing with the Registrar
13. All certificates surrendered to the Company and which have been defaced by stamping or printing the word "cancelled" in bold letters shall be preserved for atleast three years from the date on which they were surrendered
14. Attendance Register of Board & Committee meetings preserved for atleast eight financial years
15. Office copies of Notices, Agenda, Notes on Agenda and other related papers shall be preserved for as long as they remain current or for eight financial years, whichever is later
16. Office copies of Notices, scrutiniser's report, and related papers shall be preserved for as long as they remain current or for eight financial years, whichever is later
17. The disclosures made under SEBI (Prohibition of Insider Trading) Regulations, 2015 shall be preserved for a minimum period of five years.
18. Any other document as may be required to be preserved by the Company under any law for the time being in force.