

# VIDLI RESTAURANTS LIMITED

Reg. Office: 501, 5th Floor, Jai Antariksh, Makwana Road, Marol, Andheri (East), Mumbai 400059

CIN: L55101MH2007PLC173446

Website: [www.kamatsindia.com](http://www.kamatsindia.com)

Email Id: [cs@kamatsindia.com](mailto:cs@kamatsindia.com)

Tel No: 022 - 64649797

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## POLICY FOR PRESERVATION AND DESTRUCTION OF DOCUMENTS

### 1. PREAMBLE:

Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') requires a Listed entity to have a Policy for preservation of documents (including electronic records) approved by its Board of Directors classifying them in at least two categories viz.

- (a) Documents whose preservation shall be permanent in nature; and
- (b) Documents with preservation period of not less than eight years after completion of relevant transactions.

Regulation 30(8) of Listing Regulations requires that the listed entity shall 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.

SS-1 Secretarial Standards on Meetings of the Board of Directors issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013 effective from 1st October, 2017 (revised Secretarial Standards) requires all the Companies to maintain/ preserve certain documents/ papers for a period of eight years, three years or permanently.

In compliance with these requirements of Listing Regulations and revised Secretarial Standards and to establish the framework needed for effective preservation/ maintenance and destruction of documents and records required to be maintained under Listing Regulations and revised Secretarial Standards, the Board of Directors of Vidli Restaurants Limited ('the Company') has adopted this policy for preservation of documents (including electronic records)/ destruction and archival of records at its meeting held on 30th January, 2016 effective from 1st February, 2016 and amended at the meeting held on 10th March, 2018.

### 2. OBJECTIVE:

This policy inter alia provides for preservation and destruction of documents so that records should be kept no longer than the period necessary for the proper conduct of Company business. This policy shall cover all business records of the Company, including written, printed and recorded matter and electronic forms of records.

### 3. DEFINITIONS:

- a) "**Board of Directors**" or "**Board**" means the collective body of the directors of the Company;
- b) "**Company**" wherever occur in this policy shall means **Vidli Restaurants**

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## **Limited;**

- c) “**Document(s)**” refers to papers, notes, agreements, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, indices, registers and or any other record (including required under or in order to comply with the requirements of any Applicable Law) maintained on paper or in Electronic Form and does not include multiple or identical copies;
- d) “**Electronic Form**” 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 access to it;
- e) “**Maintenance**” means keeping documents, either physically or in electronic form;
- f) “**Preservation**” means to keep in good order and to prevent from being altered, damaged or destroyed;
- g) “**Register**” means a register maintained under the Companies Act, 2013 or the SEBI Act.

## **4. Duties & Responsibilities:**

The Company Secretary of the Company shall be responsible for implementing this Policy and procedures for retention/ preservation/ destruction of papers and records under this policy and communicating the respective periods for archiving and destruction of such records and documents to the relevant employees.

## **5. Preservation of Documents:**

The list of documents/ electronic records as prescribed under the applicable statutes is identified in **Annexure A** classifying them in the below three (3) categories:

- i) Documents whose preservation shall be permanent in nature;
- ii) Documents with preservation period of not less than eight (8) years after completion of the relevant transactions.
- iii) Documents with preservation period of not less than three (3) years after completion of the relevant transactions.

The retention period of each papers and/or electronic records relating to the Company as set out in Annexure A shall be in active use for a period of Eight (8) years, after which the said papers and electronic records may be archived in a repository maintained by the Company until the maximum period required under the applicable statutes.

In certain special circumstances, the required records retention period may not apply or an exception to the records retention schedule may be made. In these situations, the employees must consult with the Company Secretary for appropriate direction, so that the most appropriate

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retention requirement is followed.

Documents uploaded on Company's website as per applicable statutes shall be kept for Five (5) years in the respective section and may be subsequently removed from the website and placed on the server for such further period (s) required under the applicable statutes.

## 6. **Destruction:**

The papers and electronic records that have completed the statutory period of preservation or retention can be discarded/ destroyed/ deleted in one of the following manners:

- Physical documents- Paper documents shall be shredded using secure, locked consoles designated in each office from which waste shall be periodically picked up by security or house-keeping personnel for disposal.
- Electronic records- Electronic data contained on servers and hard drives including the Company's website shall be deleted and overwritten in a suitable manner in consultation with the IT Head.

Electronic data contained on all other media shall be destroyed by the physical destruction of that media. A request may be placed at IT help desk and appropriate IT personnel shall assist in the manner of destruction.

Destruction of the documents after the preservation period shall be done under the authority, guidance, supervision and directions of either one of the following authorised persons of the Company:

- 1) Managing Director or
- 2) Company Secretary or
- 3) Chief Financial Officer.

A list of such documents/ information being destroyed shall be recorded and identified. Any one of the aforesaid authorized persons shall sign on the list for the purpose of identification. It shall have to be ensured that destruction shall be done in totality and not partially.

## 7. **Amendment & Display of Policy:**

The Board of Directors shall have the right to amend this Policy from time to time either to meet the business requirements or to ensure compliance with applicable statutes. Copy of this Policy shall be uploaded on website of the Company.

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## **Annexure A**

### **Documents whose preservation shall be permanent in nature:**

1. Incorporation related documents including Certificate(s) issued by the Registrar of Companies from time to time;
2. Memorandum and Articles of Association (including any amendments thereto);
3. Minutes of Board Meetings, Committee Meetings and General Meetings along with time stamp;
4. Register and Index of Members;
5. Register of Transfer;
6. Register of Charges;
7. Register of Loans, Guarantees, Security and Investments made by Company;
8. Register of Investments not held in its own name by the Company;
9. Register of renewed and duplicate share certificate;
10. Register of Contracts with related party and Contracts and Bodies etc., in which Directors are interested;
11. Register of Directors and Key Managerial Personnel and their shareholding;
12. Regulatory/ Business Licenses, Approvals, Permits etc.;
13. Any other documents under the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

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

1. Books of accounts;
2. Annual Finance Statements current the Financial Year;
3. Annual Return along with annexure /certificates;
4. Disclosure of Director's Interest;
5. Regulatory filings with Registrar of Companies/ Stock Exchanges/ Reserve Bank of India/ Securities & Exchange Board of India and/or other regulatory authorities;
6. Office copies of Notices, Agenda, Notes on Agenda and other related papers in connection with Secretarial Standard on Meeting of Board of Directors;
7. Office copies of Notices, scrutinizer's report, and related papers in connection with Secretarial Standard on General Meetings;
8. Attendance registers of all Meetings.

### **Documents with preservation period of not less than three years after completion of the relevant transactions:**

1. Proof of sending Notice of Board Meetings and its delivery;
2. Proof of sending Agenda and Notes on Agenda of Board Meetings and their delivery;
3. Proof of sending and delivery of the draft of the (circular) Resolution and the necessary/ relevant papers;
4. Proof of sending draft Minutes of Board Meetings and its delivery;
5. Proof of sending signed Minutes of Board Meetings and its delivery.