

PROLIFIC RESOLUTION PRIVATE LIMITED

POLICY FOR PRESERVATION OF DOCUMENTS

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as approved by the Board of Directors on March 17, 2023

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SCHEDULES

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1. PREAMBLE

Regulation 9 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) requires the Board of Directors of the Company to frame a Policy for Preservation of Documents (“Policy”) classifying them into two categories:

- a) Documents whose preservation shall be permanent in nature; and
- b) Documents to be preserved for not less than eight years.

Provided that the Company may keep documents specified in clauses (i) and (ii) in electronic mode.

The documents that are required to be maintained under this Policy are preserved considering their importance, usefulness and information. The Company recognises that all the documents, whether in physical or electronic mode, form an important and integral part of the Company’s records. The preservation of documents is important in order to ensure immediate access to the records, its retrieval and authentication.

Accordingly, the Board of Directors of Prolific Resolution Private Limited has adopted this Policy for Preservation of Documents.

This Policy is disclosed on the Website of the Company at www.prolificresolution.com

2. OBJECTIVES OF PRESERVATION OF DOCUMENTS

To determine preservation period for records/documents based on their reference value and legal requirements, the following aspects are considered while arriving at the preservation period:

- Company's own information retrieval needs
- Statutory requirements under respective statutes.
- Litigation requirements
- To ensure easy retrieval
- To ensure that unwanted records do not occupy storage space.

3. DEFINITIONS

- **“Act”** means the Companies Act, 2013 and rules framed there under, including any amendments, modifications, clarifications or re-enactment thereof, for the time being in force.
- **“Applicable Law”** means any law, rules, circulars, guidelines or regulations issued by the Securities and Exchange Board of India (SEBI), Ministry of Corporate Affairs (MCA), the Institute of Company Secretaries of India (ICSI) and other professional bodies under which the preservation of documents has been prescribed.
- **“Board”** means the Board of the Directors of the Company
- **“Books of Accounts”** includes records maintained in respect of –
 - i) All sums of money received and expended by the Company and matters in relation to which the receipts and expenditure take place

- ii) All sales and purchases of goods and services by the Company
- iii) The assets and liabilities of the Company; and
- iv) The items of cost as may be prescribed under section 148 of the Act in case the Company belongs to any class of companies specified under that section.

- **“Company”** means Prolific Resolution Private Limited
- **“Document”** as per Section 2(36) of the Companies Act 2013 includes summons, notice, requisition, order, declaration, form and register, whether issued, sent or kept in pursuance of this Act or under any other law for the time being in force or otherwise, maintained on paper or in electronic form.
- **“Electronic Form”** means any electronic device such as servers, computer, laptop, compact disc, floppy disc, pen drive, 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.
- **“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.

4. PRESERVATION OF DOCUMENTS

The Company shall preserve all its documents, whether maintained and preserved in physical or in electronic mode, as per the requirements and provisions of the Companies Act, 2013, the Secretarial Standards, Securities and Exchange Board of India Act, 1992, Depositories Act, 1996, Listing Regulations, various tax related and employment related laws and other laws, rules or regulations as may be applicable to the Company.

For the purpose of preservation, documents are classified under three categories –

- i) Documents which are required to be preserved permanently (**Document Preservation Schedule A**).
- ii) Documents which are required to be preserved for not less than 8 years after completion of the relevant transaction (**Document Preservation Schedule B**).
- iii) Documents with preservation period other than those mentioned in Schedule A and Schedule B shall be preserved in accordance with the provisions of applicable laws, rules, regulations etc. or as determined by the respective head of the department. (**Document Preservation Schedule C**).

Where under a scheme of arrangement, another Company merges or amalgamates with the Company, Minutes of all the Meetings of the Transferor Company and its incorporation documents, i.e. Certificate of Incorporation, Certificate of commencement of business, Memorandum and Articles of Association etc. as handed over to the Transferee Company shall be preserved permanently. Office copies of Notices, Agendas and Notes on Agenda and other related papers of the Transferor Company shall be preserved for as long as they remain current or for eight financial years whichever is later.

5. DESTRUCTION OF DOCUMENTS

- After the expiry of the preservation period specified in the Preservation Schedules, such documents which are no longer required may be destroyed by the concerned department after obtaining prior approval of Chairman of the Company. The records of the documents destroyed shall be maintained by the concerned department and shall be produced whenever required by the concerned authority/Auditors.
- In case any specific procedure is prescribed under applicable Act/Rule/Regulation for destruction of the documents, the same shall be followed by the Company.
- Where the Company has been served with any Notice requisitioning documents from any of the Statutory Authorities or any Litigation is commenced by or against the Company, in such cases the destruction of the related documents shall be suspended till such time the matter is settled or resolved or disposed off finally.

6. DISLCOSURE

The Company will ensure displaying of the information on its official website, under the appropriate classification. The Company will also ensure that the disclosures that are made on its website will be available for downloading or viewing for a minimum period of five years. Further, the Company will ensure that all disclosures made by the Company that are required to be communicated to the shareholders are disseminated on its website.

7. REVIEW AND AMENDMENT

This Policy will be regularly monitored and reviewed to ensure that it remains relevant to the Company's business aims and requirements.

The continuous monitoring ensures that:

- No illegal records disposal takes place.
- There is a timely review of procedures to ensure that they, the procedures, are relevant, useful and meet the statutory needs.
- Unauthorized access to records is averted.

The Board has the right to amend or modify this Policy in whole or in part, at any time, subject, however, to the condition that such alterations will be in consonance with the provisions of the applicable law.

In any circumstance where the terms of this Policy differ from any applicable law governing the Company, such applicable law will take precedence over this Policy and procedures until such time as this Policy is modified in conformity with the said law.

For Prolific Resolution Private Limited

Sd/-

Shakur Shikalgar
Company Secretary

DOCUMENT PRESERVATION SCHEDULE A

List of Documents to be preserved permanently

| Sr. No | Type of Document | Concerned Department |
|---------------|---|-----------------------------|
| a. | Common Seal | Secretarial |
| b. | Certificate of Incorporation, Certificate of Change in Name etc. | Secretarial |
| c. | Certificate of alteration of Object Clause | Secretarial |
| d. | Memorandum and Articles of Association | Secretarial |
| e. | Statutory Registers | Secretarial |
| f. | Minutes of General, Board and Committee Meetings | Secretarial |
| g. | Resolutions passed by Circulation by Board and Committees of Board | Secretarial |
| h. | Attendance Registers | Secretarial |
| i. | MCA Forms | Secretarial |
| j. | Annual Audit Reports and Financial Statements | Secretarial |
| k. | Policies, Charter and Code applicable to the Company | Secretarial |
| l. | Annual Returns/Reports | Secretarial |
| m. | Scrutinizers Reports | Secretarial |
| n. | Tax Exemption and related documents | Finance and Accounts |
| o. | Orders, Judgments of court or any Adjudicating Authority | Legal |
| p. | Original Property Purchase and Sale Agreement | Legal |
| q. | Property Card, Index II, Ownership records issued by Government Authority | Legal |
| r. | License, documents, approvals etc. received from any government or regulatory authority | |
| s. | Listing Agreement executed with Stock Exchange | Secretarial |
| t. | Offer documents relating to Public Issue or Private Placement of securities filed with SEBI or any other authority. | Secretarial |
| u. | All Reports and Disclosures filed with the Stock Exchange from time to time | Secretarial |
| v. | Documents related to Corporate Actions in respect of securities | Secretarial |
| w. | Newspaper publications and press releases | Secretarial |

DOCUMENT PRESERVATION SCHEDULE B

List of Documents to be preserved for not less than 8 years

| Sr. No | Type of Document | Concerned Department |
|---------------|--|-----------------------------|
| a. | Notices, Agenda and Notes on Agenda of Board and Committee Meetings along with supporting documents | Secretarial |
| b. | Notice of General Meetings and related papers | Secretarial |
| c. | Investment Records | Finance and Accounts |
| d. | Instruments evidencing creation of charge or modification | Secretarial |
| e. | Notice of Interest received from the Directors or the Key Managerial Personnel | Secretarial |
| f. | Journal Entry support data | Finance and Accounts |
| g. | Books of Accounts, Ledgers and Vouchers | Finance and Accounts |
| h. | Tax Deducted at Source Records | Finance and Accounts |
| i. | Income Tax Papers | Finance and Accounts |
| j. | Contracts, Agreements and Related correspondence (including any proposal that resulted in the contract and other supportive documentation) | Legal |
| k. | Payroll Registers | HR |
| l. | Bonus, Gratuity and other Statutory Records | HR |
| m. | Employees Information Records | HR |

DOCUMENT PRESERVATION SCHEDULE C

**List of Documents with preservation period other than those mentioned in Schedule
A and Schedule B**

| Sr. No | Type of Document | Concerned Department |
|---------------|--|---|
| a. | Legal Memoranda and opinion including subject matter files | Legal |
| b. | Employees Medical Records | HR |
| c. | Documents governed by the jurisdiction of foreign country | Concerned department to which the document belongs. |