POLICY ON PRESERVATION OF DOCUMENTS

Approved by the Board on December 11, 2023

I. BACKGROUND

Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations") mandates listed entities to formulate a policy for preservation of documents which shall be approved by the Board of Directors. Any subsequent to modification and / or amendment to this Policy shall be subject to the approval of the Board of Directors.

Accordingly, **AVP INFRACON LIMITED** (the Company) has framed a policy with the objective of classifying various documents, records and registers for the purpose of determining the duration up to which such documents should be preserved. . The purpose of this Policy is to ensure that the Company complies with the requirement of a Policy for preservation of documents in accordance with Regulation 9 of the SEBI Regulations.

II. OBJECTIVE OF THE POLICY

The objective of this Policy is to classify the documents, records, registers, returns etc., of the Company in to the following two broad categories and to deal with their preservation.

(i) documents whose preservation shall be permanent in nature; and
(ii) documents with preservation period of not less than eight years after completion of the relevant transactions
(iii)

III. DEFINITIONS

"Act" means the Companies Act, 2013,

"Board" means Board of Directors of the Company as constituted from time to time.

"Books of Accounts" as defined in Section 2(13) of the Act.

"Document(s)" include all papers, records, files, notes, agreements, notices, advertisements, requisitions, order, declarations, forms, correspondence, minutes, indices, registers and or any other record, required to be maintained under the Act and the Regulations.

"Electronic Record(s)" means the electronic record(s) as defined under clause (t) of sub-section (1) of section 2 of the Information Technology Act, 2000.

"Electronic Form" means on any electronic device such as computer, laptop, hard disc, 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.

"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.

"SEBI Listing Regulations" or Regulations means SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereto.

IV. PRESERVATION OF DOCUMENTS

The Company shall preserve all its documents as per the requirements and provisions of the Companies Act, 2013 and the rules made thereunder, the Secretarial Standards, the Regulations and any other law, rules, regulations as may be applicable to the Company from time-to-time.

1. Documents which are to be maintained permanently:

The Company shall maintain the following documents on a permanent basis:

a. Memorandum of Association and the Articles of Association of the Company as amended from time to time
b. Minutes of General Meetings, Board Meetings, and various Committee Meetings
c. Register of Members along with Index
d. Foreign Register of Members, if any
e. Register of loans, guarantee, security and acquisition made by the company
f. Register of investments not held in its own name by the company, if any
g. Register of contracts with related party and contracts and Bodies etc. in which directors are interested
h. Register of Charges
i. Registers of Renewed and duplicate share certificates
j. Register of directors and KMP
k. Intellectual Property Documents shall include, but shall not be limited to Copyrights, Trademarks, Patents, and Industrial Designs. Intellectual Property Rights Documents that are owned by the Company shall be retained by the Company permanently
l. Any other document as may be required to be maintained permanently in terms of the Act and Regulations from time to time

2. Documents which are to be maintained for at least eight financial years:

a. Books of accounts together with the vouchers relevant to any entry in such books of account
b. Register of Debenture holders (including Foreign Register of Debentures) or Register for any other Securities issued by the Company along with Index
c. Annual Return and copies of all certificates and documents annexed
d. Disclosure of Interest received from the Directors of the Company in the manner prescribed
e. Attendance Registers, Notices, Agenda, Notes on Agenda and other related papers of General Meetings, Board Meetings and various Committee Meetings
f. Instrument creating a Charge or modifying a Charge, if any
g. Changes to the Memorandum of Association and the Articles of Association, if any
h. Tax Records - Tax records including, but not limited to documents concerning tax assessment, tax filings, proof of deductions, tax returns, appeal preferred against any claim made by the relevant tax Authorities, shall be maintained for a period of 8 years or for a period of 8 years after a final Order has been received with respect to any matter which was preferred for appeal, as the case may be
i. Employment /Personnel Record in case of employees of the Company
j. Relevant marketing and sales documents
k. Press Releases
l. Legal documents including but not limited to contracts, legal opinions, pleadings.

m. Orders passed by any court or tribunal, Judgments, Interim Orders, Documents relating to cases pending in any Court or Tribunal or any other Authority empowered to give a decision on any matter, Awards, Documents relating to property matters.
n. Further in case where applicable laws governing the Company have not prescribed any period for preservation of documents, then such documents will be preserved up to the period as per the practices followed by the Company for preservation of documents.

V. MODE OF PRESERVATION/ MAINTENANCE

The Company may maintain these records either in physical or electronic mode. The applicable provisions of law, rules and regulations with regard to electronic maintenance of records shall be adhered to, from time to time.

The officer of the Company who is generally expected to observe the compliance of requirements of applicable laws shall be the person responsible to preserve the document.

The preservation of documents should be such as to ensure that there is no tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of the documents.

The preserved documents must be accessible at all reasonable times. Access may be controlled by the authorized person to ensure integrity of the documents and to prohibit unauthorized access.

The policy should be reviewed periodically by the Management and the amendments be effected subject to approval of the Board of Directors if and when practical difficulties are encountered. The Management may also review the policy on document retention to comply with any local, state, central legislation that may be promulgated from time-to-time.

VI. DISPOSAL AND DESTRUCTION OF RECORDS

After the expiry of the preservation period, the preserved documents may be destroyed in such mode as may be recommended by the department head(s) and approved by the CMD / CEO / CFO. 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. Shred or otherwise render unreadable confidential paper records
c. Delete or destroy electronically stored data.

VII. AMENDMENT

The Board has the right to amend or modify this Policy in whole or in part, at any time, without assigning any reason whatsoever, subject, however, to the condition that such alterations will be in consonance with the provisions of the applicable Law.