

## **DOCUMENT RETENTION AND ARCHIVAL POLICY**

## **I. BACKGROUND**

Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) mandate listed entities to formulate a Policy for Preservation and Archiving of Documents. It is in this context that the Document Retention and Archival Policy (“Policy”) is being framed and implemented.

## **II. DEFINITIONS**

- a. Company** means Netweb Technologies India Limited;
- b. Board** means the Board of Directors of the Company;
- c. Books of Account** as defined in Section 2(13) of the Companies Act, 2013 includes records maintained in respect of:
  - i.** All sums of money received and expended by a 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 Companies Act in the case of a Company which belongs to any class of companies specified under that section.
- d. Documents as defined in Section 2(36) of the Companies Act, 2013** include summons, notice, requisition, order, declaration, form, and register, whether issued, sent, or kept in pursuance of the Companies Act, 2013, or time being in force or otherwise, maintained on paper or in electronic form.
- e. Electronic Records** means the electronic records as defined under clause (t) of sub-section (1) of section 2 of the Information Technology Act, 2000.
- f. Electronic Form** means 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 or access thereto.
- g.** Any other term not defined herein shall have the same meaning as ascribed to it under the Companies Act, 2013, Listing Agreement, Listing Regulations framed by the Securities Exchange Board of India or any other relevant regulation/ legislation applicable to the Company.
- h. Listing Regulations** means the Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendment thereof.
- i. Records** in relation to this policy includes books and papers and book or paper include books of account, deeds, vouchers, writings, documents, minutes, and registers maintained on paper or in electronic form as defined in **sub-section 12 of section 2 of the Companies Act, 2013**.

## **III. OBJECTIVE OF THE POLICY**

The objective of this Policy is to classify the documents into two categories i.e.

- documents which need to be preserved permanently and Documents with preservation period of not less than eight years after completion of the relevant transactions.
- Provided that the listed entity may keep documents specified in clauses (a) and (b) in electronic mode.

This policy establishes retention and archival schedules for various data categories defined in this policy, and it is formulated for the purpose of systematically identifying, categorizing, maintaining, retaining, and destroying documents received or created in the usual course of business. This policy establishes standards for establishing document type, determining how long and in what form a document should be stored, and determining how and when specific documents should be destroyed. This Policy is also for the purpose of aiding employees of the Company in understanding their obligations in retaining and preserving the documents and records which are required to be maintained as per the applicable statutory and regulatory requirements.

#### **IV. INTRODUCTION**

The Corporate records of the Company are important assets of the Company. It is the duty of every employee to keep the records in such a manner that the same is retrievable when needed and maintained in good condition and preserved till such time as mentioned below.

It is the Company's policy to keep records that are complete, accurate, and of high quality. Records should be kept for as long as they are needed, unless prolonged retention is required for historical reference, contractual, legal, or regulatory requirements, or for other reasons outlined below. Records that are no longer necessary or have reached the end of their retention periods will be destroyed.

In such cases where applicable law clearly specifies how long a document must be preserved, and if there is any inconsistency with this policy, provisions of applicable law will prevail. No officer, director, employee, contractor, or volunteer of the Company shall knowingly destroy a document in order to obstruct or influence the investigation or proper administration of any matter under the jurisdiction of any government department or agency, or in relation to or contemplation of any such matter or case. This policy applies to all of the Company's records and documents.

The Company reserves the right to amend, alter and terminate this policy at any time.

#### **V. RESPONSIBILITY FOR ADMINISTRATION**

Company Secretary & Compliance Officer of the Company shall be responsible for administering the policy.

#### **VI. STATEMENT OF POLICY**

It is the policy of this Company:

- 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.

As a result, the Company directs and expects all officers, directors, employees, contractors, and volunteers to abide by the rules and procedures outlined in this Policy. The term "documents" includes not only paper documents, but also e-mail messages and any other form of electronically stored information. The rules and procedures apply to all computers and other electronic devices provided by the Company for use in the Company's business, whether those computers or devices are used on the Company's premises or elsewhere.

## **VII. 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 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 of Directors, officers, staff, and other constituencies with respect to their responsibilities concerning document retention and destruction.

## **VIII. RULES AND PROCEDURES**

From time to time, the **Compliance Officer** may issue a “legal hold,” suspending the destruction of any records due to pending, threatened, or otherwise reasonably foreseeable litigation, audits, government investigations, or similar proceedings. If and when employees are informed of this by the Compliance Officer, they must not discard any documents relevant to the subject matter of the lawsuit, investigation or proceeding.

Employees will be informed of the specific types of documents that are relevant and must be retained for these purposes by the Compliance Officer. Until that point in time, do not discard any document that may be relevant without the written approval of the **Compliance Officer**. If in doubt, save the document.

In all other circumstances, employees must retain the documents listed in **Schedule I** of this Policy for the periods of time set forth on that Schedule. The Schedule reflects our legal obligations for document retention.

Please note that the information listed in the Schedule below is intended as a guideline and may not contain all the records of the Company may be required to keep in the future. Questions regarding the retention of documents not listed in this schedule should be directed to the **Compliance Officer**.

Take note that failure to comply with this policy can sometimes result in civil and criminal sanctions being imposed on the Company and its officers, directors, and employees, as well as disciplinary action being taken against responsible individuals, up to and including termination of employment.

## **IX. ADMINISTRATION**

### **RESPONSIBILITIES OF THE ADMINISTRATOR**

The Company’s **Compliance Officer** shall be the administrator (“Administrator”) in charge of the administration of this Policy. The Administrator’s responsibilities include supervising and coordinating the retention and destruction of documents in accordance with this Policy and, in particular, the Document Retention Schedule, which is included below. The Administrator is also responsible for documenting and retaining the actions taken to maintain and/or destroy Company documents.

The Administrator may also modify the Document Retention Schedule as needed to comply with the law and/or to include additional or revised document categories as necessary to reflect the Company’s policies and procedures.

The Administrator is also authorized to review this Policy and Policy compliance with legal counsel on a regular basis and to report compliance to the Board of Directors. The Administrator may also appoint one or more assistants to assist in carrying out the Administrator's responsibilities, with the Administrator retaining ultimate responsibility for the Policy's administration.

Attached as **Schedule I** is a Documents Preservation Schedule that is approved as the Initial Schedule for maintenance, preservation, and disposal of the Documents. The Company may preserve the Documents in electronic mode.

The **Compliance Officer** of the Company, ("the Administrator") shall be in-charge of administration of this Policy and the implementation process and procedures to ensure that Documents Preservation Schedule is followed. The Administrator is also authorized to make modifications to the Documents Preservation Schedule from time to time to ensure that it is in compliance with local, State and Central Laws and monitor compliance with this Policy.

### **RESPONSIBILITIES OF CONSTITUENCIES**

The Administrator may also modify the Document Retention Schedule as needed to comply with the law and/or to include additional or revised document categories as appropriate to reflect the Company's policies and procedures. The Administrator is also authorized to review this Policy and Policy compliance with legal counsel on a regular basis and to report on compliance to the Board of Directors. The Administrator may also appoint one or more assistants to assist in carrying out the Administrator's responsibilities, with the Administrator retaining ultimate responsibility for the administration of this Policy. Outsiders may include vendors or other service providers. Depending on the sensitivity of the documents involved in the specific outsider relationship, the Company, through the Administrator, shall share this Policy with the outsider, requesting compliance. In some cases, the Administrator may require that the contract with the outsider specify the outsider's specific responsibilities with regard to this Policy.

### **X. SUSPENSION OF DOCUMENT DESTRUCTION; COMPLIANCE**

**The Company becomes subject to a duty to preserve (or halt the destruction of) documents once litigation, an audit or a government investigation is reasonably anticipated.**

Therefore, if the Administrator becomes aware that litigation, a governmental audit, or a government investigation has been instituted, or is reasonably anticipated or contemplated, the Administrator shall immediately order a halt to all document destruction under this Policy, communicating the order to all affected constituencies in writing.

Following that, the Administrator may amend or revoke the order only after consulting with legal counsel. If any board member or staff member becomes aware that litigation, a governmental audit, or a government investigation has been instituted, or is reasonably anticipated or contemplated, with respect to the Company and is unsure whether the Administrator is aware of it, they must notify the Administrator. Failure to comply with this Policy, particularly disobeying any destruction halt order, may result in civil or criminal penalties. Furthermore, it may result in disciplinary action, including possible termination, for employees.

#### **XI. ELECTRONIC DOCUMENTS; DOCUMENT INTEGRITY**

Documents in electronic format must be kept in the same manner as hard copy or paper documents, according to the Document Retention Schedule. 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.

#### **XII. EMERGENCY PLANNING**

Documents must be stored in a secure and easily accessible location. Documents that are required for the Company's continued operation in the event of an emergency must be duplicated or backed up on a regular basis and kept in an off-site location either in physical or electronic format, or in a secure cloud storage. In the event of an emergency, the Administrator must develop reasonable procedures for document retention.

#### **XIII. DOCUMENT CREATION AND GENERATION**

The Administrator shall discuss with staff the methods by which documents are created or generated. With respect to each employee or organizational function, the Administrator shall attempt to determine whether documents are created that can be easily separated from others, so that when the time comes 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 aid in achieving a major goal of the Policy - resource conservation - by identifying document streams in such a way that the Policy can routinely provide for document destruction. Ideally, the Company will create and archive documents in such a way that documents with similar expirations can be easily identified and destroyed.

#### **XIV. PROCEDURE FOR DISPOSAL OF DOCUMENTS**

From time to time the Company establishes retention or destruction policies or schedules for specific categories of records to ensure legal compliance, and also to accomplish other objectives, such as preserving intellectual property and cost management. Several categories of documents that bear special consideration are identified below in **Schedule I**. The Documents of the Company which are no longer required as per the time schedule prescribed in the **Schedule I** may be destroyed. The administrator may direct Employees in charge from time to time to destroy the Documents which are no longer required as per the Documents Preservation Schedule given under **Schedule I**. The details of such 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**.

#### **XV. SUSPENSION OF DOCUMENTS DISPOSAL IN THE EVENT OF LITIGATION OR CLAIMS**

If the Company receives a Notice for documents from any of the Statutory Authorities, or if any Litigation is initiated by or against the Company, the disposal of documents that are the subject of the Notice/ Litigation, etc. will be suspended until the matter is settled, resolved, or disposed off. The Administrator shall immediately inform all Employees of the Company

for suspension of further disposal of Documents. If it is believed, or the Company has been informed, that Company records are relevant to litigation or potential litigation (i.e., a dispute that could result in litigation), those records must be kept until the Legal Department determines that they are no longer required. This exception supersedes any prior or subsequent destruction schedule for those records. If it is suspected that the exception may apply, or if there is any doubt about its applicability, the Legal Department should be contacted.

## **XVI. COMMUNICATION OF THIS POLICY**

For all new employees and directors, a copy of this Policy shall be handed over as a part of the joining documentation, along with other HR related policies. For all existing employees and directors, a copy of this Policy shall be circulated to the official email id of the employee within one month of the adoption of this Policy by the Board of Directors of the Company. **This Policy shall also be published on the website of the Company.**

This policy is approved by the Board of Directors on 14.03.2023

### **AMENDMENT**

Any changes to the Policy must be approved by the Company's Board of Directors. The Board of Directors reserves the right to withdraw and/ or amend any part of this Policy or the entire Policy at any time, as it sees fit, or from time to time, and the Board's decision in this regard shall be final and binding.

## **ARCHIVAL POLICY FOR HOSTING INFORMATION ON THE COMPANY'S WEBSITE**

In terms of sub regulation (8) of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the Company is required to lay down an Archival Policy for the disclosures posted on the website of the Company. The object is to ensure the preservation and availability of the Documents of the Company after their required regulatory preservation period, for any legal, administrative, and historical purposes, in respect of Documents which are hosted on the website of the Company:-

1. All Documents generated, disclosed, or received by the Company, on its website, for the purpose of shareholder communication, are the properties of the Company and constitute archival material.
2. Archival material of the Company shall not be destroyed or purged without the approval of the Compliance Officer. The Compliance Officer means the Company Secretary of the Company who is responsible for performing duties as required under Section 205 of the Companies Act 2013 and Regulation 6 of the SEBI Listing Regulations.
3. Provided that nothing contained herein shall be applicable to accidental deletion, or deletion due to any system flaw, virus, or any other deletion, inaccessibility, or loss due to any reason other than deliberate and determinate deletion.
4. Material so selected for preservation shall be sent to the Company archives in the category of such folders as may be specified by the Company.
5. The Compliance Officer, in consultation with the Board, will be responsible for deciding how long archival material is to be retained in and under the direct control of the officer concerned, if the law does not specify any time period, the period shall not be less than 3 years.
6. The Documents submitted to the stock exchange, to be hosted on the website for the purpose of compliance with disclosure norms shall also be archived in the following manner:
  - a) The Company will post on its website all information disclosed to the Stock Exchanges and the information posted in the Investor Section of the website so hosted shall be for a minimum period of 5 years.
  - b) Archiving of the Documents to be submitted to the stock exchange, in terms of the SEBI Listing Regulations, shall be for 3 years after the lapse of the preservation period of 5 years [as specified in Regulation 30(8) of the SEBI Listing Regulations].
  - c) For the Documents to be submitted to the stock exchange to comply with disclosure norms as required by any other Applicable Law, the Documents are to be archived after the lapse of the specified/required time period therein.



**SCHEDULE I**

**APPENDIX A**

**DOCUMENTS PRESERVATION SCHEDULE**

The Documents Preservation Schedule is organized as follows:

**DOCUMENT RETENTION SCHEDULE**

**SECTION TOPIC**

A	Corporate Records
B	Accounts and Finance
C	Tax Records
D	Legal Files and papers
E	Property Records
F	Projects Records
G	Correspondence and Internal Memo
H	Insurance Records
I	Personnel Records
J	Electronic Records

**A: CORPORATE RECORDS**

<b>SL. NO.</b>	<b>RECORD TYPE</b>	<b>PRESERVATION PERIOD OF DOCUMENTS TO BE RETAINED</b>
1	Memorandum of Association and Articles of Association	Permanently
2	Certificate of Incorporation	Permanently
3	Annual Reports	Permanently
4	Minutes Books of Board, General Meetings and Committees Meetings	Permanently
5	Statutory Registers	Permanently
6	License and Permissions	Permanently
7	Statutory Forms except for routine compliance	Permanently
8	Scrutinizers Reports	Permanently
9	Register of Members	Permanently
10	Index of Members	Permanently
11	Annual Returns	8 years from the filing with the Ministry of Corporate Affairs
12	Board Agenda and supporting documents	8 Years
13	Attendance Register	8 Years
14	Office copies of Notice of General Meeting and related papers	8 Years
15	Office copies of Notice of Board Meeting / Committee Meeting,	8 Years

	Agenda, Notes on Agenda and other related papers	
16	Register of Debenture-holders if any	15 years after the redemption of debentures

## **B: ACCOUNTS AND FINANCE**

<b>Sl. No.</b>	<b>Record Type</b>	<b>Preservation period of Documents to be retained</b>
1	Annual Audit Reports and Financial Statements	8 Years
2	Annual Plans and Budgets	8 years after completion of Audit
3	Books of Accounts, Ledgers, and Vouchers	8 years from the end of Financial Year or completion of assessment under Income Tax whichever is later
4	Bank Statements	8 Years
5	Investment Records	8 Years
6	General Records	3 Years

## **C: TAX RECORDS**

<b>Sl. No.</b>	<b>Record Type</b>	<b>Preservation period of Documents to be retained</b>
1	Tax Exemption and Related documents	Permanent
2	Tax Bills, receipts, and payments	Permanent
3	Excise Records	8 years from the end of the Financial Year or completion of assessment under the applicable law is over whichever is later.
4	Tax Deducted at Source Records	8 years from the end of the Financial Year or completion of assessment under the applicable law is over whichever is later.
5	Income Tax papers	8 years from the end of Financial Year or completion of assessment under Income Tax whichever is later.
6	Service Tax	8 years from the end of Financial Year or completion of assessment under Service Tax whichever is later
7	Goods and Services Tax	8 years from the end of Financial Year or completion of assessment under Goods and Services Tax whichever is later
8	Any other tax record	8 years from the end of Financial year or completion of the relevant assessment whichever is later

**D: LEGAL FILES AND RECORDS**

<b>Sl. No.</b>	<b>Record Type</b>	<b>Preservation period of Documents to be retained</b>
1	Court Orders	Permanent
2	Contracts, Agreements and Related correspondence (including any proposal that resulted in the contract and other supportive documentation)	8 years after termination or expiration of contracts
3	Legal Memoranda and Opinions including subject matter files	3 years after the close of matter
4	Litigation files	3 years after close of the Litigations

**E: PROPERTY RECORDS**

<b>Sl. No.</b>	<b>Record Type</b>	<b>Preservation period of Documents to be retained</b>
1	Original Purchase and Sale Agreement	Permanent
2	Property Card, Index II, Ownership records <del>in</del> by Government Authority	Permanent
	Copyrights, Trademarks, Industrial designs and Patents etc., if any, owned by Company	Permanent

**F: PROJECT**

<b>Sl. No.</b>	<b>Record Type</b>	<b>Preservation period of Documents to be retained</b>
1	Project Documents and Related correspondence (including any proposal of the Project and its approval)	Permanent

**G: CORRESPONDENCE AND INTERNAL MEMO**

<b>Sl. No.</b>	<b>Record Type</b>	<b>Preservation period of Documents to be retained</b>
1.	Those pertaining to non-routine matters or having significant lasting consequences	Permanent

**H: INSURANCE RECORDS**

<b>Sl. No.</b>	<b>Record Type</b>	<b>Preservation period of Documents to be retained</b>
1	Insurance Policies	Permanent

2	Journal Entry support data	8 years
3	Inspections Reports	8 years
4	Claims records	Till settlement is over and claim money is received
5	Group Insurance Plans	Until plan is amended or terminated

**I: PERSONNEL RECORDS**

Sl. No.	Record Type	Preservation period of Documents to be retained
1	Payroll Registers	Permanent
2	Bonus, Gratuity and other Statutory Records	Permanent
3	Time office Records and Leave Cards	8 Years
4	Employees Information Records	8 years after separation

**J: ELECTRONIC RECORDS**

Sl. No.	Record Type	Preservation period of Documents to be retained
1	<p><b>Electronic Mail</b></p> <ul style="list-style-type: none"> <li>• All e-mails received from Internal and External.</li> <li>• Employees will strive to keep their e-mails related to business issues.</li> <li>• Employees are requested to take care not to send proprietary or confidential internal e-mails to outside sources.</li> <li>• All e-mails of Employees which are important should be copied to the employees' folder.</li> </ul>	8 years.
2	<p><b>Electronically Stored Documents</b></p> <p>Electronically stored documents (e.g., in pdf, text or other electronic format) comprising or relating to a particular document otherwise addressed in this Schedule should be retained for the same period as the document which they comprise or to which they relate but may be retained in hard copy form (unless the electronic aspect is of significance).</p>	8 years.

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