**BundlePe Innovations Private Limited**

*Registered Office: Durga Abason, RA-423, Nabapally, Pole-02/521, Sector IV, Kolkata, West Bengal, 700098*

# POLICY ON PRESERVATION OF DOCUMENTS

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# ARCHIVAL OF RECORDS

Version 1.0

Adopted by the Board of Directors

## SCOPE AND PURPOSE OF POLICY

Records and documents provide evidence at the time of a potential or actual conflict of interest among stakeholders. Documents are also useful in reflecting compliances undertaken by BundlePe ("the Company") in respect of various statutory obligations.

Where applicable, Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations" or "Regulations") requires every listed entity to have a policy on preservation of documents / records, either in physical mode or electronic mode. Regulation 30(8) of the SEBI LODR Regulations requires an entity to create and maintain an archival policy, and the same accordingly forms part of this Policy. This Policy is intended to ensure compliance with applicable provisions of the Companies Act, 2013 and, to the extent applicable to the Company, the SEBI LODR Regulations.

The corporate records of the Company are important assets of the Company, and the Company is committed to accessing and managing its records effectively. The Company is obliged to create, maintain, preserve and dispose of records in accordance with this Policy.

This Policy categorises records whose preservation shall be permanent in nature and records that shall be preserved for a specified period of time, and outlines responsibilities for the creation, maintenance and lawful disposal of records. It also endorses the preservation of records in the Company's archives.

## OBJECTIVE OF THE POLICY

The main objective of this Policy is to ensure that all statutory documents are preserved in compliance with applicable Regulations, and to ensure that records that are no longer needed, or which are of no continuing value, are discarded after following due process.

The major objectives of this Policy are:

- To identify statutory records to be preserved.
- To identify records to be maintained either for a period of eight (8) years or permanently.
- To decide the mode of preserving documents, whether in physical form or electronic form.
- To help employees understand their obligations in retaining and preserving documents and records.
- To ensure effective corporate governance and risk management.
- To ensure effective information management, supporting the work of the administration and continued access to information as and when needed.
- To ensure the systematic disposal / destruction of the Company's non-current records that have outlived their administrative usefulness.
- To identify records of the Company that are of continuing administrative and historical value, warranting their transfer to and preservation in the Company's archives.

## DEFINITIONS

**"Act"** means the Companies Act, 2013, the rules framed thereunder, and any amendments thereto.

**“Archival”** means the accumulation / storage of historical records on a server / network, or at a physical location.

**“Board of Directors / Board”** means the collective body of directors of the Company, or its Committee(s), as the context may require.

**“Company”** wherever it occurs in this Policy, shall mean BundlePe Innovations Private Limited.

**“Compliance Officer”** means the Company Secretary of the Company, or such other person as may be designated by the Board in this behalf.

**“Current”** means running matter, or whatever is presently in the course of passage / transaction.

**“Documents”** shall have the meaning assigned to it under sub-section (36) of Section 2 of the Companies Act, 2013.

**“Electronic Records”** shall have the meaning assigned to it under the Information Technology Act, 2000, as amended from time to time.

**“Electronic Form”** means any contemporaneous electronic device such as a computer, laptop, compact disc, storage drive, or space on an electronic cloud, or any other form of storage and retrieval device considered feasible, whether or not the same is in the possession or control of the Company, provided the Company has control over access to it, as defined under the Information Technology Act, 2000, as amended from time to time.

**“Listing Regulations”** means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable to the Company.

**“Maintenance”** means keeping documents, either in physical or in electronic form.

**“Preservation”** means keeping documents in good order and preventing them from being altered, damaged or destroyed.

**“Policy”** means this Policy on Preservation of Documents and Archival of Records of BundlePe.

**“Records”** in relation to this Policy, includes accounting records, books or papers as defined under sub-section (12) of Section 2, and books of accounts as defined under sub-section (13) of Section 2 of the Companies Act, 2013, and any other statutory or material documents, whether or not specifically covered under this Policy.

**“Register”** means a register required to be maintained under the Companies Act, 2013 or applicable SEBI regulations.

## INTERPRETATION

Any term not defined in this Policy shall carry the same meaning as ascribed to it under the Companies Act, 2013, the SEBI LODR Regulations (to the extent applicable), or any other relevant regulation / legislation applicable to the Company.

## VALUE OF RECORDS

The Company recognises the value of its records. This Policy therefore takes into account the qualities that relate to their importance, usefulness and quality, including:

- Informational Value — all information presented, whether written, pictorial or in audio form.
- Material Value — intrinsic information about a record that can be retrieved from the material itself, such as its age, provenance, history or software.
- Cultural Value — encompassing political, religious, historical, ethical, aesthetic and other similar values.

Under this Policy, the Company shall endeavour to preserve the qualities of all its records to the extent reasonably possible.

## AUTHORITY AND RESPONSIBILITY

The Company Secretary and / or the Compliance Officer, as designated by the Board in this behalf, shall be responsible for the preservation of records in accordance with the timeframes prescribed in this Policy.

All staff and management of the Company shall assist in implementing this Policy, as appropriate to their respective roles and responsibilities.

## POLICY

### 1. Preservation of Documents

***(A) Preservation of Documents with reference to the Companies Act, 2013 and, where applicable, the SEBI LODR Regulations***

(i) Documents whose preservation shall be permanent in nature: All documents required to be preserved permanently in accordance with the provisions of applicable law, rules, regulations, guidelines, circulars and notifications, as may be applicable to the Company from time to time, shall be preserved permanently. An indicative list of such documents is set out in Annexure A. All modifications, amendments, additions and deletions to such documents shall also be preserved permanently.

(ii) Documents with a preservation period of not less than eight years after completion of the relevant transaction: All documents required to be preserved for a period of not less than eight years after completion of the relevant transaction, in accordance with applicable law, rules, regulations, guidelines, circulars and notifications, shall be preserved accordingly. This includes documents / information furnished to regulators, submitted to the Registrar of Companies and / or the Ministry of Corporate Affairs, and attendance registers for Board and Committee meetings (including attendance recorded through electronic mode), which shall be preserved for a minimum period of eight years from the end of the financial year in which such information is furnished or such meeting is held. An indicative list of such documents is set out in Annexure B. All modifications, amendments, additions and deletions to such documents shall also be preserved for a period of not less than eight years from the date of such modification or deletion.

(iii) Documents with a preservation period other than those mentioned above: All documents required to be preserved for a period other than those specified in (i) and (ii) above shall be preserved accordingly. Claims by or against the Company, suits pending before courts, tribunals, quasi-judicial fora, mediation and alternate dispute resolution fora, industrial disputes, etc., shall be preserved according to specific needs and, where necessary, beyond the prescribed period. In the case of statutory records such as licenses, certificates, sanctions and approvals from government / statutory bodies, care shall be taken to maintain and preserve such records in accordance with any specific guidelines or instructions issued by the concerned authority.

***(B) Documents to be made available on the Company's website, as may be required under the Companies Act, 2013 and applicable SEBI LODR Regulations***

Where applicable to the Company, BundlePe shall maintain a functional website containing:

- basic information about the Company;

- all information and / or documents specified under the applicable provisions of the Companies Act, 2013;
- all information and / or documents specified under Regulation 46(2) of the SEBI LODR Regulations, if and to the extent applicable;
- all information and / or documents relating to material events, as specified under Regulation 30 of the SEBI LODR Regulations, if and to the extent applicable; and
- all other information and / or documents as may be required under any applicable law.

The Company shall ensure that the contents of its website are correct and shall update any change in content within two working days from the date of such change. Information / documents required to be disclosed under Regulation 30 of the SEBI LODR Regulations (if applicable) shall be made available on the website simultaneously with disclosure to the concerned stock exchange(s). Such information / documents shall remain available on the website for the current financial year and the preceding five financial years, and shall be arranged under appropriate heads and sub-heads (for example, financial-year-wise with quarterly segregation, and policies / general documents grouped together) so that they may be easily located by viewers.

## 2. Archival of Documents Mentioned in Clauses (A) & (B)

Documents mentioned in sub-clauses (A) and (B) above shall be maintained and preserved in the following manner:

**Documents maintained in physical form:**

- All information and / or documents pertaining to the current financial year and the immediately preceding financial year shall be kept readily accessible, so that their retrieval is easy and quick.
- All documents pertaining to periods prior to the immediately preceding financial year shall be kept in good condition for at least the minimum period specified for their preservation in the Annexures to this Policy, and maintained such that retrieval remains easy and quick.

**Documents maintained in electronic form:**

- All documents pertaining to the current financial year and the immediately preceding financial year shall be maintained on the Company's server, with backups taken on a scheduled basis, and maintained such that retrieval is easy and quick.
- Backups of documents pertaining to periods prior to the immediately preceding financial year shall also be maintained on the server in good condition for at least the minimum period specified for their preservation, and maintained such that retrieval remains easy and quick.

**Documents made available on the Company's website:**

After expiry of the period referred to in Clause 1(B) above (i.e., five financial years preceding the current financial year), the relevant information / document shall be removed from the Company's main website. A backup of such information / document shall be maintained on the server for a minimum period of three years from the date of removal, after which it may be permanently removed.

**Destruction of documents mentioned in Clauses (A) & (B):**

Documents mentioned in Clauses (A) and (B) above which are not required to be maintained and preserved permanently shall be destroyed in due course. Documents / records should not be retained longer than necessary, as unnecessary retention consumes time, space and resources. Documents referred to in Annexure B, having been preserved for at least eight years (or such additional period as the Company may determine), may be disposed of after expiry of their preservation period, following approval of the Board of Directors, or such officer as may be authorised by the Board (including the Compliance Officer, Chief Financial Officer or General Counsel, as applicable), and in accordance with applicable law.

The Company shall maintain a Register of Disposal of Records, in the custody of the Compliance Officer, recording brief particulars of records disposed of. The Register of Disposal of Records shall contain the following columns:

- Item Number
- Brief particulars of the records disposed of
- Date of approval for disposal of records
- Date of disposal
- Mode of destruction

This Register shall be maintained permanently by the Company, with the assistance of the Compliance Officer, either in physical or electronic form.

## ARCHIVAL POLICY

BundlePe shall disclose on its website all information required to be disclosed under the Companies Act, 2013 and any other applicable law, and, to the extent applicable, all events or information disclosed to any stock exchange(s) under Regulation 30(8) of the SEBI LODR Regulations. Such disclosures shall be hosted on the Company's website for a minimum period of five (5) years, and thereafter archived.

- Documents and records that are no longer current, but which are required to be preserved for a specified period or permanently under applicable law, shall be archived by the Company.
- Documents and records may be archived in physical and / or electronic mode, as the Board may deem fit.
- Documents and records archived in electronic form shall be backed up automatically on a periodic basis.
- Documents and records no longer required to be preserved under this Policy may be destroyed in a manner prescribed by the Board.

## LOCATION OF RECORDS

Records required by the Companies Act, 2013 or any other applicable statute to be maintained at the registered office shall be so located. Records for which no specific location is prescribed under any statute shall be maintained at the corporate / registered office of the Company, or at such other place as may be approved by the Board from time to time.

## ACCESS AND AUTHENTICITY

Preservation of the Company's records is vital to ensuring current and future access to them, and to safeguarding their authenticity. The Compliance Officer shall prepare a matrix identifying persons authorised to access different categories of records maintained and preserved by the Company. Where records are maintained across different levels or departments, the relevant Functional Heads shall be responsible for ensuring the preservation of, and access to, records within their respective jurisdiction.

## RECORD RETENTION SCHEDULE

Records referred to in Annexure A of this Policy shall be maintained permanently, and, where required to be preserved permanently on the Company's website, shall be preserved in line with the website archival provisions of this Policy.

Records referred to in Annexure B shall be preserved for at least eight (8) years, and thereafter, at the discretion of the Board, may be disposed of in the manner prescribed by it.

The Company shall maintain a Register of Preservation and Disposal of Records, in the custody of the Compliance Officer, recording brief particulars of records preserved and / or removed after expiry of their preservation period. The Register shall contain the following columns:

- Item Number
- Brief particulars of the records preserved / disposed of
- Date of creation of the record
- Date of removal from the register
- Whether preserved permanently or not
- Mode of destruction

This Register shall be maintained permanently by the Company, with the assistance of the Compliance Officer, either in physical or electronic form.

## RECORD APPRAISAL

The Company shall, at regular intervals, carry out an appraisal of records preserved under this Policy, to determine whether such records are worthy of archival preservation, need to be retained further as they remain in active use, or should be destroyed. Any such appraisal shall be undertaken only with the approval of the Board.

## RISK-BASED APPROACH

The Company adopts a risk-based approach towards the preservation of its record collection. A preservation risk assessment shall be conducted for the record collection as a whole and reviewed periodically. The outcome of such assessment shall determine the urgency of any preservation action — a low risk may simply require re-assessment at a future date, whereas a high risk shall trigger immediate corrective action.

## REVIEW OF THE POLICY

This Policy shall be reviewed periodically to ensure it remains compliant with applicable legal requirements. The Company Secretary shall be responsible for keeping this Policy updated in line with applicable statutory guidelines.

## AMENDMENT

The Board shall have the power to amend any provision of this Policy, substitute any provision with a new provision, or replace this Policy entirely with a new policy, in light of any subsequent modification(s) or amendment(s) to applicable law or Regulations.

In the event of any inconsistency between the terms of this Policy and applicable law or the SEBI LODR Regulations, the provisions of the applicable law / SEBI LODR Regulations shall prevail. Any amendment to such law / Regulations shall be deemed to be incorporated in this Policy, mutatis mutandis, with effect from the date such amendment becomes effective.

## ANNEXURE – A

### INDICATIVE LIST

### RECORDS TO BE PRESERVED PERMANENTLY

| Sr. No. | Records |
|---|---|
| 1 | Certificate of Incorporation / Commencement of Business |
| 2 | Memorandum & Articles of Association |
| 3 | Minute Books of General Meetings, Board and Committee Meetings as per the Companies Act, 2013 |
| 4 | Licenses and Permissions |
| 5 | Register of Members |
| 6 | Index of Members |
| 7 | Agreements made by the Company with Stock Exchanges, Depositories, etc. |
| 8 | Records relating to Court Cases / CBI Cases / Police Cases / Civil Suits / Labour Court Cases / Arbitration Cases |
| 9 | Files relating to premises, for instance Title Deeds / Lease Deeds of owned premises / land and building, etc. and related Ledger / Register |
| 10 | Authorisations / licenses obtained from any statutory authority |
| 11 | Policies of the Company framed under various regulations |
| 12 | Register of preservation and disposal of records |
| 13 | Register of Power of Attorneys, if any |
| 14 | Certificates obtained from various statutory authorities |
| 15 | Any other documents as may be applicable under any law, rule or regulation |

## ANNEXURE – B

### RECORDS TO BE PRESERVED FOR A MINIMUM PERIOD OF EIGHT YEARS

| Sr. No. | Records |
|---|---|
| 1 | Instrument creating charge or modification (from the date of satisfaction of charge) as per the Companies Act, 2013 |
| 2 | Register of Inter-Corporate Loans and Investments as per the Companies Act, 2013 |
| 3 | Annual Returns as per the Companies Act, 2013 |
| 4 | Register of Deposits as per the Companies Act, 2013 |
| 5 | Register of Allotment (from the date of each allotment) as per the Companies Act, 2013 |
| 6 | Annual financial statements, including: Annual Accounts, Directors' Report and Auditors' Report |
| 7 | Vouchers / Voucher Register and books of accounts as defined under sub-section 13 of section 2 of the Companies Act, 2013 |
| 8 | Income Tax Returns filed under the Income Tax Act, 1961 |
| 9 | All notices in Form MBP-1 received from Directors and KMPs, along with any amendment thereto |
| 10 | Return of declaration in respect of beneficial interest in any share as per the Companies Act, 2013 |
| 11 | Copies of newspaper advertisements or publications |
| 12 | All agreements entered into by the Company, from the date of their termination |
| 13 | All show cause notices or any other notices received from any statutory or government department, judicial or quasi-judicial authority, etc. |
| 14 | Any other documents as may be applicable under any law, rule or regulation |
| 15 | Books of accounts, including Vouchers, as defined under the Companies Act, 2013 |
| 16 | Compliance Reports received from any statutory authority |
| 17 | The postal ballot and all other papers or registers relating to postal ballot, including voting by electronic means |
| 18 | Disclosures / Returns filed under the SEBI LODR Regulations (as and when applicable to the Company) |
| 19 | Office copies of Notices, Agenda, Notes on Agenda of Board Meetings and Committee Meetings, and other related papers |
| 20 | Office copies of Notices, Scrutinizer's Report and related papers regarding General Meetings (including the AGM) |
| 21 | Any other document, certificate or statutory register which may be required to be maintained and preserved for not less than eight years after completion of the relevant transaction under the Companies Act and/or other applicable law |