

ABM KNOWLEDGEWARE LIMITED

POLICY ON PRESERVATION OF DOCUMENTS

Introduction:

Pursuant to regulation 9 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of ABM KnowledgeWare Limited has adopted this policy at its meeting held on 28th January, 2016 for Preservation of Documents, as required under applicable regulations.

Objective:

To establish the framework needed for effective preservation records and documents of the Company required to be maintained under the listing Regulations and also based on their reference value and legal requirements.

Policy for Preservation of Documents:

Documents and Records of the Company required to be maintained under the Listing Regulations shall be classified in following categories as below:

- 1) Documents whose preservation shall be permanent in nature, shall be preserved permanently by the Company subject to the modifications, amendments, addition, deletion or any changes made therein from time to time;
- 2) Other Documents shall be preserved for a period of not less than eight (8) years after completion of the relevant transactions subject to the modifications, amendments, addition, deletion or any changes made therein from time to time.

Provided that:

- The Company may keep documents specified in clauses (1) and (2) in electronic mode.
- The Company may further archive the documents after completion of the period of 8 years after transaction or may destroy it according to its requirement.

1) Documents whose preservation shall be permanent in nature:

- i) Certificate of Incorporation of the Company.
- ii) Memorandum and Article of Association of Company, Common seal.
- iii) Statutory Registers.
- iv) Register of Members.
- v) Listing Agreements.
- vi) Trading Approval relating to listing of securities.
- vii) Offer document for Public Issues and Private placement of securities filed with SEBI.
- viii) Confirmation of all corporate Action in respect of allotment of securities.
- ix) Intimation on allotment of ISIN for securities issued.
- x) Annual Return.
- xi) Minute book of Board meetings and General Meetings.
- xii) Intellectual property records.
- xiii) Disclosure made under SEBI Insider and Takeover Regulations and the SEBI (LODR) Regulations, 2015 to the Exchange from time to time.

2) Documents shall be preserved for a period of not less than eight (8) years after completion of relevant transactions

- i) Annual Reports.
- ii) Notices of Board meetings, and Shareholders Meeting, Postal Ballot Notices.
- iii) Disclosures made with Stock Exchanges under the Listing Regulations.
- iv) Documents, forms filed with NSDL, CDSL, SEBI, ROC.
- v) Books of Accounts, Signed copy of financial statements etc.
- vi) Tax related records and documents.
- vii) Proxy Register.
- viii) Disclosure of Interest by Board of Directors.
- ix) Instrument creating charge or modification.
- x) Results of E-voting, General Meeting, Postal Ballot etc.
- xi) List of unpaid Dividend to the shareholders.
- xii) Any Price Sensitive Information given or provided to the Stock Exchange under Regulation 30 of the SEBI (LODR) Regulations, 2015 .
- xiii) Register of Directors' Attendance and Members' Attendance.

Roles and Responsibilities:

The respective Department Heads / Functional Heads shall be responsible for maintenance and preservation of documents in respect of areas of operations falling under the charge of each of them. However, destruction of documents requires approval from Board of Directors.

Modes of Preservation:

The documents may be preserved in

- a. Physical Form or
- b. Electronic Form

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

Disposal of Documents:

Disposal of Documents after the said period of 8 years (whose preservation shall not be permanent in nature) shall be done in the presence of Authorized person in method prescribed by Board of Directors.

Amendment:

Any change in the Policy shall be approved by the Board of Directors of the Company. The Board of Directors shall have the right to withdraw and / or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding.