

FOSECO INDIA LIMITED
POLICY FOR PRESERVATION OF DOCUMENTS

INTRODUCTION:

The Board of Directors ("the Board") of Foseco India Limited ("the Company") has adopted this Policy for Preservation of Documents as required under Regulation 9 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

This Policy is effective from 1 December, 2015.

SCOPE:

This Policy envisages the procedure governing preservation of documents as required to be maintained under the various statutes viz. the Companies Act 1956, the Companies Act 2013, and Rules issued thereunder from time to time, the Secretarial Standards, the Listing Regulations, SEBI (Prohibition of Insider Trading) Regulations, 2015, the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, and any other applicable Regulations under the SEBI Act, 1992 and amendments thereto from time to time (hereinafter referred as Act / Regulation).

DEFINITIONS:

1. "Documents" means forms, registers, returns, reports, papers, minutes, notices presentations or such other record maintained by the Company under applicable provisions of the Act/Regulation.
2. "Maintenance" means keeping of documents, either physically or in electronic mode as may be permitted under Act/Regulation for the time being in force including authentication and custody of such documents.
3. "Preservation" means to keep in good order, to prevent from it being damaged or destroyed.

LIST OF DOCUMENTS TO BE PRESERVED:

The Company Secretary shall ensure the preservation of the Documents as categorized in this Policy.

The documents to be preserved are categorized as follows based on provisions of the Act / Regulation and its essentiality for the smooth, efficient and systematic functioning of the Company.

1. Documents to be preserved permanently - Annexure I
2. Documents to be preserved for at least 8 years after completion of the relevant event / transaction - Annexure II
3. Documents to be preserved for specified period - Annexure III

Notwithstanding the above, in case any such documents are required to be preserved in accordance with the directions of the Court or if the matter is sub-judice then the concerned documents shall be preserved until such time the matter is conclusively disposed off.

DESTRUCTION OF DOCUMENTS:

The Documents may be destroyed after the expiration of the period mentioned in the Annexures. The Company shall maintain a register about brief particulars of the documents destroyed and all entries made therein shall be authenticated by the Company Secretary of the Company.

AMENDMENT:

This Policy is subject to review from time to time by the Board of Directors of the Company.

Place: Pune

Date: 21 January, 2016

ANNEXURE I

Following document shall be preserved permanently:

Name of the Register / Document
Incorporation related document
Register of Charges
Register and Members along with the Index.
Foreign Register of Members
Register of Renewed and Duplicate Share Certificates
Register of contracts / arrangements in which Directors are interested
Register of Directors / Managing Directors / Managers / Whole time Directors / Secretary
Register of Directors Shareholding
Register of Directors and KMP and their Shareholding
Register of loans or investments made, guarantees given and security provided to other body corporate
Register of loans made, guarantees given, securities provided or investment made by the Company
Minutes of General Meetings and Board Meetings and Committee Meetings
Register of investments not held in Company's name
All books and documents relating to issue of share certificate including blank forms of share certificates, in case of disputed cases
Maintenance of share certificate forms and related books and documents except blank forms of share certificates
Register of transfer of shares
Register of transfer of debentures, if any
Register of transmission of shares and debentures
Register maintained under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 1997 and SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
Memorandum of Association and Article of Association including amendments thereof
Court orders for Corporate Restructuring, if any
Certificate of Incorporation, Certificate of Commencement of Business and other certificates issued by Registrar of Companies

ANNEXURE II

Following documents shall be preserved for 8 years after completion of the relevant events / transactions namely:-

Name of the Register / documents
Register of shares or other securities bought-back
Register of any other security holders along with the Index, if any
Register of Foreign Debenture holders, if any
Register of Deposits
Register of allotment, if any
Register of payment of Dividend, if any
Register of attendance of Directors at Meetings of the Board and Committees thereof
Register of Proxies
Notice of disclosure by a Director of his interest
Register of sweat equity shares
The books of accounts, together with vouchers, records and papers relevant to any entry in the books
Books of accounts, other relevant books, papers and financial statements for each year
Copies of all Annual Returns prepared and copies of all certificates and documents annexed thereto, filed with the Registrar of Companies
Cost records, Cost statements and reconciliation statements
Copy of instrument creating charge
E-Forms and other documents filed with the Registrar of Companies
Annual Reports of the Company
Audit Reports of the Company

ANNEXURE III

Following documents shall be preserved as per the applicable Act, Rules and Regulation.

A. Documents to be preserved for the period specified as per the applicable Act, Rules and Regulation.

Name of the Register / Documents	Period for which the Register / Documents are to be maintained
Ballot Papers and other related papers or register handed over by Scrutinizer appointed for conducting the Postal Ballot	Reports and office copies of the notice to be preserved until the Resolution has been implemented or for 10 years, whichever is later
Register including pre-clearances etc. in respect of SEBI (Prohibition of Insider Trading) Regulations, 1992 and 2015	5 Years

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Share Certificates Surrendered to the Company	3 Years from the date on which the share certificates are surrendered
Maintenance of share certificate forms and related books and documents	For a period of not less than 30 years
All Registers under SEBI Act / Rules / Regulations	5 Years
Agenda for Board and Committee Meetings	10 Years
Documents including presentations forming part of minutes	10 Years

- B. Documents to be preserved for which no period is specified as per the applicable Act, Rules and regulations but will be preserved by the Company for a period of 8 years

Name of the Register / Documents
Forms FCGPR filed with the Reserve Bank of India
Declarations from Directors under Companies Act, Code for Insider Trading etc.
Power of Attorney given to Directors and KMP
Register of Agreements entered into with Directors / Managing Directors / Whole Time Directors
All protected disclosures in writing and disclosures alongwith the results of investigation relating thereto under the Whistle Blower Policy
Register of documents executed under common seal
Register of records and documents destroyed
Details of Unpaid / Unclaimed Dividend filed with the Investor Education and Protection Fund
Documents filed with Stock Exchanges
Shareholding Pattern filed with Stock Exchanges
Register and Index of Beneficial Owners to be maintained by Depository under Section 11 of the Depositories Act, 1996
Shareholders / Proxies Attendance Book
Register of power of attorneys / probate/ letters of administration/ death certificate/ succession certificate
Register of dividend mandate
Register of Bank Account Particulars
Register of electronic clearing services
Register of fixed assets
Register of nominations
Register of share warrants
Register of Inspection