

HCL INFOSYSTEMS LIMITED

POLICY ON PRESERVATION OF DOCUMENTS

PREAMBLE:

Pursuant to Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Hereinafter called as "**The Regulations**") every listed Company shall frame a policy on preservation of documents. This policy *inter alia* provides for preservation of documents where such preservation shall be of permanent nature as also documents with preservation period of not less than eight years after completion of the relevant transactions to which such document relates.

PURPOSE OF THE POLICY:

The purpose of this policy is to establish the framework needed for effective management of the documents and set principles for Company's approach to preserve them. In order to efficiently conduct its business, the storage, retrieval and management of documents is critical.

A good document preservation program is fundamental to the Company's commitment to administrative efficiency, transparency and accountability. It enables the Company to take decisions and actions by providing essential evidence in the form of documents.

This policy seeks to ensure that the Company's business is adequately documented that are then managed in accordance with best practice. Preservation of documents is the responsibility of all staff & users of archives of the Company to ensure their continuous and timely availability.

SCOPE:

This policy is applicable to all departments of the Company. It ensures that the Company maintains both electronic and physical documents as per various statutory requirements and are subject to the same degree of confidentiality and care.

DEFINITIONS

- a) "**Act**" means the Companies Act, 2013 including any amendment or modification thereof.
- b) "**Board**" means Board of Directors of HCL Infosystems Ltd, as constituted from time to time.
- c) "**Company**" means HCL Infosystems Limited.

- d) **"Document"** means all business records of the Company in written, printed and recorded matter and electronic forms of records and includes summons, notice, requisition, order, declaration, form and register, whether issued, sent or kept in pursuance of the Companies Act 2013, SEBI Act 1992 or under any other law for the time being in force or otherwise, maintained on paper or in electronic form;
- e) **"Electronic Record(s)"** means the electronic record as defined under clause (t) of subsection (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 access to it.
- g) **"Key Managerial Personnel"** mean the officers of the Company as defined in Section 2(51) of the Companies Act, 2013 and rules prescribed there under.
- h) **"Policy"** means policy on Preservation of documents.
- i) **"Preservation"** is maintenance of documents, files and documents in usable form
- j) **"Listing Regulations"** mean SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015
- k) **"Secretarial Standards"** means standards issued by the Institute of Company Secretaries of India under section 118 (10) of the Companies Act 2013.
- l) **"Stock Exchange or Exchanges"** mean BSE Limited and National Stock Exchange of India Limited
- m) Any other term not defined herein shall have the same meaning as defined in the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Companies Act, 2013, Securities Contract Regulation Act or any other applicable law or regulations.

MODES OF PRESERVATION

The Documents may be preserved in

- Physical form or
- Electronic Form.

CREATION OF DOCUMENTS

All employees of the Company are required to create accurate documents regarding their respective matters. The documents should:

- i. facilitate necessary action by employees and their successors at any level at all points of time;
- ii. facilitate proper scrutiny of the conduct of businesses by anyone authorized to undertake such scrutiny;
- iii. Protect the financial, legal and other rights of the organization, its clients and any other people affected by its actions and decisions.

MAINTAINENCE OF DOCUMENTS

Every member of the Company is responsible for making and keeping the documents as may be necessary to fully and accurately record the functions, activities, transactions and affairs of the Company. They must handle the documents sensibly and with care and preserve them to avoid any damage before its prescribed time limit.

- i. Digital documents can be maintained in forms such as emails, web pages or database records, plus scanned versions of papers that have been digitised in business processes.
- ii. Physical documents to be maintained in books and files.
- iii. All digital and physical records to be saved at the registered office/Corporate Office of the Company and no physical records can be migrated without permission of the respective Department Head
- iv. A reproduction of any original record on microfilm or on any other medium shall be certified by the respective Head of Department of the Company to be a true and accurate reproduction of the original of such document.

DISPOSAL AND DESTRUCTION OF DOCUMENTS

- i. All documents mentioned in Category A which are temporary in nature must be preserved for a period not less than 8 years or such other period as may be prescribed under any law for the time being in force and thereafter the records can be destroyed. However, all documents mentioned in Category B need to be permanently preserved by the Company during its entire life time. Utmost care is to be taken to ensure that files are well preserved. The details of documents for the above said categories are given in the Annexure.
- ii. The Company shall maintain a register wherein it shall enter brief particulars of the documents destroyed and all entries made therein shall be authenticated by the Department Head for the purpose. Inspection of this register is restricted.
- iii. If, upon review by the Company, any of the documents mentioned in this Policy are not required to be maintained and preserved permanently or for the specified period, as the case may be, they shall be destroyed after joint approval of any two of Chief Financial Officer, legal head and Company Secretary of the Company.

- iv. The Company shall maintain a register of disposal of records in the custody of the Compliance Officer of the Company, wherein the brief particulars of the records disposed of shall be entered.
- v. The register of disposal of records shall contain particulars of records disposed and shall be maintained permanently with the assistance of the Compliance Officer, either in physical or electronic form.

AMENDMENTS AND CONFLICT

Any subsequent amendment/modification in the Applicable Laws shall automatically apply to this Policy. The Board has the right to amend or modify this Policy in whole or in part, at any time without assigning any reason, whatsoever. In the event of conflict between this Policy and any Applicable Laws, Applicable Laws shall prevail.

Annexure

SI No.	Category A	Category B
1	Proxy form	Certificate of Incorporation
2	Representation letters	Certificate of change of Name (if any)
3	Annual Return	Memorandum and Articles of Association as amended from time to time
4	Instrument of Charge	Minute Books
5	Circular Resolutions	Statutory Registers
6	Consents and Resignation Letters	Personal files of all live employees
7	Annual Financial Statements	Property Records
8	Declaration by Directors u/s 164 and 184	Any other record as may be decided by the Managing Director/CFO/Manager/ Company Secretary/ of the company from time to time.
9	Documents on which common seal has been affixed	
10	Notices of General Meeting	
11	All documents under the Listing Agreement/Listing Regulations.	
12	Advertisements published	
13	Disclosures under takeover code	
14	Inward file giving information about the various correspondence received from outside agencies requiring secretarial action	
15	Any other record as may be decided by the / Managing Director/CFO/Manager/Company Secretary / of the Company from time to time.	