



**GMR AIRPORTS LIMITED**

**POICY FOR PRESERVATION OF DOCUMENTS**

## **PURPOSE OF POLICY**

As per the Regulation 9 of Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015 [herein after referred to as “SEBI (LODR) Regulations” or “Regulations”, every listed company is required to have a policy for preservation of documents/ records either in Physical Mode or Electronic Mode.

Since the records of the Company are the important assets for the Company therefore, the Company endeavours to access and manage its records effectively, and is obliged to create, maintain, preserve and dispose of records as per this Policy.

This Policy categorizes the records whose preservation shall be permanent in nature and documents that will be preserved for specified period of time and outlines responsibilities to create, maintain and lawfully dispose of the records. It endorses the preservation of records in the Company’s Archives.

## **DEFINITIONS**

- i. **“Company”** means GMR Airports Limited
- ii. **“Board”** means the Board of Directors of the Company or its Committee;
- iii. **“Documents”** means as defined in sub- section 36 of section 2 of the Companies Act, 2013
- iv. **“Electronic Records”** means as defined in Information Technology Act, 2000 or as amended from time
- v. **“Electronic Form”** means as defined in Information Technology Act, 2000 or as amended from time
- vi. **“Listing Regulations”** means the Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015
- vii. **“Preservation”** means to keep in good order and to prevent from being altered, damaged or destroyed
- viii. **“Policy”** means this Policy for Preservation of Document of the Company;
- ix. **“Records”** in relation to this policy includes accounting records, books or papers and books and papers as defined in sub-section 12 of section 2, books of accounts as defined in sub-section 13 of section 2 of the Companies Act, 2013, statutory and other documents of material significance whether covered under this Policy or not.

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.

### **OBJECTIVE OF POLICY**

This Policy mechanism provides the comprehensive framework for preservation of documents for a specified period of time to achieve the following objectives:

- a) Effective corporate governance and risk management;
- b) Effective information management to support the work of the administrations and provision of continued access to it at times when needed;
- c) Systematic disposal/destruction of Company's non-current records that have outlived their administrative usefulness.
- d) Identification of the Company's records that are of continuing administrative and historical value to warrant their transfer to and preservation in the Company's Archives.

### **APPLICABILITY**

This policy is applicable to all documents maintained physically and in electronic mode by the Company.

The Documents that are not covered under this policy shall be preserved and maintained in accordance with provisions of the respective Acts/Rules/Regulations/Guidelines/Notifications as applicable under which those documents are maintained.

### **SCOPE OF THE POLICY**

For the purpose of achieving the above objectives, the documents covered as per this Policy have been divided into two sections, i.e. the records or the documents that will be preserved permanently by the Company and the records or the documents that will be preserved for the period of at least 8 years. This Policy applies to the records maintained by the Company in any format or medium. The records which are not required to be retained permanently shall be disposed off according to this Policy.

### **AUTHORITY AND RESPONSIBILITY**

Any Officer as designated by the Functional Head of the Company in this behalf, shall be responsible for the preservation of the records according to the time frame prescribed in the Policy for their preservation.

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

### **CLASSIFICATION OF RECORDS**

Based on the requirement and for the purpose of effective management, the period for which the records of the Company shall be maintained have been classified into two categories:

- I. Documents whose preservation shall be permanent in nature-**Annexure 'A'**
- II. Documents whose preservation shall be at least 8 years-**Annexure 'B'**

The classification of the documents has been made in the Annexure which forms part of this Policy.

While prescribing different time period for preservation of records, the following aspects have been taken into account:

- (a) Compliance with statutory and regulatory requirements.
- (b) Satisfaction of the needs of SEBI/RBI/MCA inspectors to have access to certain records.
- (c) Satisfaction of the needs of internal and external auditors to have access to certain records.

The documents or records not covered by this Policy shall be maintained by the Company for the time period specified for their preservation under any statute or regulation by which they are governed.

#### **LOCATION OF RECORDS**

As mandated by the Companies Act, 2013 or under any other statute, certain records shall be located at the registered office of the Company. The records for which no specific place has been specified under any statute shall be maintained at the corporate office of the Company or at any other place as may be approved by the Board, from time to time.

#### **ACCESS AND AUTHENTICITY**

The preservation of the records of the Company is vital in order to ensure all current and future access to the records. Preservation is also concerned with ensuring the authenticity of records.

The Officer designated shall prepare a matrix for identifying persons who will be allowed to access different kind of records maintained & preserved by the Company. Since the records are maintained at different levels and departments in the Company, therefore Functional Heads should be authorized to ensure the preservation and access to the Records under their jurisdiction.

#### **RECORD RETENTION SCHEDULE**

The records referred to in Annexure A of this Policy shall be maintained permanently and the records which are required to be preserved permanently on the website of the Company shall be preserved in line with the statutory requirements.

Records should not be kept longer than is necessary and should be disposed of at the right time as unnecessary retention of records consumes time, space and equipment use, therefore disposal will aid efficiency. The records referred in Annexure B shall be preserved for at least

8 years and thereafter as per the discretion of the Board records may be disposed off in the manner prescribed by it.

The Company shall maintain a register of preservation and disposal of records in the custody of such officer of the Company as the functional head may determine, wherein the brief particulars of the records preserved and/or removed from the location after the expiry of its preservation period shall be entered. The register of preservation and disposal of records shall contain the following columns:

- a) Item Number;
- b) Brief Particulars of the records preserved/ disposed of;
- c) Date of creation of the record;
- d) Date of removal from the register;
- e) Whether preserved permanently or not; and
- f) Mode of destruction
- g) Digitized / Electronic copy available

This register of preservation and disposal of records shall be maintained permanently by the Company either in physical or electronic form.

#### **RECORD APPRAISAL**

The Company shall at regular intervals carry out the appraisal of the records preserved as per this Policy. The purpose of the appraisal process is to ensure the records are examined at the appropriate time to determine whether or not they are worthy of archival preservation, whether they need to be retained for a longer period as they are still in use, or whether they should be destroyed. The appraisal of records shall be undertaken only after the approval of the Board of the Company.

#### **REVIEW OF THE POLICY**

This Policy may be amended with the approval of Directors of the Company as may be deemed necessary and in accordance with any regulatory amendments.

Should there be any inconsistency between the terms of the Policy and the Listing Regulations, the provisions of the Listing Regulations shall prevail. Any amendments to the Listing Regulations shall *mutatis mutandis* be deemed to have been incorporated in this Policy.

**ANNEXURE – A**

## Records to be preserved permanently

Sl. No.	Document/Record
1	Certificate of Incorporation/ Commencement of Business
2	Memorandum & Articles of Association (as amended from time to time)
3	Minute Books of General Meetings, Board and Committee Meetings as per Companies Act, 2013
4	License 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/SAT.
9	Files relating to premises for instance Title Deeds/Lease Deeds of owned premises/land and building, etc. and related Ledger / Register
10	Authorization / 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	Books and Papers of Amalgamated Companies
16	Records & Register of Private Placement
17	Register of Renewed and Duplicate Share Certificate
18	Register of Sweat Equity Shares
19	Register of Transfer & Transmission
20	Register of Employee Stock Option
21	Register of Security Buy Back
22	Postal Ballot Resolution

**ANNEXURE – B**

## Records to be preserved for minimum period of eight years

Item No.	Records
1.	Instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act, 2013
2.	Register of Inter Corporate Loans and Investments as per Companies Act, 2013
3.	Annual Returns as per Companies Act, 2013
4.	Register of Deposits as per Companies Act, 2013

5.	Register of Allotment (from the date of each allotment) as per Companies Act, 2013
6.	Annual financial statements including: - Annual accounts -Directors report -Auditors report
7.	Vouchers / Voucher register and books of accounts as defined under sub-section 12 and 13 of section 2 of the Companies Act, 2013
8.	Income Tax Returns filed under 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 Companies Act, 2013
11.	Inspection of Registers
12.	Register of Investment made by a company held not in its name
13.	Register of Contract or Arrangements in which Directors are interested
14.	Copy of newspaper advertisement or publications
15.	All agreement entered into by the Company from the date of its termination
16.	All show cause notice or any other notice received from any statutory , Government Departments, Judicial or Quasi-judicial authority etc.

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\* This Policy was approved and adopted by the Board of Directors of the Company on August 19, 2019 (the “Effective Date”).