

POLICY ON PRESERVATION OF DOCUMENTS

I. BACKGROUND

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Regulations**”) requires every Listed Company to formulate a policy on Preservation of Documents which has to be approved by the Board of Directors.

In this context, the following policy has been framed by the Board of Directors (“**Board**”) of Morarka Finance Limited (“**MFL**”/ “**Company**”) at its meeting held on November 6, 2015 with the objective of classifying various records and registers for the purpose of maintenance and preservation.

II. PRESERVATION OF DOCUMENTS

MFL shall preserve all its documents as per the requirements and provisions of the Companies Act, 2013 and the rules made thereunder, the Secretarial Standards, the Listing Agreement and the Regulations and any other law, rules, regulations as may be applicable to MFL from time-to-time.

Documents which are to be maintained permanently:

MFL shall maintain the following documents on a permanent basis:

- a. The Original Signed and Stamped Memorandum of Association and the Articles of Association of the Company
- b. Minutes of General Meetings, Board Meetings and various Committee Meetings
- c. Register of Members along with Index
- d. Foreign Register of Members, if any
- e. Register of loans, guarantee, security and acquisition made by the company
- f. Register of investments not held in its own name by the company, if any
- g. Register of contracts with related party and contracts and Bodies etc. in which directors are interested
- h. Register of Charges
- i. Registers of Renewed and duplicate share certificates
- j. Register of directors and KMP

Documents which are to be maintained for at least eight financial years:

- a. Books of account together with the vouchers relevant to any entry in such books of account
- b. Register of Debenture holders (including Foreign Register of Debentures) or Register for any other Securities issued by the Company
- c. Copies of all Annual Returns
- d. Disclosure of Interest received from the Directors of the Company in the manner prescribed
- e. Attendance Registers, Notices, Agenda, Notes on Agenda and other related papers of General Meetings, Board Meetings and various Committee Meetings
- f. Instrument creating a Charge or modifying a Charge, if any
- g. Changes to the Memorandum of Association and the Articles of Association, if any
- h. Register of deposits accepted or renewed, if any

The documents maintained for eight financial years may be destroyed after the expiration of eight financial years, unless there are any litigations/ assessments pending and may be considered necessary for preservation for a longer period.

III. OTHER REQUIREMENTS

Forms and Formats

All the records shall be maintained as per the prescribed formats as amended from time-to-time under the various rules and regulations.

Mode of Maintenance

It may be noted that MFL shall maintain these records either in physical or electronic mode. The applicable provisions of law, rules and regulations with regard to electronic maintenance of records shall be adhered to.

Application of Policy to certain other companies under MFL

Minutes of all meetings, office copies of Notices, Agenda, Notes on Agenda and other related papers of the transferor company shall be preserved in good order in either mode mentioned above. They shall be maintained and preserved as per the time period applicable to them respectively and will be destroyed as per the method mentioned herein below or with the approval of the Board wherever required.

IV. DISPOSAL AND DESTRUCTION OF RECORDS

The Company shall adhere to the requirements prescribed by any law and follow the procedure laid down by the Internal Audit Department of the company if any physical documents are to be destroyed. The records maintained under this Policy can be destroyed in one of the following ways:

- a. Recycle non-confidential paper records;
- b. Shred or otherwise render unreadable confidential paper records; or
- c. Delete or destroy electronically stored data.

V. MODIFICATION OF THE POLICY

This Policy is framed based on the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as notified on September 2, 2015. In case of any subsequent amendments to the Regulations which makes any of the provisions in the Policy inconsistent, the provisions of the Regulations shall prevail. The policy may be updated/amended from time to time by persons authorised by the Board in this regard.