



**SK Finance Limited (Formerly known as Ess Kay Fincorp Limited)**

**POLICY ON PRESERVATION OF DOCUMENTS  
2022-23**

#### SUMMARY OF POLICY

<b>Policy Name</b>	Policy on Preservation of Documents
<b>Regulations</b>	Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ( <b>"Listing Regulations"</b> ), Income Tax Act, 1961, Indian Evidence Act, 1872, RBI Act, 1932 & Prevention of Money Laundering Amendment Act, 2002
<b>Latest Review Date:</b>	
<b>Review Cycle</b>	As and when deemed fit
<b>Approver</b>	Board of Directors of SK Finance Limited (Formerly known as Ess Kay Fincorp Limited)

<b>Responsibility for Implementation</b>	<b>Company Secretary</b>	
<b>Vetted by</b>	<b>Head of Compliance</b>	
	<b>Chief Risk Officer</b>	

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## Preamble

The board of directors (*hereinafter referred as the “Board”*) of SK Finance Limited (Formerly known as Ess Kay Fincorp Limited) (*hereinafter referred as the “Company”*) has adopted the following policy and procedures with regard **“Policy on Preservation of Documents”**. The Audit Committee (*hereinafter referred as the “Committee”*) will review and may recommend amendments to this Policy from time to time.

## Purpose

This policy is intended to ensure compliance particularly with the all applicable laws to be read along with relevant rules made thereunder. Regulation 9 of the Listing Regulations mandates that a listed entity shall have a policy for preservation of documents, approved by its board of directors, classifying them in at least two categories as follows:

- a. Documents whose preservation shall be permanent in nature;
- b. Documents with a preservation period of not less than eight years after completion of the relevant transactions;

Provided that the Company may keep documents specified in clauses (a) and (b) in electronic form.

Besides the above,

- a. As per applicable provisions of Companies Act, 2013 certain documents must be preserved permanently or up to a certain prescribed time.
- b. As per applicable provisions of other various statues, timelines for preservation of documents are mentioned for 5 years or 10 years.

Accordingly this policy has been framed keeping in view particularly the requirements of all applicable laws.

In any circumstance, where the terms of this policy differ from any existing or newly enacted law, rule, regulation or standard governing the Company, the law, rule, regulation or standard will take precedence over this Policy and procedures until such time as this Policy is changed to conform to the law, rule, regulation or standard.

## Definitions

**“Act”** means the Companies Act, 2013 or any previous company law (to the extent the provisions there under are in force) and Rules framed there under, including any amendments, modifications, clarifications or re-enactment thereof, for the time being in force.

**“Articles”** or **“AOA”** means the Articles of Association of the Company as may be amended from time to time as prescribed under the Transaction Documents.

**“Audit Committee”** means “Audit Committee” constituted by the Board of Directors of the Company under provisions of the Act and in compliance with Articles, from time to time.

**“Company Secretary”** means Company Secretary of the company.

**“Board of Directors”** or **“Board”** means the Board of Directors of the Company, as constituted from time to time.

**“Director”** shall have the same meaning as prescribed to it under the Transaction Documents.

**“Electronic form”** with reference to information means any information generated, sent, received or stored in media, magnetic, optical, computer memory, micro film, computer generated micro fiche or similar device.

**“Financial Year”** shall have the same meaning ascribed to it under the Act.

**“Key Managerial Personnel”** shall mean and include Key Management Team and Key Managerial Persons.

**“Key Managerial Persons”** shall have the same meaning as prescribed to it under the Share Subscription Agreement;

**“Key Management Team”** shall have the same meaning as prescribed to it under the Shareholders Agreement;

**“Listing Regulations”** shall mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be amended from time to time.

**“Person(s)”** shall mean an individual, corporation, partnership, limited liability partnership, association, trust or other entity or organisation, including a government or political subdivision or an agency or instrumentality thereof.

**“Policy”** means this policy in relation to Preservation of Documents.

All other capitalized terms not defined under this Policy shall have the same meaning as ascribed to them under the Shareholders Agreement.

#### [Policy on Preservation of documents](#)

#### **(A) Preservation of Documents with specific reference to various statutes;**

##### **(1) Documents whose preservation shall be permanent in nature:**

All those documents which are required to be preserved permanently in accordance with the provisions of applicable Act, Rules, Listing Regulations, Guidelines, Circulars, Notifications etc. as may be applicable on the Company from time-to-time shall be preserved permanently. Details of documents whose preservation shall be permanent in nature is listed in **Annexure–A**.

##### **(2) Documents with preservation period of not less than eight years after completion of the relevant transactions:**

All those documents which are required to be preserved in accordance with the provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, notifications etc. for a period of not less than eight years after completion of the relevant transactions shall be preserved accordingly. Detail of documents with preservation period of not less than eight years after completion of the relevant transactions is listed in **Annexure–B**.

**(3) Documents with preservation period other than those mentioned in (1) & (2) above:**

All those documents which are required to be preserved in accordance with the provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, Notifications etc. for a preservation period, other than those mentioned in 1 & 2 above shall be preserved in accordance with the prescribed period or as may be determined reasonable. Detail of documents with preservation period not mentioned in (1) & (2) after completion of the relevant transactions is listed in **Annexure–C**.

**(B) Documents to be made available on the website of the Company as required by the Act and the Listing Regulations**

- (1) The Company is required to maintain a functional website containing:
  - the basic information about the Company;
  - all Information and/or documents as specified in the applicable provisions of Companies Act, 2013;
  - all Information and/or documents as specified in Regulation 62 of the Listing Regulations;
  - All other mandatory documents as prescribed under any other Acts/Rules/Regulations, wherever applicable.
- (2) The Company shall ensure that contents of the website are correct.
- (3) The Company shall update any change in the content of its website within reasonable time from the date of such change in content.
- (4) The information and/or documents uploaded on the website shall be available for current financial year and for the preceding five financial years.

**Archival of Documents mentioned in Clause (A) & (B)**

Documents mentioned in sub clause (A) & (B) shall be maintained/ preserved in the following manner:

**(C) Documents maintained in physical form:**

- (1) All information and/or documents pertaining to current financial year and for preceding financial year shall be kept handy and maintained in such a manner that their retrieval is easy and quick.
- (2) All documents pertaining to the period prior to preceding financial year shall be kept in good condition at least up to the minimum period specified for their maintenance / preservation. The said records be also maintained in such a manner that their retrieval is easy and quick.

The physical documents preserved may be converted, whenever required or felt necessary, into electronic form to ensure ease in maintenance of records and efficient utilization of space.

**(D) Documents maintained in electronic form:**

- (1) All documents pertaining to current financial year and for preceding financial year shall be maintained on server and Backup be maintained on scheduled time and day. The documents shall be maintained in such a manner that their retrieval is easy and quick.
- (2) Back up of all documents pertaining to the period prior to one preceding financial year shall also be maintained on server, in good condition at least up to the minimum period specified for their maintenance / preservation. The said records be also maintained in such a manner that their retrieval is easy and quick.

**(E) Documents made available on the website of the company:**

After the expiry of time mentioned in Clause (B) (4) of this policy (i.e. five financial years preceding the current financial year), the information and/or document shall be removed from the main website. The Backup of said information and/or document which is removed from the main website shall be maintained/ preserved in the server for a minimum period of 3 years and after expiry of this period of 3 years the backup may be permanently removed from the server.

**(F) Destruction of documents**

- (1) Destruction as a normal administrative practice usually occurs because the records are duplicated, unimportant or for short-term use only. This applies to both Physical and Electronic Records.
- (2) The documents shall be destroyed after the relevant or prescribed period, by the Authorised person in whose custody the documents are stored.
- (3) A register of the documents disposed/destroyed shall also be maintained by the Authorised person. It shall state the brief particulars of the documents destroyed, date of disposal/destruction and the mode of destruction.

**Policy Severable**

- (i) This Policy constitutes the entire document in relation to its subject matter. In the event that any term, condition or provision of this Policy being held to be a violation of any Applicable Law, statute or regulation, the same shall be severable from the rest of this Policy and shall be of no force and effect, and this Policy shall remain in full force and effect as if such term, condition or provision had not originally been contained in this Policy.
- (ii) This Policy will be communicated to all concerned persons of the Company and shall be placed on the website of the Company at <https://www.skfin.in/policies.php>

**Amendment**

- (a) This Policy is framed based on the provisions of the Act and rules thereunder and the requirements of Listing Regulations with the Stock Exchanges.
- (b) In case of any subsequent changes in the provisions of the Act or any other regulations which makes any of the provisions in the policy inconsistent with the Act or regulations, then the provisions of the Act or regulations would prevail over the policy and the provisions in the policy would be modified in due course to make it consistent with law.
- (c) This policy shall be reviewed by the Board of Directors as and when any changes are to be incorporated in the policy due to change in regulations or as may be felt appropriate by the Committee. Any changes or modification to the policy would be placed before the Board of Directors for their approval.

Annexure - A

Documents / Record whose preservation shall be permanent in nature:

S. No.	Documents / Records
1.	All Documents and Information as originally filed with the Registrar of Companies for Incorporation of Company.
2.	Memorandum and Articles of Association
3.	Agreements made by the Company with Stock Exchanges, Depositories, Registrar and Share Transfer Agent etc.
4.	Minute Books of General Meetings, Board and Committee Meetings as per Companies Act, 2013
5.	Register and Index of Members, debenture-holders, if any or other security holders, if any
6.	Register of Renewed and Duplicate Share Certificate
7.	Register of Transfer and Transmission
8.	Register of Contracts or Arrangements in which Directors are interested and copy of contracts or arrangements entered into
9.	Register of Charges as per Companies Act, 2013
10.	Register of Investments as per Companies Act, 2013
11.	Books and documents relating to the issue of share certificates including blank forms of share certificates
12.	Files relating to premises viz. Title Deeds/Lease Deeds of owned premises/land and building, etc. and related Ledger / Register
13.	Authorization / licenses obtained from any statutory authority
14.	Policies of the Company framed under various regulations
15.	Register of disposal of records
16.	Such other records as may be required under any law from time to time



## Annexure-B

Documents / Record to be preserved for a minimum period of eight years

S. No.	Particulars
1.	Instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act, 2013
2.	Annual Returns as per Companies Act, 2013
3.	Register of Deposits as per Companies Act, 2013
4.	Register of Allotment (from the date of each allotment) as per Companies Act, 2013
5.	The Attendance Register of Members, Board and Committee meetings as per the Companies Act, 2013 and Secretarial Standard -1.
6.	Office copies of Notices, Agenda, Notes on Agenda and other related papers of Members, Board and Committee meetings as per the Companies Act, 2013 and Secretarial Standard -1
7.	Details / statement of unclaimed dividend
8.	Annual financial statements including: - Annual accounts - Directors report - Auditors report
9.	Books of accounts including Vouchers / Voucher register as defined under the Companies Act, 2013
10.	Income Tax Returns filed under Income Tax Act, 1961
11.	All notices in form MBP – 1 received from Directors and KMPs along with any amendment thereto
12.	Return of declaration in respect of beneficial interest in any share as per Companies Act, 2013
13.	Compliance Reports received from any statutory authority
14.	The postal ballot and all other papers or registers relating to postal ballot including voting by electronic means
15.	Structured Digital Database
16.	Disclosure/Return filled under Listing Regulations
17.	Documents prescribed under Indian Evidence Act
18.	Documents prescribed under RBI Act, 1934 & general records as per RBI.

# Annexure-C

## Documents / Record to be preserved under various other statues

S. No.	Act/Regulation	Time Period
1.	Income Tax Act, 1961	10 years
2.	<p>Prevention of Money Laundering Amendment Act, 2002 including but not limited to:</p> <ul style="list-style-type: none"> <li>• Transaction between the Company and the client, all necessary records of transactions, so as to provide, evidence for prosecution of persons involved in criminal activity.</li> <li>• Records pertaining to the identification of the customers and their address (e.g. copies of documents like passports, identity cards, driving licenses, PAN card, utility bills, etc.) obtained while opening the account and during the course of business relationship.</li> <li>• All complex, unusual large transactions and all unusual patterns of transactions including STR, which have no apparent economic or visible lawful purpose. Such records and related documents should be made available to help auditors to scrutinize the transactions and also to Reserve Company/other relevant authorities.</li> <li>• Adherence to obligations under Rule 3 of the Prevention of Money Laundering (Maintenance of Records) Rules, 2005 – amended from time to time.</li> </ul>	5 years