



# POLICY FOR PRESERVATION OF DOCUMENTS AND WEB ARCHIVAL

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## CONTENTS

1. PREFACE AND OBJECTIVE .....	3
2. OBJECTIVE.....	3
3. DOCUMENTS TO BE PRESERVED .....	3
4. HOSTING AND ARCHIVAL.....	5
5. RESPONSIBILITY .....	6
6. DESTRUCTION OF DOCUMENTS.....	6
7. CONVERSION OF FORM IN WHICH THE DOCUMENTS ARE PRESERVED .....	6
8. GENERAL .....	6
9. AMENDMENT TO THE POLICY .....	6

## **1. PREFACE AND OBJECTIVE**

In terms of Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations), ESAF Small Finance Bank Ltd (“ESFB” or “Bank”), is obligated to frame a policy for preservation of documents. As per Regulation 9, the listed entity shall have a policy for preservation of documents, approved by its Board of Directors, classifying them in at least two categories i.e. (a) documents whose preservation shall be permanent in nature; and (b) documents with preservation period of not less than eight years after completion of the relevant transactions. The listed entity may keep such documents in electronic mode.

Further, in terms of Regulation 30(8) and 46 of the SEBI LODR Regulations, the Bank shall have framework in place with respect to archival of documents and information hosted on the website of the Bank.

In accordance with the above Regulations, the Bank has framed a Policy for Preservation of Documents and Web Archival (hereinafter the “Policy”). The Policy is framed in line with the existing provisions of SEBI LODR Regulations. Any future changes in the SEBI LODR Regulations will, ipso facto, apply to this Policy.

## **2. OBJECTIVE**

The Policy outlines the Bank’s responsibilities for the creation and management of documents and the archival of the web disclosures. The Bank is under regulatory obligation to preserve records or documents and to host in its website all such events or information which are disclosed to the Stock Exchange for a period of 5 years and to archive such disclosures after the stipulated period. This Policy states that all necessary documents and records of the Bank are adequately protected and preserved as per the statutory requirements and the hosting and the archival of the web disclosures made by the Bank.

## **3. DOCUMENTS TO BE PRESERVED**

This Policy sets the standards for preservation of documents of the Bank, broadly classified in the following categories, which may be preserved, in physical and/or electronic mode.

### **i. CATEGORY A – DOCUMENTS WHOSE PRESERVATION SHALL BE PERMANENT IN NATURE**

The following documents shall be maintained and preserved permanently by the Bank. All modifications, amendments, additions, deletions to the said documents shall also be preserved permanently by the Bank.

<b>SL NO</b>	<b>RECORDS TO BE PRESERVED PERMANENTLY</b>
1	Certificate of Incorporation
2	Memorandum and Articles of Association
3	Minutes of the Board Meetings and Board Committees as prescribed by the "Secretarial Standard-1 on Meetings of Board of Directors" issued by Institute of Company Secretaries of India
4	Minutes of General Meetings (including AGMs) as prescribed by the "Secretarial Standard-2 on General Meetings" issued by the Institute of Company Secretaries of India.
5	Annual Reports of the Bank
6	Register of Members
7	Register of Directors and Key Managerial personnel
8	Register of Charges
9	Register of Loans, Guarantees, Security and Acquisition
10	Register of Investments made by the Bank not held in its name
11	Register of Contracts or Arrangements in which directors are interested
12	Register of Transfer and Transmission of Shares
13	Any other document, certificates, statutory registers that may be required to preserved Permanently in terms the Companies Act, 2013 and or SEBI Regulations

**ii. CATEGORY B – DOCUMENTS TO BE PRESERVED FOR NOT LESS THAN EIGHT YEARS AFTER COMPLETION OF THE RELEVANT TRANSACTION.**

The following documents shall be maintained and preserved for a term not less than eight years after completion of the relevant transactions. All modifications, amendments, additions, deletions to the said documents shall also be preserved for a term not less than eight years.

<b>SL NO</b>	<b>DOCUMENTS TO BE PRESERVED FOR NOT LESS THAN EIGHT YEARS AFTER COMPLETION OF THE RELEVANT TRANSACTION</b>
1	Books of Accounts
2	Annual Return and Copies of all certificates and documents required to be annexed thereto
3	Office Copies of Notices, Agenda, Notes on Agenda of Board Meetings and Board Committees and other related papers shall be preserved for as long as they remain current or for eight financial years, whichever is later and may be destroyed thereafter with the approval of the Board, as prescribed by the "Secretarial Standard-1 on Meetings of Board of Directors" issued by the Institute of Company Secretaries of India.
4	Office Copies of Notices, Scrutinizer's Report and related papers regarding General Meetings (including AGM) shall be preserved for as long as they remain current or for eight financial years, whichever is later and may be destroyed thereafter with the approval of the Board of Directors, as prescribed by the "Secretarial Standard-2 on General

	Meetings” issued by the Institute of Company Secretaries of India.
5	Attendance Register for Board Meeting and recording of attendance of Meetings through Electronic Mode for eight financial years and may be destroyed thereafter with the approval of the Board of Directors, as prescribed by the “Secretarial Standard-1 on Meetings of Board of Directors” issued by the Institute of Company Secretaries of India
6	Documents/Information furnished to Stock Exchanges including information submitted in compliance of SEBI LODR Regulations, as amended from time to time, shall be preserved for a minimum period of eight years from the end of the financial year in which the documents/information is furnished.
8	Register of allotment
9	Register of Debenture Holder
10	Register of ESOP
11	Disclosure/Notice by a director of his interest
12	Documents/Information submitted to Registrar of Companies " Ministry of Corporate Affairs in compliance with the Companies Act, 2013 & Rules thereunder shall be preserved for a minimum period of eight years from the end of the financial year in which the documents/information is submitted.

### iii. CATEGORY C – GENERAL

In addition to the documents mentioned in Category ‘A’ and ‘B’ above, other documents, certificates, forms, statutory registers, records, etc. which are required to be mandatorily maintained and preserved shall be preserved for a stipulated period of time as per the existing Rules/Procedures/Practices of the Bank or as per the applicable Statutory/Regulatory provisions in this regard.

## 4. HOSTING AND ARCHIVAL

All documents and disclosures uploaded on the website of the Bank for the purpose of shareholder communication pursuant to any Statutory/Regulatory requirements, or otherwise, are the property of the Bank, and shall constitute “Disclosed Content”.

The Bank shall disclose the requisite events and information to the Stock Exchanges where securities of the Bank are listed, pursuant to Regulation 30 of the Listing Regulations and the Bank’s Policy for Determination of Materiality of Events or Information.

All Disclosed Content shall be stored in the Bank’s electronic archival system as per Part B Retention and preservation of electronic records, Clause 8 Record location of Record Management Policy. Any information/documents which have been submitted to the Stock Exchanges to comply with the disclosure norms as required under applicable law, and also uploaded on the Bank’s website, will be archived as per this Policy after a period of five years from the date of disclosure or such other period as prescribed under such laws. The archived folder would be available for such period as

prescribed under Part B Retention and preservation of electronic records, Clause 11 of Mode of preservation of Record Management Policy applicable laws and regulations.

## **5. RESPONSIBILITY**

The Heads of respective Departments of the Bank shall be responsible for preservation of the documents in terms of this Policy, in respect of the areas of operations falling under the charge of each of them.

## **6. DESTRUCTION OF DOCUMENTS**

After the expiry of the statutory retention period, the preserved documents may be destroyed in such mode under the instructions approved by the Board of Directors/ Head of the Department. This applies to both physical and electronic documents.

## **7. CONVERSION OF FORM IN WHICH THE DOCUMENTS ARE PRESERVED**

The physical documents that are preserved may also be converted, whenever required or felt necessary, into electronic form to ensure ease in maintenance of records and efficient utilization of space, in compliance with the applicable regulatory/statutory guidelines from time to time.

## **8. GENERAL**

Notwithstanding anything contained in this Policy, the Bank shall ensure compliance with any additional requirements as may be prescribed under any laws/regulations either existing or arising out of any amendment to such laws/regulations or otherwise and applicable to the Bank, from time to time.

## **9. AMENDMENT TO THE POLICY**

The Board of Directors is authorized to amend or modify this Policy on recommendations of the Audit Committee. However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force.

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