

**PRESERVATION OF DOCUMENTS AND ARCHIVAL POLICY**

<b>Version</b>	<b>Effective Date</b>	<b>Review Date</b>	<b>Prepared by</b>	<b>Reviewed by</b>	<b>Approved by</b>
1.0	December 01, 2015	December 01, 2015	Mrutunjaya Murthy Company Secretary and Compliance Officer	Ravi Vishwanath - Chief Financial Officer	Board of Directors
2.0	November 08, 2019	November 08, 2019	Alaka Chanda Company Secretary and Compliance Officer	Ravi Vishwanath - Chief Financial Officer	Board of Directors
3.0	April 01, 2022	May 18, 2022	Alaka Chanda Company Secretary and Compliance Officer	Ramani Dathi - Chief Financial Officer	Board of Directors

**TeamLease Services Limited Restricted**

This Preservation of Documents and Archival Policy is not to be copied or distributed without the express written consent of TeamLease Services Limited. No part of this document may be used for purposes other than those intended by TeamLease Services Limited.

**Amendment:** Any change in this Preservation of Documents and Archival Policy (Policy) shall be approved by the Board of Directors of the Company. The Board of Directors shall have the right to withdraw and / or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding.

### **1. Preamble:**

Regulation 9 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, mandates listed entities to formulate a Policy for preservation and archiving of documents. It is in this context that the Preservation of Documents and Archival Policy (“Policy”) is being framed and implemented.

It is approved by the Board of Directors of the Company. Archival Policy as referred to in Regulation 30(8) of the SEBI Listing Regulations forms part of this Policy. This policy is intended to ensure compliance particularly with the SEBI Listing Regulations and the applicable provisions of the Companies Act, 2013.

### **2. Scope:**

This policy is intended to establish guidelines for the, maintenance, management and orderly disposition of corporate records/documents. The Company recognizes that all the documents, whether in physical or electronic mode, form an important and integral part of the Company’s records. The preservation of documents is important in order to ensure immediate access to the records, its retrieval and authentication.

### **3. Objective:**

To determine preservation period for records/documents based on their reference value and legal requirements. The following aspects are considered while arriving at the preservation period:

- Company's own information retrieval needs (reference value)
- Statutory requirements under respective statutes.
- Litigation requirements
- To ensure easy retrieval.
- To ensure that unwanted records do not occupy storage space

### **4. Purpose:**

Regulation 9 of the SEBI 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-

Documents whose preservation shall be permanent in nature;

- 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 mode.

Further, Regulation 30 (8) of the SEBI Listing Regulations also refers to an archival policy as per which all events or information which has been disclosed to stock exchange(s) under regulation 30 shall be hosted on the website of the Company for a minimum period of five years and thereafter as per the archival policy of the company, as disclosed on its website.

Besides the above, as per applicable provisions of Companies Act, 2013 certain documents must be preserved permanently or up to a certain prescribed time.

Accordingly, this policy has been framed keeping in view particularly the requirements of SEBI Listing Regulations and the provisions of Companies Act, 2013.



The purpose of the policy is to facilitate the following:

1. Identification of records that are to be maintained permanently or for any other shorter period of time of not less than eight years after completion of the relevant transactions.
2. Deciding the mode of preservation of documents, whether in physical form or in electronic form.
3. Retention of records for the periods required by applicable laws and regulations and for other business reasons for a period of time that will reasonably assure their availability when needed.
4. Preservation of the confidentiality and security of records.
5. Systematic and non-selective disposition of records not necessary for legal or business reasons.

**5. Definitions:**

- a. "Act" means the Companies Act, 2013.
- b. "Applicable Law" means any law, rules, circulars, guidelines or regulations issued by the Securities and Exchange Board of India (SEBI), Ministry of Corporate Affairs (MCA), The Institute of Company Secretaries of India (ICSI from time to time).
- c. "Board" means the Board of the Directors of the Company.
- d. "Books of Accounts" includes records maintained in respect of –
  - i. all sums of money received and expended by the Company and matters in relation to which the receipts and expenditure take place
  - ii. All sales and purchases of goods and services by the Company
  - iii. The assets and liabilities of the Company; and
  - iv. The items of cost as may be prescribed under section 148 of the Act in case the Company belongs to any class of companies specified under that section.
- e. "Company" means TeamLease Services Limited.
- f. "Compliance Officer" means Company Secretary of the Company
- g. "Documents" refers to papers, notes, agreements, notices, agenda, circulars, advertisements, declarations, forms, minutes, registers, correspondences, challan or any other record required under or in order to comply with the requirements of any Applicable Law, whether issued, sent, received or kept in pursuance of the Act or under any other law for the time being in force or otherwise, maintained on paper or in Electronic Form.
- h. "Electronic Form" means any electronic device such as servers, computer, laptop, compact disc, floppy disc, pen drive, 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.
- i. "Financial Year" shall have the same meaning ascribed to it under the Act.
- j. "Key Managerial Personnel" or "KMP" shall have the same meaning ascribed to it under the Act.
- k. "Maintenance" means keeping documents, either physically or in Electronic Form.
- l. "Preservation" means to keep in good order and to prevent from being altered, damaged or destroyed.



m. "Policy" means Preservation of Documents and Archival of Documents.

n. "SEBI LODR" means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Words and phrases used in this Policy and not defined herein shall derive their meaning from the Applicable Law.

Any other term not defined herein shall have the same meaning as defined in the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, or any other applicable law.

## **6. Roles & Responsibilities:**

The respective Functional/ Departmental heads of the Company shall be responsible for identification, maintenance and preservation of documents in respect of the areas of operations falling under the charge of each of them, in terms of this Policy.

## **7. Record Type and Preservation Period:**

The preservation period starts with the conclusion of financial year, in which the document has been formed or the last entry was made; the preservation period of agreements starts with the end of the financial year in which the agreement period expires.

- **Preservation of Documents:**

### **(A) Preservation of Documents with specific reference to the SEBI Listing Regulations and the Companies Act, 2013:**

i. 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, 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-1**.

ii. 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-2**.

iii. Documents with preservation period other than those mentioned in (ii) 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 of other than those mentioned in (i) & (ii) above shall be preserved accordingly.

### **(B) Documents to be made available on the website of the Company as required by the SEBI Listing Regulations and the Companies Act, 2013:**

i. The Company is 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 mentioned in Regulation 30 of the SEBI Listing Regulations on Material Events,
- all Information and/or documents as specified in Regulation 46 (2) of the SEBI Listing Regulations,
- all other Information and/or documents as required under SEBI Listing Regulations.

ii. The Company shall ensure that contents of the website are correct.

iii. The Company shall update any change in the content of its website within two working days from the date of such change in content.

iv. Information and/ or Documents that need to be made available under Regulation 30 of the SEBI Listing Regulations shall be made available on the website simultaneously with disclosure to Stock Exchange.

v. The information and/or documents uploaded on the website shall be available for current financial year and for the preceding five (5) financial years.

vi. Information and/ or Documents shall be arranged under proper heads and sub heads in such a manner that they can easily be located/ searched by the viewers, viz.

- The information and/or documents may be arranged financial year wise with further segregation into four quarters of the financial year.
- All policies etc. or the information/ documents of a general nature can be clubbed together at one place.

#### **- Archival of Documents mentioned in Clause (A) & (B) of Clause 7.1**

Documents mentioned in sub clause (A) & (B) of Clause 7.1 above shall be maintained/ preserved in the following manner:

##### **Documents maintained in physical form:**

i. All information and/or documents pertaining to current financial year and for one preceding financial year shall be kept handy and maintained in such a manner that their retrieval is easy and quick.

ii. All documents pertaining to the period prior to one preceding financial year, shall be kept in good condition at least up to the minimum period specified for their maintenance / preservation in Annexures attached hereto. The said records be also maintained in such a manner that their retrieval is easy and quick.

##### **Documents maintained in electronic form:**

i. All documents pertaining to current financial year and for one 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.

ii. 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.

##### **Documents made available on the website of the company:**

After the expiry of time mentioned in Clause 7.1 (B) (v) 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.

Notwithstanding the general guidelines, care should be taken by the respective departments to ensure that records of special nature such as unsatisfied claims by or against the Company, suits pending in courts, tribunals, quasi-judicial for a and other mediation and alternate dispute fora, industrial disputes, etc. are preserved according to specific needs and even beyond the prescribed period.

Also, in the case of statutory records such as licenses, certificates, sanctions, approvals, etc. from Government/ Statutory Bodies, care should be taken to maintain and preserve the records in accordance with the specific guidelines/instructions, if any, by the issuing authority.

- **Other Functional Documents / Records**, which are of routine nature and as may be categorized as such by the Function Heads.
- **Permanent Records which are required for adducing evidence** in judicial or quasi-judicial or other dispute redressal forum-Till the time the matters are finally disposed of

### **8. Destruction of Documents:**

The documents which are not required to be maintained and preserved permanently, may be destroyed after the expiry of the specified retention period in such mode and under the instructions approved by the Functional/ Departmental Heads. Any deviation will be approved by the Managing Director/Group CEO.

However, if a legal issue involving the Company is reasonably foreseeable, all destruction of any possibly relevant documents, including e-mail, must cease immediately. Documents relating to the lawsuit or potential legal issue will then be retained and organized under the supervision of the Group Legal Head. In such an event, the IT Department shall immediately disable the “permanent delete” and “automatic delete” functions of the Company’s software with respect to the designated records and disable the automatic deletion of recycle bins and deleted items folders on appropriate Company computers; and the Group Legal Head shall immediately notify all appropriate employees by e-mail that they are not to dispose of relevant Temporary Records or other records until notified otherwise.

Any of the documents mentioned in sub clause (A) & (B) of clause 7.1 of this policy, which are not required to be maintained and preserved permanently shall be destroyed. If documents / 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. The documents / records referred to in Annexure B shall be preserved for at least 8 years (or additional period decided by the Company) may be disposed of after the expiry of the periods of their preservation, after the approval of the Board of Directors of the Company.

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.

The register of disposal of records shall contain the following columns:

- Item Number;
- Brief Particulars of the records disposed of;
- Date of approval for disposal of records;
- Date of disposal; and
- Mode of destruction

This register of disposal of records shall be maintained permanently by the Company with the assistance of the Compliance Officer either in physical or electronic form.

### **9. Preservation Location:**

The preservation location will be the concerned department. If the location is other than the concerned department, the same should be documented and kept in a file for reference purpose in the respective department. In case of critical documents which need to be preserved for very long



periods or permanently, the same shall be preserved in fire proof or other such secure cabinets.

**10. Mode of Preservation:**

Records/documents may be preserved either physically or in electronic form.

**11. Compliance and Violation:**

Failure to comply with this Document Retention and Archival Policy may result in disciplinary action.

**12. Dissemination of the Policy:**

The approved Policy shall be uploaded on the Company's website <https://group.teamlease.com/>.

**13. General Authorisation:**

The Policy shall be reviewed on a periodic basis and the Chairman and Managing Director / Whole-time Directors and Company Secretary are authorized jointly by any two to make changes as may be found necessary from time to time or as warranted by law.

**14. Review of Policy:**

This Policy shall be subject to review, if necessary. Any change/amendments in applicable laws with regard to maintenance and preservation of documents and records shall be deemed to be covered in this Policy without any review.

The Board of Directors may review or/and amend this Policy, as and when deemed fit. Any or all provisions of this Policy would be subject to revision / amendment in accordance with the Rules, Regulations, Notifications etc. on the subject as may be issued by relevant statutory authorities, from time to time. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities are not consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.

**ANNEXURE 1**

**DOCUMENTS / RECORD WHOSE PRESERVATION SHALL BE PERMANENT IN NATURE**

<b>SL. NO.</b>	<b>DOCUMENTS / RECORDS</b>
1	Certificate of Incorporation
2	Memorandum and Articles of Association
3	Agreements made by the Company with Stock Exchange, Depositories, etc.
4	Minute Books of General Meetings, Board and Committee Meetings as per Companies Act, 2013
5	Annual Returns as per Companies Act, 2013
6	Register and Index of Members, debenture-holders, if any or other security holders, if any
7	Register of Contracts as per Companies Act, 2013
8	Register of Charges as per Companies Act, 2013
9	Register of Investments as per Companies Act, 2013
10	Register of Allotment (from the date of each allotment) as per Companies Act, 2013
11	Files relating to premises viz. Title Deeds/Lease Deeds of owned premises/land and building, etc. and related Ledger / Register
12	Authorization / licenses obtained from any statutory authority
13	Policies of the Company framed under various regulations
14	Register of disposal of records
15	Such other records as may be required under any law from time to time



**ANNEXURE 2**

**DOCUMENTS/RECORD TO BE PRESERVED FOR A MINIMUM PERIOD OF EIGHT (8) YEARS**

<b>SL. NO.</b>	<b>DOCUMENTS / RECORDS</b>
1	Instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act, 2013
2	Register of Deposits as per Companies Act, 2013
3	Annual financial statements including: Annual accounts Directors report Auditors report
4	Books of accounts including Vouchers / Voucher register as defined under the Companies Act, 2013
5	Income Tax Returns filed under Income Tax Act, 1961
6	All notices in form MBP - 1 received from Directors and KMPs along with any amendment thereto
7	Return of declaration in respect of beneficial interest in any share as per Companies Act, 2013
8	Copy of newspaper advertisement or publications
9	Compliance Reports received from any statutory authority
10	The postal ballot and all other papers or registers relating to postal ballot including voting by electronic means
11	Disclosure/Return filled under SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015