

ASTER DM QUALITY CARE LIMITED

Document Retention and Archival Policy

Adoption/Amendment by the Board of Directors	Effective Date
Adoption	November 20, 2017
Amendment	June 22, 2021

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1. Preamble

The objective of this policy is to comply with Regulation 9 and 30(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Regulations”). The Regulations mandate every listed Company to an archival policy.

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 as follows-

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

Provided that the listed entity may keep documents specified in clauses (a) and (b) in electronic mode.

Regulation 30(8): The listed entity shall disclose on its website all such events or information which has been disclosed to stock exchange(s) under this regulation, and such disclosures shall be hosted on the website of the listed entity for a minimum period of five years and thereafter as per the archival policy of the listed entity, as disclosed on its website.

2. Scope

This policy deals with the retention and archival of the corporate records of ASTER DM QUALITY CARE LIMITED and all its subsidiaries (hereafter, the “Company.”) All employees of the Company and its subsidiaries are expected to fully comply with this policy.

3. Purpose

The purpose of the policy is to facilitate Identification of records that are to be maintained permanently or for any other shorter period of time and to decide the mode of preservation of documents, whether in physical form or in electronic form. 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 and systematic and non selective disposition of records not necessary for legal or business reasons.

4. Date of Board’s approval

The policy was initially approved by the Board of Directors on November 20, 2017. The amended policy has been approved by the Board on June 22, 2021 and was implemented with immediate effect.

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 me to me).

- 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 ASTER DM QUALITY CARE LIMITED
- f. **“Corporate records”** shall mean all paper or electronic records that are produced by employees, including but not limited to, memoranda, contracts, e-mails, time sheets, effort estimated and expense records.
- g. **“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.
- h. **“Maintenance”** means keeping documents, either physically or in Electronic Form.
- i. **“Preservation”** means to keep in good order and to prevent from being altered, damaged or destroyed.
- j. **“Senior Management”** shall mean officers/personnel of the Company and its subsidiaries who are members of its core management team excluding board of directors and normally this shall comprise all members of management one level below the chief executive officer/managing director/whole time director/manager (including chief executive officer/manager, in case they are not part of the board) and shall specifically include company secretary and chief financial officer.

6. Officers responsible for preservation of Documents

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. Document Retention and Archival

In accordance with the provisions of the aforesaid Regulation, the Company shall ensure that all such events or information which has been disclosed to the stock exchange(s) under regulation 30, shall be hosted on the Company’s website for a period of 5 years and thereafter will be archived for a period of 3 years.

The Company is required to maintain certain types of corporate records for a specified

period of time. Failure to do so could subject the Company and its employees to serious legal consequences.

Generally, all corporate records (whether electronic or paper) of the Company are to be retained for no less than eight (8) years, and maybe destroyed thereafter in accordance with the Act, rules and regulations.

If an employee believes, or the Company requires that, Company records are relevant to litigation or potential litigation, then these records need to be preserved until the Legal / Compliance Department advises otherwise.

8. All the documents can be categorised and preserved based on the below criteria:

A. Permanent Records:

Documents so identified, shall be maintained permanently in the archives of the Company, and include such documents which:

- (a) represents a title to an immovable property or an intellectual property in which the Company has an interest;
- (b) governs purchase of shares/investments in an entity in which the Company has an interest as of that date;
- (c) is a constitutional document;
- (d) is a record of statutory meetings/proceedings;
- (e) minutes of meeting of the Board of Directors and shareholders;

B. Other records

Additionally, there are certain types of records that need to be retained for a longer period of time which shall be decided by the Function Heads, either based on his own respective judgement or as required to be preserved by any specific Law and include such documents such as:

- (a) A copy of all agenda materials provided to the Board of Directors or Committees of the Board and shareholders shall be maintained for no less than eight (8) years.
- (b) All events and press releases filed with the stock exchange shall be maintained for no less than eight (8) years on the website of the Company.
- (c) Books of accounts and Tax records should be retained for at least eight (8) years following the completion of the relevant transactions or assessment year for which the record were last used.

The Company shall make appropriate provisions for the backup of its digital documents and records including the provisions of offsite security copies. The backup copies shall be actively maintained to ensure their continued viability.

In the event of any conflict between the provisions of this Policy and of the Act or SEBI Regulations or any other statutory enactments, rules, the provisions of such Act or SEBI Regulations or statutory enactments, rules shall prevail over this Policy. Any subsequent amendment / modification in the SEBI Regulations, Act and/or applicable laws in this regard shall automatically apply to this Policy.

9. 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/ Deputy Managing Director / Group head- Governance.

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.

10. Compliance and Violation

Failure to comply with this policy may result in disciplinary action against the employee, including suspension or termination.

11. Review of Policy

The policy should be reviewed periodically by the senior management and amendments effected to subject to approval of the Board if and when practical difficulties are encountered. The senior management may also review the policy on document retention to comply with any local, state, central legislations that may be promulgated from time to time.
