



GOODYEAR INDIA LIMITED

POLICY ON PRESERVATION AND ARCHIVAL OF DOCUMENTS

The purpose of this policy is to establish retention periods and archival requirements for documents maintained either in physical form or in electronic form. The policy also establishes the requirement to securely discard or delete records for which the retention period has expired, unless special and acceptable circumstances apply

Under Regulation 9 and Regulation 30(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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Sd/-

CHAIRMAN OF THE BOARD

TABLE OF CONTENTS

1. ABBREVIATIONS.....	3
2. INTRODUCTION	3
3. OBJECTIVE.....	3
4. DEFINITIONS.....	4
5. MANNER AND PLACE OF PRESERVATION/ MAINTENANCE	4
6. DUTIES AND RESPONSIBILITIES	5
7. RETENTION AND ARCHIVAL	5
8. DESTRUCTION	6
9. REVIEW OF THE POLICY	6
10. MISCELLANEOUS.....	6
APPENDIX – A.....	7

1. ABBREVIATIONS

1.	SEBI	Securities and Exchange Board of India
2.	the Act	The Companies Act, 2013 including rules as amended from time to time
3.	Applicable laws	The Companies Act, 2013 and Rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; as amended from time to time and such other applicable act, rules or regulations.
4.	SEBI (LODR) 2015	Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015
5.	the Policy	Policy on preservation and archival of documents
6.	the Company	Goodyear India Limited
7.	Board	Board of Directors of Goodyear India Limited

2. INTRODUCTION

- 2.1. The Company is a Public Limited Company whose equity shares are listed on BSE Limited and are subject to the rules and regulations issued under the Act and by the SEBI.
- 2.2. The Policy is pursuant to the provisions of Regulation 9 read with Regulation 30 (8) of the SEBI (LODR) 2015 effective 01 December 2015, which requires a Company to have a policy for preservation of documents as approved by its Board of Directors.
- 2.3. As a result, the Board of Directors of the Company has adopted the Policy in compliance with the above mentioned regulations and to establish the charter needed for effective preservation/ maintenance of records of the Company. The Policy shall be available on the website of the Company.

3. OBJECTIVE

- 3.1. The Company is required to retain records to meet regulatory requirements.
- 3.2. The business of the Company has various risks and rewards attached to it, hence in order to address any litigation, inquiries or investigations by the regulatory authorities on account of any unforeseen/unpredicted event or to be ready to address any issues on account of any disaster/natural calamity or act of God, the Company would require access to its historic records and documents in order to protect the interests of the Company and its stakeholders. In view of this, the Company needs to maintain, retain, archive and store records in a manner retrievable for effective functioning and better management.
- 3.3. This Policy establishes the requirement for retention of the necessary records of the Company approved by the Board of Directors under the applicable statutes and specify retention periods for each kind of records.

- 3.4. The Policy requires routine review of the records for eligibility of disposition and ensure that the documents which are no longer required under the aforesaid statutes are stored appropriately or discarded with the authorization, authentications and recording.

4. DEFINITIONS

Unless the context otherwise requires, the words, terms, expressions and derivations used in this Policy shall have the same meaning given in the SEBI (LODR) 2015:

Term	Definition
Archive	Records that have been removed from normal access to some other storage place that may or may not be controlled by the record owner.
Delete or discard or destruct	The complete removal of records or physical destruction of the electronic records beyond any possible reconstruction.
Preservation order	Approved exceptions that allow retention/preservation of records beyond any limits set in this policy.
Records/Documents	Recorded information, regardless of medium or characteristics (physical or electronic), made or received by an organization that is evidence of its operations and has value requiring its retention for a specific period of time in accordance with professional, legal or regulatory requirements;
Retention period	Minimum period prescribed under the applicable law for which the papers and electronic documents need to be maintained/preserved.
Documents whose preservation shall be permanent in nature	Documents whose preservation is required permanently under the applicable statutes and shall include such documents of transferor companies, if any on account of merger/ amalgamation with the Company.

5. MANNER AND PLACE OF PRESERVATION/ MAINTENANCE

- 5.1. The records shall be preserved/ maintained or archived at the Registered Office of the Company, unless the applicable statutes permits it to be maintained at any other place, as long as the location of each records can be determined easily and retrievable within a reasonable amount of time.

- 5.2. Records should be stored and disposed of securely and in such a way that confidentiality and privacy of non-public documents are maintained.

6. DUTIES AND RESPONSIBILITIES

- 6.1. Each authorized person (Functional head or any other person authorized by Board of Directors or Managing Director/Finance Director of the Company) shall be required to preserve the document pertaining to its department. The Company Secretary shall be responsible for the overall compliance of the policy. Each authorized Person and functional head shall act under this policy in consultation with the Company Secretary and shall perform all acts and extend all cooperation to the Company Secretary to enable him to ensure compliance with the Policy and the SEBI (LODR), 2015.

7. RETENTION AND ARCHIVAL

- 7.1. The Policy sets the guidelines for the period for which the various records as defined under this Policy are to be held in the files of the Company.
- 7.2. The preservation of documents shall be done in the following manner :
- i) Documents whose preservation shall be permanent in nature.
 - ii) Documents with preservation period of not less than eight (8) years after completion of the relevant transactions where there is no such requirement as per Applicable Law, then for such period as deemed fit by the Authorized Person.
- 7.3. With respect to disclosures made by the Company under Regulation 30(8) of the SEBI (LODR) 2015, such disclosures shall be hosted and accessible on the Company's website for a minimum of five years.
- 7.4. In certain special circumstances the required records retention period may not apply or an exception to the records retention schedule must be made. In these situations, the employees must consult with the authorized person or any other people authorized and seek a preservation order from the Company Secretary, so that the most appropriate retention requirement is followed.
- 7.5. For the purposes of enforcing retention and archiving in accordance with this Policy, the respective functional head shall be responsible to carry out verification of records and submit the details containing name of the documents, retention period and the proposal, to the Board of Directors as and when required/deemed fit in relation to preservation/maintenance of the records and archiving including the records required to be destroyed after the retention periods.
- 7.6. An indicative list of Documents and the time frame for their preservation, has been set out at **Appendix A**.

8. DESTRUCTION

- 8.1. The papers and electronic records that have completed the statutory period of preservation or retention can be discarded/ destroyed/ deleted after the approval of the Board of Directors of the Company, wherever applicable. The Board may delegate the power to one of its officials under whose supervision the process of destructions/ discarding/ deletion of the records shall be executed.
- 8.2. The authorised person shall exercise due diligence while destroying any documents, including seeking confirmation from other relevant departments or external consultants, to the extent necessary.
- 8.3. The functional head of the respective function shall maintain a record in the form of a register, whether in electronic form or not, for recording the details of the documents destroyed/ discarded or deleted along with the details of the appropriate approvals. The Board of Directors may seek the details as and when required for their review and comments.

9. REVIEW OF THE POLICY

This Policy may be reviewed or amended by the Board, from time to time or as may deemed necessary.

10. MISCELLANEOUS

- 10.1. The physical documents preserved may be converted, whenever required or felt necessary, into Electronic Form to ensure ease in maintenance of Documents and efficient utilization of space. This will be done after obtaining prior approval of the authorised person.
- 10.2. Where a document is being maintained both in physical form and in Electronic form, the authenticity with reference to the physical form shall be considered for every purpose.
- 10.3. In any circumstances, 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 until such time the policy is changed to conform to the law, rule, regulation or standard.

RECORDS RETENTION SCHEDULE

This Record Retention Schedule sets forth an abbreviated schedule of key record-keeping holding periods and maintenance requirements under the provisions of the Act and SEBI (LODR) 2015 :

Indicative list–

Companies Act, 2013	
<i>As per Clause 7.2 (i)</i>	<i>As per Clause 7.2 (ii)</i>
<ul style="list-style-type: none"> • The memorandum and articles of the company • Affidavit from the subscribers to the memorandum and from persons named as the first directors • Register of Members (MGT-1) • Register of Renewed and Duplicate Share Certificate (SH-2) • Books and Documents relating to the issue of share certificates, including the blank forms of share certificates • Annual Return • The Foreign Register of Members • Register of Charges (CHG-7) • Minutes Book of General Meeting, Board Meeting and Committee Meeting. • Register of particulars of loans and guarantee given, securities provided & acquisition of securities made by the Company(MBP-2) • Register of Investments not held in its own name by the Company(MBP-3) • Register of Contracts with related party and contracts and Bodies etc. in which Directors are interested.(MBP-4) 	<ul style="list-style-type: none"> • Instrument Creating a Charge or modification thereon (8 years from the date of satisfaction of charge) • Register of debenture holders or any other security holders (8 years from the date of redemption of debentures or securities) (MGT-2) • Copies of all annual returns prepared under Section 92 of the Companies Act, 2013 and copies of all certificates and Documents required to be annexed thereto (8 years from date of filing with the Registrar) • Foreign register of debenture holders or any other security holders (8 years from the date of Redemption) • Books of Account together with relevant vouchers (Not less than 8 financial year) • All notices pertaining to disclosure of interest of directors(MBP-1)for a period of 8 years from the end of the financial year to which it relates) • All certificates surrendered to a company (3 years from date of surrender) • Register of deposits (not less than 8 years from the date of last entry) • Instrument creating a charge or modification (8 years from date of satisfaction of charge)

	<ul style="list-style-type: none"> • The postal ballot and all other papers relating to postal ballot including voting by electronic means, (as long as they remain current or for 8 financial years), whichever is later. • All books and documents relating to the issue of share certificates, including the blank forms of share certificates not less than 30 years
Secretarial Standard	
	<ul style="list-style-type: none"> • Attendance Register for Board Meeting and recording of attendance of Meetings through Electronic Mode (8 Financial years)(SS-1) • Copies of Notices, Agenda, Notes on Agenda and papers related to Board Meeting. (8 Financial Years) (SS-1) • Office copies of Notices, scrutiniser's report, and related papers (as long as they remain current or for 8 financial years), whichever is later (SS-2)

Note:

1. Any document or record which will be specified by CA 2013 and SEBI (LODR) 2015 in the future, will be preserved as per the applicable statute.