



Shemaroo Entertainment Limited

Policy on Preservation of Documents

(Pursuant to Regulation 9 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015)

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1. PREFACE:

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been notified by Securities & Exchange Board of India on September 02, 2015, which shall replace the existing Listing Agreement entered by the Company with the Stock Exchanges on December 01, 2015.

The Board of Directors (the “Board”) of Shemaroo Entertainment Limited (the “Company”) has approved the Policy on Preservation of Documents /Records (“The Policy”) for Preservation of Documents /Records maintained by the Company either in Physical Mode or Electronic Mode (hereinafter referred to as “the Documents”). This Policy has been formulated in accordance with the Regulation 9 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

This policy attempts to preserve and maintain documents of the organization. During the course of business, the Company generates several documents either in physical or in electronic mode. Most of the documents are useful for a short span of time and are kept for a definite period, but some documents may be required to be maintained permanently during the lifetime of the organization. In order to preserve such documents, the Company needs to implement a well-considered, well-documented plan to ensure that they remain in good condition over a period of time.

2. PURPOSE OF THE POLICY:

The purpose is to present a high level policy statement pertaining to preservation of its documents in accordance with the provisions of the Companies Act, 2013 and in accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”)

The policy is framed for the purpose of systematic identification, categorization, maintenance, review, retention and destruction of documents received or created in the course of business. The purpose of this policy to ensure safekeeping of the records and safeguarding the Documents from getting manhandled, while at the same time avoiding superfluous inventory of Documents.

3. CLASSIFICATION OF DOCUMENTS TO BE PRESERVED / RETAINED:

Based on the recommendation of the management of the Company, the Board of Directors has classified the following documents to be retained and preserved for posterity:

- Documents that need to be preserved / retained permanently – ***Annexure 1***
- Documents that may be preserved / retained for a period of 8 years as specified under the Companies Act, 2013 or LODR – ***Annexure 2***
- Documents which may be retained for at least 1 year beyond the period of relevance – ***Annexure 3***

- Retention and preservation of the Residual Documents, which are not included in the above Annexures shall be maintained as per the provisions of the Companies Act, 2013 and/or other laws applicable to the Company and/or as per the customary practice of a particular department.

4. DESTRUCTION OF DOCUMENTS:

- After the expiry of the preservation period specified in the annexed Documents Preservation Schedule, such documents which are no longer required may be destroyed by the concerned department after obtaining prior approval/instruction of Head of Department/Whole Time Director / CFO of the Company. The records of the documents destroyed shall be maintained by the concerned department and shall be produced whenever required by the concerned authority/auditors. Destruction of documents as a normal administrative practice will also be followed for the records which are duplicate/unimportant/irrelevant.
- Where the Company has been served with any Notice requisitioning documents from any of the Statutory Authorities or any Litigation is commenced by or against the Company, in such cases the destruction of the related documents shall be suspended till such time the matter is settled or resolved or disposed off finally.

5. DISSEMINATION OF POLICY:

The policy on preservation of documents shall be uploaded on the website of the Company at www.shemarooent.com.

6. GENERAL:

- Any change in the 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.
- In the event of any conflict between the provisions of the Listing Regulation / Companies Act, 2013, or in case of any omission of any of the provisions of the Listing Regulation / Companies Act, 2013, the provisions of the Listing Regulation / Companies Act, 2013, as amended shall prevail or be applicable, as the case may be.

Annexure 1

1. Government approval letters, Certificates, Licenses & Statutory Approvals, Orders issued by Courts / Statutory bodies and any other Statutory and Legal Documents/Agreements.
2. Register of Members along with the index
3. Register of Loan / Guarantee / Security and Acquisition made by the Company (Form MBP 2)
4. Register of investment held in the name of any other person (Form MBP 3)
5. Register of Contract (Form MBP 4)
6. Register of Charge
7. Register of Renewed and Duplicate Share Certificates
8. Other Statutory Registers required under applicable laws
9. Minutes of proceedings of general meeting and resolutions passed by postal ballot, meeting of Board of Directors, Creditors, committees of the Board and resolutions passed by Circulation.
10. Memorandum and Article of Association.
11. Documents evidencing ownership of intellectual property rights.
12. Any other document as may be required to maintain permanently in terms of applicable law(s), maintained and preserved from time to time.

Annexure 2

1. Register of Deposits accepted or renewed
2. Register of debenture holders or any other security holders along with the index
3. Foreign register of debenture holders or any other security holders
4. Register of Fixed Deposit
5. Disclosure from Directors (Form MBP 1 and DIR 8)
6. Copies of all annual returns prepared under section 92 and copies of all certificates and documents required to be annexed thereto
7. Attendance registers of Board & Committee Meetings
8. Office copies of Board Meeting Notices, Agenda, Notes on Agenda and other related papers of the Company
9. Correspondences with Shareholders.
10. Sanction letters
11. Office copies of general meeting Notices, scrutinizers report and other related papers of the company Any other register /documents required by any law, for the time being in force
12. Books of Accounts.
13. Returns, disclosures, filings, etc. with regulatory authorities under various enactments – e.g. periodical reports / returns to SEBI, Stock Exchange, authorities under the laws relating to income- tax, excise and customs, service tax, value added tax, sales tax, etc.

Annexure 3

1. Confidentiality and Non-disclosure agreements
2. Records pertaining to employees
3. Documents relating to litigation or arbitration
4. Commercial contracts, etc.