



INDIAN TERRAIN FASHIONS LIMITED

PRESERVATION OF DOCUMENTS AND ARCHIVAL POLICY

PREAMBLE

This Policy has been formulated and developed in compliance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors approved the policy to comply with the requirements the Listing Regulations. This Policy as approved shall become effective from 01st December, 2015.

CONTEXT:

The purpose of this Policy is to ensure that the company retains its corporate documents & records in accordance with the applicable laws and regulations and to ensure that the official records are maintained for a specified period of time. This Policy statement provides guidelines concerning the length of time on maintenance and retention of records, in hard as well as electronic media and to address any preservation issues. This is a binding framework for preservation of documents of the company.

The company reserves the right to revise and review the document retention schedule to comply with law and organizational policies, subject to the necessary approvals of the Board of Directors.

DEFINITIONS

1. **“Board”** means Board of Directors of the Company.
2. **“Company”** refers to Indian Terrain Fashions Limited.
3. **“Compliance Officer”** shall mean Company Secretary of the Company.
4. **“Documents”** means all papers, records, files, books etc., and the like as required to be maintained under any law or regulation for the time being in force and includes documents maintained under electronic mode.
5. **“LODR”** means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
6. **“Policy”** means the contents herein including any amendments made by the Board of Directors of the Company.

All terms not defined herein shall take their meaning from the applicable Law.



CLASS OF DOCUMENTS

The documents need to be preserved and retained are categorized as follows:

- Documents that need to be preserved / retained permanently
- Documents that may be preserved / retained for a specified period as stipulated under the provisions of Companies Act, 2013 or SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or other applicable laws and regulations.
- Documents to be preserved electronically and archived when necessary
- Documents that may be required by judicial proceedings and which may be destroyed after closure of the legal case.

RESPONSIBILITY OF EMPLOYEES

The Company expects its employees to assist in implementing the preservation policy as appropriate to their roles and responsibilities and to comply with retention or destruction in accordance with their schedules. The employees are responsible for preservation of documents in their work area and can decide upon retention/preservation or destruction of documents pertaining to their area.

DOCUMENT RETENTION SCHEDULE

Several categories of documents that bear special consideration are identified below and minimum retention periods are suggested on retention of the documents identified. The documents not included in the identified categories should be primarily determined by the application of the general guidelines affecting document retention as well as any other pertinent factors.

Finance records:

Annual Audit Reports and Financial Statements including Interim Financial Statements, General Ledger and Investment Records shall be preserved permanently. For other accounts/finance related documents, period of retention shall be of eight years.

Tax records:

Tax records include, but may not be limited to, documents concerning payroll, expenses, proof of deductions, business costs, accounting procedures, and other documents concerning the Company's revenues. Tax records may be retained for at least Eight years and Tax Returns including Annual Information Returns with all annexures and related correspondence are to be permanently preserved.



Contracts:

Contracts including related correspondence of all contracts entered into by the Company should be retained. The Company should retain copies of the final contracts for at least eight (8) years beyond the life of the agreement.

Secretarial Records:

Document Type	Period of Preservation
Corporate Records (certificate of incorporation, commencement of business, listing agreement, common seal, registers, annual reports originals, etc.)	Permanent
Orders of RoC, RD, Court and other appropriate authority, Notices, Licence and Permits and other statutory approvals	Permanent
ROC Filings and Stock Exchange filings in physical and Electronic form	8 years from the date of filing

Board and Board Committee Materials:

1. Meeting minutes should be retained in perpetuity in the Company's minute book. A clean copy of all Board and Board Committee Minutes of all Meetings shall be preserved permanently in physical or in electronic form with Timestamp.
2. Office copies of Notices, scrutinizer's report and related papers shall be preserved in good order in physical or in electronic form 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.
3. The attendance register of the Board, Committees of the Board and General meeting shall be preserved for a period of at least eight financial years from the date of last entry made therein and may be destroyed thereafter with the approval of the Board

Legal Files & Records:

The Company records that are relevant to litigation must be preserved until the Legal Department determines the records are no longer needed. The documents related to any dispute/legal/arbitration/court cases etc., are to be retained till final disposal of the case and must be disposed only after getting the clearance from the Legal Department.

This exception supersedes the destruction schedule for those records. If the employees believe that exception may apply, or have any question regarding the possible applicability of that exception, they may contact the Legal Department.



Legal documents should be maintained for a period of eight years or till the completion of the case, whichever is later. All court orders must be permanently retained. Legal counsel may be consulted to determine the retention period of particular documents.

Property Records:

All Correspondence pertaining to Property Deeds - Original Purchase / Sale Deeds, Assessments, Licenses, must be retained permanently. Original Lease Agreements to be preserved 5 years after the expiration of the lease.

Personnel and HR Records:

Several Central & State statutes require the Company to keep certain recruitment, employment and personnel information. The Company should also keep pay roll records, personnel files that reflect performance reviews and any complaints brought against the Company or individual employees under applicable Central & State statutes. The department concerned should also keep all final memoranda and correspondence reflecting performance reviews and actions taken by or against personnel in the employee's personnel file.

All employment, personnel and payroll records should be retained for six years or till the cessation of the employee. However, retirement and pension records must be permanently preserved.

Marketing and Sales Documents:

The Company should keep final copies of marketing and sales documents for the same period of time it keeps other corporate files, generally eight (8) years.

Contributions:

All documents evidencing contributions including records on Corporate Social Responsibility has to be permanently preserved.

Internal Memoranda

Most correspondence and internal memoranda should be retained for the same period as the document they pertain to or support.

Electronic Documents including email retention and back up

1. E-mails of vital importance and having lasting significance needs to be saved should be either:
 - i. Printed in hard copy and kept in the appropriate file; or
 - ii. Downloaded to a computer file and kept electronically or on disk as a separate file.
2. All Electronic documents to be maintained for a maximum period of 8 years.



Electronic documents will be retained as if they were paper documents. Backup and recovery methods should be tested on a regular basis.

Website Disclosures

Any events or information which has been disclosed to stock exchanges under the Listing Regulations shall be made available on the Company's website. Such events or information shall be placed on the website of the Company for a minimum period of five years.

Notwithstanding anything contained in this Policy, the Company shall ensure to comply 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 Company, from time to time.

The Board of Directors or any of its authorized Committees 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 or its Committee in this respect shall be final and binding. Subsequent modification(s)/amendment(s) to Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws in this regard shall automatically apply to this policy.