

SPENCER'S RETAIL LIMITED
(Formerly known as RP-SG Retail Limited)

POLICY ON PRESERVATION OF DOCUMENTS

PREAMBLE

In terms of Regulation 9 and 30(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of Spencer's Retail Limited ("the Company") has approved the following policy for preservation of documents

DEFINITION

In this policy unless the context otherwise requires

"Act" means the Companies Act, 2013 and rules made there under, as amended from time to time

"Listing Regulations" shall mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be amended from time to time

"Company" means Spencer's Retail Limited

"Document" includes summons, notice, requisition, order, declaration, form and register, whether issued, sent or kept in pursuance of this Act or under any other law for the time being in force or otherwise, maintained on paper or in Electronic Form;

"Key Managerial Personnel" or "KMP" shall have the same meaning ascribed to it under the Act"

"Board" or "Board of Directors" shall mean the Board of Directors of Spencer's Retail Limited, as may be re-constituted from time to time

"Financial Year" shall have the same meaning ascribed to it under the Act.

"Electronic Form" with reference to information means any information generated, sent, received or stored in media, magnetic, optical, computer or by any other means.

Objective

The purpose of this policy is to have a framework for the preservation of documents. In terms of Regulation 9 of the Regulations, the documents to be preserved in terms of this policy are divided into two categories:

- A. The documents of permanent nature (listed in **Annexure 1**) shall be maintained and preserved permanently unless otherwise decided by the Board from time to time.

- B. The documents other than the ones of permanent nature (listed in **Annexure-2**) shall be maintained and preserved for a period not less than eight years unless otherwise decided by the Board from time to time.

Provided that all modifications, amendments, additions, deletions in the said documents shall also be preserved permanently by the Company unless otherwise decided by the Board from time to time.

Provided further that the Company may keep the documents as specified above in Electronic Form.

The documents that are required to be maintained under the policy are preserved considering their importance, usefulness and information. The preservation of documents is important in order to ensure immediate access to the records, its retrieval and authentication.

DISPOSAL AND DESTRUCTION OF RECORDS

After the expiry of the statutory retention period, the preserved documents may be destroyed in such mode under any instructions approved by the departmental head(s). Destruction of documents as a normal administrative practice will also be followed for the records which are duplicate / unimportant / irrelevant.

This applies to both in physical and Electronic Form.

The documents may be destroyed as follows:

- a. Recycle non-confidential paper records;
- b. Shared or otherwise render unreadable confidential paper records; or
- c. Delete or destroy electronically stored data.

ROLES & RESPONSIBILITIES

The respective Departmental Heads of the Company shall be responsible for maintenance, preservation and destroying of documents in respect of the areas of operations falling under the charge of each of them, in terms of this policy.

GENERAL

Notwithstanding anything contained in this policy, the Company shall ensure compliance 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.

MODE OF MAINTENANCE

The Company shall maintain these records either in physical or electronic mode. The applicable provisions of law, rules and regulations with regard to electronic maintenance of records shall be adhered to.

All the records shall be maintained as per the prescribed format, if any, as amended from time to time under the various rules and regulations.

AMENDMENTS

The Board may subject to the applicable laws amend any provision(s) or substitute any of the provision(s) with the new provision(s) or replace this policy entirely with a new policy. However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force.

Annexure 1 Documents whose preservation shall be permanent in nature

Sl No	Nature of Documents
01	Registration Certificates
02	Licenses & Statutory Approvals
03	Statutory Registers required under applicable laws
04	Audited financial statements
05	Minutes of General Meeting
06	Minutes of Board Meeting
07	Minutes of various Committee Meetings
08	Material Agreements/Contracts
09	Orders issued by Courts / Statutory bodies
10	Investment Documents/proofs including certificates etc.
11	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

Documents with preservation period of not less than eight years after completion of the relevant transactions

Sl.No	Nature of Document(s)
01	Books of Accounts
02	Annual Return(s)
03	Personnel Documents
04	Insurance Policies/ Claims under various policies
05	Correspondences with Departments/shareholders
06	Non-Statutory Registers/Documents
07	Films, Videos, CDs, DVDs, tapes etc.
08	Any other document as may be required to maintain in terms of applicable law(s), maintained and preserved from time to time.

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