

Morganite Crucible (India) Limited
Morgan Advanced Materials
Molten Metal Systems
B-11, M.I.D.C., Waluj
Aurangabad - 431 136,
Maharashtra, (India)

PRESERVATION OF DOCUMENTS AND ARCHIVAL POLICY

1. Preamble

The Securities and Exchange Board of India (SEBI) has issued the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") which have come into force from 1st December 2015.

Regulation 9 of the aforesaid Regulations requires the Board of Directors of the Company to frame a Policy for Preservation of Documents ("Policy") classifying them into two categories:

- i. Documents whose preservation shall be permanent in nature; and
- ii. Documents to be preserved for not less than eight years.

The Company understands that based on importance, usefulness and information all the documents, whether in physical or electronic mode, form an important and integral part of the Company's records. The preservation of documents is important in order to ensure immediate access to the records, its retrieval and authentication.

Accordingly, the Board of Directors of Morganite Crucible (India) Limited ("MCIL" / "the Company") has adopted the Policy for Preservation of Documents and archival.

2. Definition

- 2.1 "**Act**" means the Companies Act, 2013, Rules framed thereunder and any amendments thereto.
- 2.2 "**Applicable Law**" means any law, rules, circulars, guidelines or standards under which the preservation of the Documents has been prescribed.
- 2.3 "**Board**" means the board of directors of the Company or its Committee.
- 2.4 "**Company**" means Morganite Crucible (India) Limited.



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- 2.5 **“Document(s)”** means papers, notes, agreements, notices, advertisement, requisitions, order, declaration, form, correspondence, minutes, indices, registers and any other record, document or return required under or in order to comply with the requirement of any applicable law whether maintained in physical or electronic form.
- 2.6 **“Electronic Records”** means as defined in Information Technology Act, 2000 or as amended from time.
- 2.7 **“Electronic Form”** means as defined in Information Technology Act, 2000 or as amended from time.
- 2.8 **“Listing Regulations”** means the Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2.9 **“Preservation”** means to keep in good order and to prevent from being altered, damaged or destroyed.
- 2.10 **“Policy”** means this Policy of Preservation of Documents of the Company;
- 2.11 **“Records”** in relation to this policy includes accounting records, books or papers and books and papers as defined in sub-section 12 of section 2, books of accounts as defined in sub-section 13 of section 2 of the Companies Act, 2013, statutory and other documents of material significance whether covered under this Policy or not.

3. Objective of the Policy

This Policy mechanism provides the complete guideline framework for preservation, destruction and archival of documents for a specified period of time to achieve the following objectives:

- Adherence to corporate governance norms and risk management;
- Systematic record keeping and disposal/destruction of Company's non-valued records;
- Identification and preservation of important Company records having continuing administrative and historical value to permit their transfer to and preservation in the Company's Archives.

4. Coverage

This Policy is intended to guide the Company and its officers on maintenance of any Documents, their preservation and disposal.

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3. Policy

3.1 Preservation of Documents

- 3.1.1 The Company shall preserve all those documents which are required to be preserved permanently as mentioned in Schedule – A in accordance with the provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, Notifications etc. as may be applicable on the Company from time-to-time.
- 3.1.2 The Company shall preserve all those documents which are required to be preserved for a period of 8 years as mentioned in Schedule – B in accordance with the provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, Notifications etc. as may be applicable on the Company from time-to-time.
- 3.1.3 The documents does not fall under the above category shall be maintained preserved as per the guidelines and necessity of the transactions.

3.2 Archival Policy

The Company shall disclose and maintain all events and information as required by the Companies Act, 2013 and the Listing Regulations and shall be made available on the website within two working days from the date of dissemination of information and/or documents by the Company, unless specified otherwise (refer Clause 46(3) of Listing Regulations) including any update or change in the content of the information. Such disclosures or information shall be hosted on the website of the Company for a period of 5 years and thereafter shall be maintained/ preserved in the server or in any other mode for a minimum period of 3 years and after expiry of this period of 3 years the backup may be permanently removed from the stored location.

4. Roles & Responsibilities

The respective Functional/ Departmental heads of the Company shall be responsible for maintenance and preservation of documents in respect of their area operations falling under the charge of each of them, in terms of this Policy.

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5. Custody of the Documents

- 5.1 All original licenses, permission, agreements, bank guarantees provided or received, or any other important and original document which is required to be preserved on permanent nature shall be in custody with Company Secretary.
- 5.2 All functional forms, records, reports, memo, document, return etc. as applicable under the statute shall be in custody with respective functional head.

6. Destruction of Documents

- 6.1 The Company Secretary and other functional head are responsible for the ongoing process of identifying its records, which have met the required retention period and overseeing their destruction.
- 6.2 The temporary Documents, excluding the Current Document(s) shall be destroyed after the relevant or prescribed period in whose custody the Documents are stored after the prior approval of the functional head in case they are routine documents or with approval of Board of Directors in case of documents have exceeded their preservation period.
- 6.3 A register of the Documents disposed/destroyed shall also be maintained. It shall state the brief particulars of the Documents destroyed, date of disposal/destruction and the mode of destruction.

7. Mode of Maintenance

The Company shall maintain the given records either in physical form or electronic mode as may applicable and allowable under respective provisions of law, rules, and regulations.

All records shall be maintained as per prescribed formats, if any, as amended from periodically as per applicable regulations.

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8. Amendments to the Policy

The Board of Directors periodically review the policy as may deem fit and if require can amend this Policy, in consistence with applicable provisions of Act, Rules, Regulations, Notifications etc. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities are not consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.

9. Dissemination of the Policy

The approved Policy shall be uploaded on the Company's website, www.morganmms.com.

10. 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.

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Schedule – A

Documents to be maintained permanently

- The Memorandum and Articles of Association and certification of incorporation
- Documents relating to incorporation of the Company Register of members
- Books and Documents relating to the issue of share certificates
- Listing Agreement executed with stock exchange(s)
- Register of Charges
- Register under section 186 of the Act, 2013 for Loans/investment/ guarantees or securities provided
- Register under section 187 for investment held in any other person name
- Register under section 189 for contracts / arrangements in which directors are interested as per section 184 / 188 of the act
- Minutes book of Board / Committee / general meeting, resolutions passed by postal ballot, resolutions passed by circulations.
- Licenses, approvals, permissions, certificates, IPR's certificates or any other document which the Managing Director thinks expedient to preserve.
- Register for destruction or disposal of Documents or Register.
- Register of Directors and KMP

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Schedule – B

Documents to be maintained for at least eight financial years

- Register of debenture holders or any other security holders (8 years from the date of redemption of debentures or securities)
- Copies of Annual Returns and copies of all certificates and Documents required to be annexed thereto as per provisions of Companies Act, 2013 (8 years from date of filing with the Registrar)
- Register of renewed and duplicate share Certificate (not less than 30 years)
- All notices pertaining to disclosure of interest of directors
- All share 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 such charge)
- Attendance Register for Board/ Committee meetings/ General Meetings (8 financial years)
- Office copies of General Meeting Notices, scrutiniser's report, and related papers (as long as they remain current or for 8 financial years).
- Office copies of Board Meeting Notices, Agenda, notes on agenda and other related papers (8 financial years).
- Disclosures prescribed under SEBI (LODR) Regulations, SEBI (PIT) Regulations, SEBI (SAST) Regulations (8 financial years)
- Employment and personal records in case of employees of the Company

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- Relevant marketing and sales documents
- Postal Ballot forms
- Press releases
- Correspondence with shareholders
- Dividend payment records
- Tax records such as tax assessment, tax filing, proof of deduction etc.
