

## ZF STEERING GEAR (INDIA) LIMITED

# POLICY ON PRESERVATION OF DOCUMENTS

(Effective from December 1, 2015)

**Registered Office:**

Gat No. 1242/44, Village Vadu Budruk,

Tal. Shirur, Dist. Pune – 412 216.

CIN: L29130PN1981PLC02373

**ZF STEERING GEAR (INDIA) LIMITED**  
**POLICY ON PRESERVATION OF DOCUMENTS**

**PREAMBLE**

Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 requires every listed company to have a policy on Preservation of Documents/ records maintained by the Company, either in Physical Mode or in Electronic Mode.

**1. LEGAL FRAMEWORK**

The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘the Listing Regulations’**) imposed certain obligations and disclosure requirements on all listed entities, one of the common obligations for all listed entities pursuant to Regulation 9 being to formulate and put in place a policy for preservation of documents.

The Board of Directors of ZF Steering Gear (India) Limited (**‘the Company’**) has decided to formulate a policy for ‘Preservation of Documents’ to comply with the requirements of Regulation 9 of the Listing Regulations.

**EFFECTIVE DATE**

This Policy is effective December 1, 2015 and shall remain in force till modified or superseded by the Board of Directors.

**2. DEFINITIONS**

**A. ‘Board of Directors’ or ‘Board’**

Board of Directors or Board shall mean the Board of Directors of ZF Steering Gear (India) Limited, as constituted from time to time.

**B. ‘The Company’**

The Company shall mean “ZF Steering Gear (India) Limited”.

**C. ‘Documents’**

Documents shall mean all papers, records, files, books, tapes, CDs, DVDs, electronic storage devices or other etc., and the like as required to be maintained under any law or regulation for the time being in force.

#### **D. 'Listing Regulations'**

Listing Regulations shall mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### **3. OBJECTIVE**

This policy sets the standards for managing, storing and preservation of documents of the Company broadly classified in the following two categories:

- A. The documents of a permanent nature (listed in Annexure 1) shall be maintained and preserved permanently by the Company subject to the modifications, amendments, additions, deletions or any changes made therein from time to time.

Provided that all such modifications, amendments, additions, deletions in the documents shall also be preserved permanently by the Company.

- B. The documents to be maintained and preserved for a specified time period after completion of the relevant transactions (listed in Annexure-2) shall be preserved by the Company for the term not less than eight years after completion of the relevant transactions subject to the modifications, amendments, additions, deletions or any changes made therein from time to time.

Provided that all such modifications, amendments, additions or deletions in the documents shall also be preserved for a term not less than eight years.

Provided further that the Company may keep the documents as specified above in an electronic mode.

In case, any of such documents is related to any legal proceedings or assessment/ appeal proceedings, the Company shall preserve such documents till final conclusion of the said proceedings to which the Company is a party or which may affect the Company's interest.

### **4. 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.

### **5. 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.

## 6. DESTRUCTION OF DOCUMENTS

After the expiry of the statutory retention period, the preserved documents may be destroyed in such mode under any instructions approved by Whole-time Director.

Destruction of documents as a normal administrative practice will also be followed for the records which are duplicate/ unimportant/ irrelevant. This applies to both Physical and Electronic Documents

## 7. COMMUNICATION AND DISSEMINATION OF THE POLICY

For all new employees, a copy of this Policy shall be handed over as a part of the joining documentation, along with other HR related policies. For all existing employees and Directors, a copy of this Policy shall be posted on the intranet and the web-site of the Company.

## 8. AMENDMENT

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

Sr. No	Nature of Document(s)
1	Certificate of Incorporation
2	Memorandum and Article of Association, as amended from time to time
3	Annual Reports
4	Original Purchase/ Sale Deeds, Property-Deeds
5	Licenses, Registration Certificates and Statutory Approvals
6	Statutory Registers maintained as per the applicable provisions of the laws, including but not limited to the Companies Act, 2013.
7	Audited financial statements signed by the Board of Directors
8	Minutes of General Meeting
9	Minutes of Board Meeting
10	Minutes of various Committee Meetings
11	Corporate Social Responsibility (CSR) Records
12	Certificates of Title/ other primary evidence regarding Investments made by the Company; unless the original record is required to be surrendered for claiming refund/ return .
13	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.**

<b>Sr. No</b>	<b>Nature of Document(s)</b>
1	Books of Accounts and Vouchers
2	Annual Return(s) prepared under Section 92 of the Companies Act, 2013
3	All Notices pertaining to Disclosure of Interest from Directors
4	Insurance Policies/ Claims under various policies
5	Instruments Creating Charge/ Modification
6	Postal Ballot/ Voting by Electronic Means
7	All documents related to issue of Share Certificate(s)
8	Attendance Register for Board Meetings/ Committee Meetings
9	Notice, Agenda related to Board Meetings/ Committee Meetings
10	Tax Records
11	Documents filed under the Companies Act/ Rules and Stock Exchange Filings
12	Any other document as may be required to be maintained in terms of applicable law(s) or required to be maintained otherwise, maintained and preserved from time to time.

Pune

**CHAIRMAN**