



# SCANDENT IMAGING LIMITED

[Formerly known as, COUNT N DENIER (INDIA) LIMITED]

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## POLICY ON PRESERVATION OF DOCUMENTS

*[Pursuant to Regulation 9 of the Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

### INTRODUCTION:

Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“*hereinafter to be referred to as Listing Regulations 2015*”) imposed certain obligations and disclosure requirements on every listed entities, one of the common obligations is to formulate and put in place the *policy for the preservation of documents* under the Regulation 9 of Listing Regulation, 2015.

The Board of Directors of M/s. Scandent Imaging Limited (“the Company”) is required to formulate a policy for “*Preservation of Documents*” to comply with the requirements of Regulation 9 of the Listing Regulations.

### EFFECTIVE DATE AND POLICY ENFORCEMENT:

*The Policy shall be effective from 1<sup>st</sup> day of December, 2015.*

### PURPOSE OF THE POLICY:

The Corporate records of the Company are the important assets for the Company and hence the Company seeks to access and manage its records effectively, and is obliged to create, maintain, preserve and dispose of records as per this Policy.

This policy categorizes the records that will be preserved indefinitely without any time limit and the records that will be preserved for specified period of time and outlines responsibilities to create, maintain and lawfully dispose of the records. It endorses the preservation of records in the Company’s Archives.

### DEFINITIONS:

- i. “**Company**” means “M/s. Scandent Imaging Limited”;
- ii. “**Board**” means the Board of Directors of the Company;
- iii. “**Listing Regulations**” means the Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- iv. “**Policy**” means this Policy of Preservation of Documents of the Company;



- v. **“Records”** in relation to this policy includes accounting records, “book and paper” and “book or paper” as defined in sub-section 12 of section 2 of the Companies Act, 2013, books of account as defined in sub-section 13 of section 2 of the Companies Act, 2013 and statutory and other documents of material significance.
- vi. **“Documents”** shall mean all papers, records, files, books, tapes, CDs, DVDs, electronic storage devices etc., and the like as required to be maintained under any law or regulation for the time being in force.
- vii. **“Electronic Form”** with reference to information means any information generated, sent, received or stored in media, magnetic, optical, computer memory, micro film, computer generated micro fiche or similar device.

The words or expressions used but not defined herein, but defined under Companies Act, 2013 or the SEBI Regulations shall have the same meaning assigned therein.

#### **OBJECTIVE OF POLICY:**

This Policy mechanism provides the comprehensive framework for preservation of documents for a specified period of time to achieve the following objectives:

- a) Effective Corporate Governance and risk management;
- b) Effective information management to support the work of the administrations and provision of continued access to it at times when needed;
- c) Systematic disposal/destruction of Company’s non-current records that have outlived their administrative usefulness.
- d) Identification of the Company’s records that are of continuing administrative and historical value to warrant their transfer to and preservation in the Company’s Archives.

#### **SCOPE OF THE POLICY:**

For the purpose of achieving the above objectives, 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 (as per **Annexure A**) 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 (as per **Annexure B**) 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.

These guidelines will be valid for determining preservation period for commercial and legal Records and will be applicable to all locations of the Company.

#### **AUTHORITY AND RESPONSIBILITY:**

The Company Secretary and Compliance Officer of the Company shall be responsible to deal with the records according to the time frame prescribed in the Policy for their preservation. The departmental head concerned will be responsible for the maintenance, preservation and destruction of records pertaining to the respective Department.

#### **PRESERVATION LOCATION:**

The preservation location will be at the registered office of the Company in the concerned department. If the location is other than the concerned department, the same should be documented and kept in a file for reference purpose in the respective department. In case of critical documents which need to be preserved for very long periods or permanently, the same shall be preserved in fire proof or other such secure cabinets.

#### **MODE OF PRESERVATION:**

Records/documents may be preserved either physically or in electronic form.

#### **DESTRUCTION OF DOCUMENTS /RECORDS:**

The records/documents preserved shall be reviewed every year or according to need by the respective department and after the expiry of the statutory retention period, the preserved documents may be destroyed in such mode under any instructions approved by the department 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 Physical and Electronic Documents.



### **RECORD RETENTION SCHEDULE:**

The records referred to in **Annexure A** of this Policy shall be maintained permanently and the records which are required to be preserved permanently on the website of the Company shall be preserved in line with the Archival Policy of the Company. Records should not be kept longer than is necessary and should be disposed of at the right time as unnecessary retention of records consumes time, space and equipment use.

The records referred to in **Annexure B** shall be preserved for at least 8 years or may be disposed of after the expiry of the periods of their preservation, after the approval of the Company Secretary and Compliance Officer of the Company.

The Company shall maintain a register of disposal of records in the custody of the Compliance Officer of the Company, wherein the brief particulars of the records disposed off shall be entered. The register of disposal of records shall contain the following columns:

- a) Item Number;
- b) Brief Particulars of the records disposed of;
- c) Date of approval for disposal of records;
- d) Date of disposal; and
- e) Mode of destruction

This register of disposal of records shall be maintained permanently by the Company with the assistance of the Company Secretary and Compliance Officer of the Company either in physical or electronic form.

### **RECORD APPRAISAL:**

The Company shall at regular intervals carry out the appraisal of the records preserved as per this Policy. The purpose of the appraisal process shall be to ensure that the records are examined at the appropriate time to determine

- (i) whether or not they are worthy of archival preservation;
- (ii) whether they need to be retained for a longer period as they are still in use; or
- (iii) whether they should be destroyed.

The appraisal of records shall be undertaken only after the approval of the Company Secretary and Compliance Officer of the Company.

### **REVIEW OF THE POLICY:**

This policy shall be subject to review by the Board as may be deemed necessary and in accordance with any regulatory amendments.



**DISCLOSURE:**

The Policy for Preservation of Documents shall be disclosed on the Company's website <http://www.scandent.in/> and a web link thereto shall be provided in the Annual Report.

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## Annexure A

### *Documents whose preservation shall be permanent in nature*

Sr. No.	Nature of Document(s)
1	Registration Certificates
2	Certificate of incorporation
3	Certificate for commencement of business
4	Memorandum and Articles of Association
5	Agreements made by the Company with Stock Exchanges, Depositories, etc.
6	Files relating to premises viz. Title Deeds/Lease Deeds of owned premises/land and building, etc. and related Ledger / Register
7	Licenses & Statutory Approvals
8	Statutory Registers required under applicable laws
9	Audited financial statements
10	Minutes of Board Meeting/ Committees Meetings/ General Meeting
11	Material Agreements/Contracts
12	Orders issued by Courts/Statutory bodies
13	Investment Documents/proofs including certificates etc.
14	Any other document as may be required to maintain permanently in terms of applicable law(s), maintained and preserved from time to time.



## Annexure B

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

Sr. No.	Nature of Document(s)
1	Books of Accounts
2	Annual Return(s)
3	Personnel Documents
4	Insurance Policies/ Claims under various policies
5	Correspondences with Departments/shareholders
6	Non-Statutory Registers/Documents
7	Films, Videos, CDs, DVDs, tapes etc.
8	Any other document as may be required to maintain in terms of applicable law(s), maintained and preserved from time to time.

