



POLICY FOR PRESERVATION OF DOCUMENTS

[Pursuant to Clause 9 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

1. INTRODUCTION

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been notified by Securities & Exchange Board of India on September 02, 2015, which shall replace the existing Listing Agreement entered by the Company with the Stock Exchanges on December 01, 2015.

Clause 9 of the Listing Regulations requires the Board of Directors of listed companies to frame a policy for providing framework for adequate protection and preservation of the documents of the Company as per the applicable statutory requirements.

Accordingly, the Board of Directors of Opto Circuits (India) Limited, has adopted this Policy on November 14, 2015 which shall come into effect with effect from December 01, 2015. The Board may amend this Policy from time to time as they may deem fit and/or to incorporate any subsequent amendment(s)/modification(s) in the Listing Regulations with respect to matters covered under this Policy or otherwise.

2. DEFINITIONS

“Board of Directors” or **“Board”** means the Board of Directors of Opto Circuits (India) Limited, as constituted/re-constituted from time to time.

“Company” means Opto Circuits (India) Limited.

“Listing Regulations” means SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

“Policy” or **“this Policy”** means Policy for Preservation of Documents.

“Stock Exchanges” means the stock exchanges where the Company’s shares are listed.

“SEBI” means Securities & Exchange Board of India.

The words, terms and expressions used in this Policy shall have the same meaning as given in Clause 2 of Chapter I of the Listing Regulations.

3. CLASSIFICATION OF DOCUMENTS TO BE PRESERVED / RETAINED

The Company's physical and electronic documents shall be classified for the purpose of preservation as follows:

- A. Documents whose preservation shall be permanent in nature;
- B. Documents whose preservation period shall not be less than eight years after completion of the relevant transactions.

The documents as specified in A and B above may be kept in electronic mode also.

The list of documents for the above categories is given in the Annexure

4. RESPONSIBILITY OF EMPLOYEES FOR PRESERVATION OF DOCUMENTS

All the Employees on the permanent rolls of the Company are responsible for taking into account the potential impact on preservation of the documents in their work area and their decision to retain/preserve or destroy documents pertaining to their area.

5. SUSPENSION OF RECORD DISPOSAL IN THE EVENT OF LITIGATION OR CLAIMS

In case the Company is served with any notice for request of documents or any employee becomes aware of a governmental investigation or audit concerning the Company or commencement of any litigation against the Company, any further disposal of documents connected with the matter shall be suspended until such time the investigation / litigation ends.

6. STATUTORY REQUIREMENTS

If as per any other law of land including Information Technology Act, a physical or electronic record should be preserved for a longer period than what has been stipulated in this policy, then the document shall be preserved as per the applicable statutory stipulations.

7. POLICY REVIEW

The Managing Director of the Company is authorised to periodically review the policy and make such changes as considered necessary.

ANNEXURE

A. DOCUMENTS WHOSE PRESERVATION SHALL BE PERMANENT IN NATURE:

1. Common Seal, Certificate of incorporation, Certificate of change of name (if any), Memorandum and Articles of Association as amended from time to time, Counter folios of Share Certificates issued from time to time
2. Minutes Books of Board, General Meetings and Committees Meetings.
3. Statutory Registers
4. License and Permissions
5. Statutory Forms except for routine compliance
6. Scrutinizers Reports
7. Property records including purchase and sale deeds, licences, copyrights, patents & trademarks;
8. Any other record as may be decided by any KMP (as per Companies Act 2013) or the Managing Director or the Board of Directors of the Company from time to time;

B. DOCUMENTS WHOSE PRESERVATION PERIOD SHALL NOT BE LESS THAN EIGHT YEARS AFTER COMPLETION OF THE RELEVANT TRANSACTIONS:

1. Annual Returns
2. Board Agenda and supporting documents
3. Attendance Register Office copies of Notice of General Meeting and related papers
4. Office copies of Notice of Board Meeting / Committee Meeting, Agenda, Notes on Agenda and other related papers
5. Bank Statements and vouchers
6. Filings with Stock Exchanges and other statutory authorities
7. Any other record as may be decided by any KMP (as per Companies Act 2013) or the Managing Director or the Board of Directors of the Company from time to time.
