

Vidli Restaurants Limited

(Formerly known as Vidli Restaurants Private Limited)

(Also formerly known as Vithal Kamats Restaurants Private Limited)

Reg. Office: Office No. 26, Building-1, Ajay Mittal Industrial Premises Limited, Marol, Andheri (East), Mumbai 400059

CIN No. U55101MH2007PLC173446 Tel No: 022 – 66978736

Website: www.kamatsrestaurants.com

Email Id: cs@kamatsrestaurants.com

POLICY FOR PRESERVATION OF DOCUMENTS

1. PREAMBLE:

- 1.1 Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations) requires a Listed entity to have a Policy for preservation of documents (including electronic records) approved by its Board of Directors classifying them in at least two categories viz.
 - (a) Documents whose preservation shall be permanent in nature; and
 - (b) Documents with preservation period of not less than eight years after completion of relevant transactions.
- 1.2. Regulation 30(8) of Listing Regulations requires that the listed entity shall disclose on its website all such events or information which has been disclosed to Stock Exchange(s) under this regulation, and such disclosures shall be hosted on the website of the listed entity for a minimum period of five years and thereafter as per the archival policy of the listed entity.
- 1.3. In compliance with these requirements of Listing Regulations and to establish the framework needed for effective preservation/ maintenance of documents and records required to be maintained under Listing Regulations, the Board of Directors of Vidli Restaurants Limited ('the Company') has adopted this policy for preservation of documents (including electronic records) and archival of records. This Policy shall become effective from 1st February, 2016.

2. OBJECTIVE:

This policy inter alia provides for preservation of documents so that records should be kept no longer than the period necessary for the proper conduct of Company business. This policy shall cover all business records of the Company, including written, printed and recorded matter and electronic forms of records.

3. DEFINITIONS:

- a) "Board of Directors" or "Board" means the collective body of the directors of the Company;
- b) "Company" wherever occur in this policy shall means Vidli Restaurants Limited;
- c) "Document(s)" refers to papers, notes, agreements, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, indices, registers and or any other record(including required under or in order to comply with the requirements of any Applicable Law) maintained on paper or in Electronic Form and does not include multiple or identical copies;
- d) "Electronic Form" means maintenance of documents in any contemporaneous electronic device such as computer, laptop, compact disc, floppy disc, space on electronic cloud, or any

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other form of storage and retrieval device, considered feasible, whether the same is in possession or control of the Company or otherwise the Company has control over access to it;

- e) “Maintenance” means keeping documents, either physically or in electronic form;
- f) “Preservation” means to keep in good order and to prevent from being altered, damaged or destroyed;
- g) “Register” means a register maintained under the Companies Act, 2013 or the SEBI Act.

4. Duties & Responsibilities:

The Company Secretary of the Company shall be responsible for implementing this Policy and procedures for retention/preservation of papers and records under this policy and communicating the respective periods for archiving and destruction of such records and documents to the relevant employees.

5. Preservation of Documents:

5.1 The list of documents/ electronic records as prescribed under the Applicable statutes is identified in Annexure A classifying them in the below two (2) categories:-

i) Documents whose preservation shall be permanent in nature;

ii) Documents with preservation period of not less than eight (8) years after completion of the relevant transactions.

5.2 The retention period of each papers and/or electronic records relating to the Company as set out in Annexure A shall be in active use for a period of Eight (8) years, after which the said papers and electronic records may be archived in a repository maintained by the Company until the maximum period required under the Applicable statutes.

5.3. In certain special circumstances, the required records retention period may not apply or an exception to the records retention schedule may be made. In these situations, the employees must consult with the Company Secretary for appropriate direction, so that the most appropriate retention requirement is followed.

5.4. Documents uploaded on Company’s website as per applicable statutes shall be kept for Five (5) years in the respective section and may be subsequently removed from the website and placed on the server for such further period(s) required under the Applicable statutes.

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6. Destruction:

6.1 The papers and electronic records that have completed the statutory period of preservation or retention can be discarded/ destroyed/ deleted in one of the following manners:

- Physical documents– Paper documents shall be shredded using secure, locked consoles designated in each office from which waste shall be periodically picked up by security or house-keeping personnel for disposal.
- Electronic records– Electronic data contained on servers and hard drives including the Company's website shall be deleted and overwritten in a suitable manner in consultation with the IT Head.

6.2 Electronic data contained on all other media shall be destroyed by the physical destruction of that media. A request may be placed at IT help desk and appropriate IT personnel shall assist in the manner of destruction.

6.3 All destruction and the list of such documents / information being destroyed shall be recorded and identified by appropriate authorities as may be decided by the Chief Executive Officer of the Company from time to time.

7. Amendment & Display of Policy:

The Board of Directors shall have the right to amend this Policy from time to time either to meet the business requirements or to ensure compliance with applicable statutes. Copy of this Policy shall be uploaded on website of the Company.

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Annexure A:

Documents whose preservation shall be permanent in nature (Physically/Electronically):

1. Incorporation related documents including Certificate(s) issued by the Registrar of Companies from time to time;
2. Memorandum and Articles of Association (including any amendments thereto);
3. Minutes of Board Meetings, Committee Meetings and General Meetings;
4. Register and Index of Members;
5. Register of Transfer;
6. Register of Charges;
7. Register of Loans, Guarantees, Security and Investments made by Company;
8. Register of Investments not held in its own name by the Company;
9. Register of renewed and duplicate share certificate;
10. Register of Contracts with related party and Contracts and Bodies etc., in which Directors are interested;
11. Register of Directors and Key Managerial Personnel and their shareholding;
12. Regulatory / Business Licenses, Approvals, Permits etc.;
13. Any other documents under the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

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

1. Books of accounts;
2. Annual Finance Statements current the Financial Year;
3. Annual Return along with annexures /certificates;
4. Disclosure of Director's Interest;
5. Regulatory filings with Registrar of Companies / Stock Exchanges / Reserve Bank of India Securities & Exchange Board of India and/or other regulatory authorities
6. Office copies of Notices, Agenda, Notes on Agenda and other related papers in connection with Secretarial Standard on Meeting of Board of Directors
7. Office copies of Notices, scrutinizer's report, and related papers in connection with Secretarial Standard on General Meetings