

BRIGHT BROTHERS LIMITED

Policy of Preservation and Archiving of Documents

Preamble

Pursuant to Regulation 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), the Board of Directors of a listed entity is required to formulate a policy for preservation of documents.

Further, under Regulation 30(8) of the Listing Regulations, events and information disclosed under the Listing Regulations 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, as disclosed on its website.

Pursuant to the requirements stated above, Bright Brothers Limited (the Company) has framed and adopted the Policy for preservation and archiving of documents (the Policy).

Applicability

The policy duly approved by the Board of Directors shall be effective from 1st December, 2015 and future amendments/modifications shall take effect from the date stated therein.

Classification of Records

Regulation 9 of the Listing Regulations mandates that the Company shall have a policy for preservation of documents, approved by its Board of Directors, classifying them in atleast two categories as follows:

- (a) Documents whose preservation shall be permanent in nature;
- (b) Documents with preservation period of not less than eight years after completion of the relevant transactions.

Type of Documents and Period of Preservation

The Company shall maintain and preserve documents as specified hereunder:

Category A:

The documents of permanent nature (listed in Annexure - 1) shall be maintained and preserved permanently by the Company.

Category B:

The documents of the Company to be maintained and preserved for 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.

For the purpose of this policy, document may include the following:

1. "book and paper" and "book or paper" as defined in clause 12 of section 2 of the Companies Act, 2013;

2. "books of account" as defined in clause 13 of section 2 of the Companies Act, 2013;
3. "document" as defined in clause 36 of section 2 of the Companies Act, 2013;
4. "register of company" as defined in clause 74 of section 2 of the Companies Act, 2013.

Further, the Company may deeming fit and possible from time to time maintain above mentioned documents in electronic form to the extent possible.

Notwithstanding anything contained in this policy, in case of dispute with tax authorities or government authorities, records and documents relating to dispute will be preserved till the settlement of dispute or eight years whichever is later.

Certain key relevant points as per Companies Act, 2013 and relevant Rules made there under disclosed as below:

Pursuant to Section 128 (5) of the Companies Act, 2013 (the Act), the books of account of every company relating to a period of not less than eight financial years immediately preceding a financial year, or where the Company had been in existence for a period less than eight years, in respect of all the preceding years together with the vouchers relevant to any entry in such books of accounts shall be kept in good order.

Provided that where an investigation has been ordered in respect of the Company, the Central Government may direct that the books of account may be kept for such longer period as it may deem fit.

Section 94 of the Companies Act, 2013 read with Rule 15 of the Companies (Management and Administration) Rules, 2015 prescribes certain period of maintenance of certain types of registers, returns, etc.

Under this policy, the retention period of preservation of documents shall be as under:

Annexure 1:

Permanent:

- i. Register of members along with index.
- ii. Statutory registers.
- iii. Statutory forms and disclosures.
- iv. Minutes of the Board meetings, various Committees meetings and General meetings.
- v. Licenses and Permissions.
- vi. Policies formed by the Company under various laws and regulations.
- vii. Court Orders.
- viii. Such other records as may be required under any law(s), from time to time.

Annexure 2

Preservation upto 8 years

- i. Register of debenture holders or any other security holders along with the index.
- ii. Annual returns and copies of all certificates and documents required to be annexed thereto.

- iii. Books of accounts and supporting documents, vouchers, records, contracts, deeds, agreements, etc.
- iv. Attendance registers.
- v. All notices under Section 184 of the Companies Act, 2013 read with Rule 9 of the Companies (Meetings of Board and its Powers) Rules, 2014.
- vi. Agenda papers, Notices of Board Meeting, Committee Meeting, General Meeting and other related papers.
- vii. Instrument creating a charge or modification thereon.
- viii. Such other records as may be required under any law(s), from time to time.

Others: As per applicable laws.

Mode of Preservation

The documents may be preserved in physical form or electronic form. The retention period of preservation of documents shall remain the same irrespective of maintenance of documents in physical or electronic form.

Explanation: “Electronic Form” means any contemporaneous electronic devices such as Computer, laptop, compact disc, space on electronic cloud, or any 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.

Physical preservations shall be ensured in proper store / record rooms, access to which shall be allowed to only persons authorized.

Archival Policy

All policies, documents and other information not related to any particular period or event shall be on display on the Company’s website till they are replaced by an updated version, thereafter they will be archived and preserved in a secured server of the Company.

All events or information which, in the opinion of the Board of Directors of the Company, is material and which has been disclosed to the stock exchange in terms of Regulation 30 of the Listing Regulations shall remain on display of the website of the Company for a period of 5 years or such other limit or time as may be prescribed by the Listing Regulations from time to time and thereafter, shall be archived for retrieval for a period of 3 years after the same is archived. For ensuring safety of the data hosted on the website of the Company, a backup of the website shall be taken on regular intervals.

After 3 years, such disclosures shall be removed from the Company’s website and preserved in a secured server of the Company.

Location of Records

As per relevant provisions of the Companies Act, 2013 and Rules framed there under and any other applicable acts, rules and regulations, if any, mandated to keep certain records at the Registered Office of the Company shall be located at the registered Office of the Company.

The records for which no specific place has been specified may be maintained at the corporate office of the Company or at any other place as may be, decided by the officers of the Company considering their utilization and usefulness.

Responsibility of Preservation of Documents

Each Head of the Department of the Company are obligated to ensure the preservation of documents pertaining to their areas of responsibilities in accordance with the applicable laws/regulations.