

BAYER CROPSCIENCE LIMITED

POLICY FOR ARCHIVAL & PRESERVATION OF DOCUMENTS

1. Preamble:

Securities and Exchange Board of India (SEBI) has issued and notified SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“the Listing Regulation”) on September 02, 2015.

Regulations 9 and 30 (8) of the Listing Regulation requires the Board of Directors of the Company to frame a Policy for Archival & Preservation of Documents (“Policy”) classifying them into two categories:

- i. Documents whose preservation shall be permanent in nature; and
- ii. Documents to be preserved for not less than eight years.

The Documents that are required to be maintained under this Policy are preserved considering their importance, usefulness and information. The Company do recognize that all the documents whether in physical or electronic mode, forms an important and integral part of the Company’s records. The preservation of documents is important in order to ensure immediate access to the records, its retrieval and authentication.

Accordingly, the Board of Directors of Bayer CropScience Limited (BCSL/Company) has adopted the Policy for Archival and Preservation of Documents.

2. Applicability and Modes of Preservation:

This Policy is applicable to all documents maintained in physical and electronic mode by the Company. The preservation of documents should be such as to ensure that there is no tampering, alteration, destruction or anything that endangers the content, authenticity, utility or accessibility of the documents.

The documents not specifically covered under this policy shall be preserved and maintained in accordance with the provisions of the respective acts, rules, guidelines and regulations as applicable under which those documents are maintained.

3. Definitions:

- a. “Act” means the Companies Act, 2013
- b. “Applicable Law” means any law, rules, circulars, guidelines or regulations issued by the Securities and Exchange Board of India (SEBI), Ministry of Corporate Affairs (MCA)

and The Institute of Company Secretaries of India (ICSI) under which the preservation of Documents has been prescribed

- c. "Board" means the Board of the Directors of the Company
- d. "Book of Accounts" includes records maintained in respect of –
 - i. all sums of money received and expended by the Company and matters in relation to which the receipts and expenditure take place
 - ii. All sales and purchases of goods and services by the Company
 - iii. The assets and liabilities of the Company; and
 - iv. The items of cost as may be prescribed under section 148 of the Act in the case of the Company which belongs to any class of companies specified under that section.
- e. "Company" means Bayer CropScience Limited
- f. "Documents" refers to papers, notes, agreements, notices, agenda, circulars, advertisements, declarations, forms, minutes, registers, correspondences, challan or any other record required under or in order to comply with the requirements of any Applicable Law, whether issued, sent, received or kept in pursuance of the Act or under any other law for the time being in force or otherwise, maintained on paper or in Electronic Form.
- g. "Electronic Form" means any electronic device such as servers, computer, laptop, compact disc, floppy disc, pen drive, 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.
- h. "Maintenance" means keeping Documents, either physically or in Electronic Form
- i. "Preservation" means to keep in good order and to prevent from being altered, damaged or destroyed
- j. "Listing Regulations" means the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. The word and phrases used in this Policy and not defined here shall derive their meaning from the Applicable Law

4. Roles & Responsibilities:

The respective departmental heads of the Company shall be responsible for maintenance and preservation of documents in respect of the areas of operations falling under the charge of each of them, in terms of this Policy.

5. Authenticity:

Where a Document is being maintained both in physical form and Electronic form, the authenticity with reference to the physical form should be considered for every purpose.

6. Destruction of Documents:

The documents that are mentioned in Annexure A which are not required to be maintained and preserved permanently, may be destroyed after the expiry of the statutory retention period in such mode and under the instructions approved by the Function Heads. Any deviation to this will be approved by Chief Financial Officer or Company Secretary.

7. Archival policy:

All documents required as per Regulation 30(8) of the Listing Regulation which has been disclosed to BSE Limited will be uploaded on the Company's website and will be available on the website for a minimum period of 5 years.

8. Dissemination of the Policy:

The approved Policy shall be uploaded on the Company's website.

9. 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.

10. Review of Policy:

This Policy shall be subject to review, if necessary. Any change/amendments in Applicable Laws with regard to Maintenance and Preservation of Documents and records shall be deemed to be covered in this Policy without any review. Any change/amendments to this Policy shall be approved by the Managing Director and the Company Secretary

ANNEXURE A

Records as per Companies Act, 2013		
Sr. No.	Record Type	Preservation Period
1.	Memorandum and Articles of Association	Permanent
2.	Certificate of Incorporation	Permanent
3.	Certificate of Commencement of Business	Permanent
4.	Minutes of the Board Meeting and Committee Meetings	Permanent
5.	Minutes of the Shareholders Meeting	Permanent
6.	Register and Index of Members	Permanent
7.	Resolution passed by circulation	8 Financial Years
8.	Listing Agreement executed with the stock exchanges	Permanent
9.	Attendance Register - Board and Committee Meetings	8 Financial Years
10.	Register of investments in securities not held in the name of the Company	Permanent
11.	Register of renewed and duplicate certificates	Permanent
12.	Register of contracts in which directors are interested	Permanent
13.	Register of Directors, Managing Director, Manager and Secretary	Permanent
14.	Register of Directors Shareholding	Permanent
15.	Register of Inter-corporate loans and investments	8 Financial Years
16.	Register of transfer of shares	Permanent
17.	Register of Transmission of shares	Permanent
18.	Register of records and documents destroyed	Permanent
19.	Audited Financial Statements	Permanent
20.	Forms filed with Registrar of Companies (ROC)	Permanent
21.	Notice and Agenda of the Board and Committee Meetings	8 Financial Years

22.	Notices pertaining to disclosure of Interest by the Directors	8 Financial Years
23.	Annual Returns	8 Financial Years
24.	Correspondence with shareholders	8 Financial Years
25.	Disclosures under SEBI – Substantial acquisition of shares	8 Financial Years
26.	Disclosures under SEBI – Prohibition of Insider Trading	8 Financial Years
27.	Postal Ballot forms	8 Financial Years
28.	Scrutinizers Report	8 Financial Years
29.	Newspaper cuttings of notices of Board Meeting and Financial Results	8 Financial Years
30.	Certified True Copy of Resolutions	8 Financial Years
31.	Engagement letters from Auditors/Vendors etc	8 Financial Years
32.	Investor Meet Presentations	8 Financial Years

Accounts and Finance Records		
Sr. No.	Record Type	Preservation Period
1.	Annual Audited and Financial Statements	Permanent
2.	Books of Accounts, Ledgers & Vouchers	8 Financial Years
3.	Investment Records	8 Financial Years from the date of redemption

Tax Records		
Sr. No.	Record Type	Preservation Period
1.	Excise Returns, Income Tax Returns, Sales Tax Returns, Service Tax Return.	Permanent
2.	Documents, Challans and other details/correspondence related to Excise, Income Tax, Sales Tax, Service tax	8 Financial Years
