



Utkarsh Small Finance Bank

PRESERVATION OF DOCUMENTS AND ARCHIVAL POLICY



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1. Background

The Securities and Exchange Board of India, has vide its notification dated 2nd September 2015, introduced the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**Listing Regulations**"), with effect from 1st December 2015. Regulation 9 of the Listing Regulations mandate the Bank to frame a policy on preservation of documents, which is to be approved by its Board of directors ("**Board**"). Further, Regulation 30 (8) mandates the Bank to frame a policy on website disclosure and archival of such disclosure. In compliance to the aforesaid regulations, the Preservation of Documents and Archival Policy ("**Policy**") is framed for the purpose of systematic categorization, maintenance, preservation of documents received or created in the course of business, in physical and/or electronic mode. The Policy further provides the manner of archival of documents which have been disclosed on the Bank's website in compliance with Regulation 30 (8) of the Listing Regulations.

2. Scope

This Policy defines the Bank's responsibilities and provides operating guidelines for preservation of documents and records of the Bank and the process of archiving the events/information which had been disclosed on the website of the Bank after disclosing them to the stock exchanges.

It is clarified that compliance with this Policy is in addition to record management policy formulated by the Bank under the Banking Companies (Period of Preservation of Records Rules), 1985, RBI's Master Circular on Know Your Customer norms and Anti- Money Laundering standards and Prevention of Money Laundering Act, 2002, as amended.

3. Definitions

- i. "**Bank**" means Utkarsh Small Finance Bank Ltd.
- ii. "**Document(s)**" refers to application forms, KYC documents, notes, agreements, notices, advertisements, requisitions, orders, declarations, other forms, vouchers, correspondence, minutes, 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.
- iii. "**Electronic Form**" means maintenance of documents in an electronic device/format such as computer, laptop, compact disc, floppy disc, cloud storage, or any other form of storage and retrieval device, considered feasible, whether the same is in possession or control of the Bank.

4. Preservation of Documents

Based on preservation duration, the Bank shall classify the documents to be maintained and preserved as follows: -

- a) Documents whose preservation shall be permanent in nature.

Following documents and any modifications, amendments, additions and deletions to



the said documents shall be maintained and preserved **permanently** by the Bank or such other duration as may be prescribed under applicable law:

- i. minutes of meetings of the board of directors, shareholders and committees;
 - ii. register of members;
 - iii. certificate of incorporation;
 - iv. memorandum and articles of association;
 - v. agreements made by the Bank with stock exchanges, depositories, etc.;
 - vi. minute books of general meetings, Board and committee meetings as per Companies Act, 2013, as amended;
 - vii. register and index of members, debenture-holders, if any or other security holders, if any
 - viii. register of contracts as per Companies Act, 2013, as amended;
 - ix. register of charges as per Companies Act 2013, as amended;
 - x. register of investment's as per Companies Act, 2013, as amended; and
 - xi. intellectual property rights documents owned by the Bank including, but not be limited to copyrights, trademarks, patents, and industrial designs.
- b) Documents with preservation period of not less than **eight years** after completion of the relevant transactions.

Following documents and any modifications, amendments, additions and deletions to the said documents shall be maintained and preserved by the Bank for a term of not less than eight years or such other duration as may be prescribed under applicable law:

- i. statutory documents, including the proper books of account, records and documents, etc.;
- ii. instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act, 2013, as amended;
- iii. annual returns as per Companies Act, 2013, as amended;
- iv. register of deposits as per Companies Act, 2013, as amended;
- v. register of allotment (from the date of each allotment) as per Companies Act, 2013, as amended;
- vi. annual financial statements;



- a. annual accounts;
 - b. directors report; and
 - c. auditors report;
 - vii. return of declaration in respect of beneficial interest in any share as per Companies Act, 2013, as amended;
 - viii. copy of newspaper advertisement or publications;
 - ix. the postal ballot and all other papers or registers relating to postal ballot including voting by electronic means; and
 - x. disclosure/return filled under Listing Regulations.
- c) Documents with preservation period of not less than **three years** after completion of the relevant transactions:
- i. all notices pertaining to disclosure of interest by directors;
 - ii. agenda papers of meetings of board and its committees; and
 - iii. delivery receipt of notice sent, agenda and minutes of committees, board and general meeting of the Bank.
- d) Documents, other than mentioned in (a),(b) and (c), which are mandatorily required to be maintained and preserved and the preservation period has been specified by the department depending upon utility/need for the record or upon the direction of any regulator.

Provided that the Bank may keep documents specified in above clauses in electronic mode.

5. Responsibility for preservation of Documents

The principle responsibility of ensuring the preservation and archival of documents pertaining to the different departments will rest with the concerned head of departments ("**Head of Department**") / units.

6. Modes of preservation

The Documents may be preserved in:

- a) physical form; and/or
- b) digital / Electronic Form

Documents in physical form can be stored onsite and off-site.



- onsite documentation: Documents which are required on a daily basis by the branches and those which are mandatorily required to be maintained in the branches
- off-site documentation: All Documents which are sent to the vendors for storing and record keeping as per the timelines.

Documents in digital / Electronic Form can be stored off-site.

Off-site documentation: All documents which are stored on clouds, external hard disk and other digital / electronic methods.

7. Destruction of Documents

After the completion of retention period, concerned branch / unit head in consultation with Head of Department shall decide the records which are to be destroyed as per extent guidelines, in presence of minimum two employees. A list of the Documents destroyed, including both physical and electronic Documents, shall also be maintained and the same should be informed to Head of Department on a quarterly basis. Such list shall state the brief particulars of the Documents destroyed, date of destruction etc.

8. Conversion of the form in which the Documents are preserved

The physical Documents that are preserved may also be converted, whenever required or felt necessary, into Electronic Form to ensure ease in maintenance of records and efficient utilization of space.

9. Archival Policy

In compliance with Regulation 30(8) of the Listing Regulations and other laws as may be applicable, the Bank shall ensure that all the events/information which has been disclosed to the stock exchanges under the Listing Regulation, shall be hosted on the Bank's website for a minimum period of five years or for such minimum period as prescribed under applicable law. Thereafter, the details of the event/ information shall be preserved in the archival folder of the Bank maintained offline, until it is destroyed upon the expiry of the statutory period for the preservation of such documents. Anyone intending to review archived information and events communicated to the stock exchanges may write to the company secretary and compliance officer of the Bank.

10. Authority to make alterations to the Policy

The Board along with chief compliance officer and chief risk officer is authorized to make such alterations to this Policy as considered appropriate, subject, however, to the condition that such alterations shall be in consonance with the provisions of the Listing Regulations and other applicable laws.

11. Disclosure

This Policy shall also be disclosed on the website of the Bank.