

POWAI LAKE RESIDENTIAL PRIVATE LIMITED

POLICY ON PRESERVATION OF DOCUMENTS AND ARCHIVAL POLICY

Version	Approval/Review Date	Prepared By	Approving Authority
V1	28 th March, 2025	Compliance Team	Board of Directors

CIN: U68200MH2024FTC428724

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1. BACKGROUND

Regulation 9 of Securities and Exchange Board of India, (Listing Obligations and Disclosure Requirements) Regulations, 2015 herein after referred to as “SEBI (LODR) Regulations” or “Regulations”, requires every listed entity to have a policy on preservation of documents/ records either in Physical Mode or Electronic Mode.

The corporate records of the Company are the important assets for the Company and hence the Company seeks to access and manage its records effectively, and is obliged to create, maintain, preserve and dispose of records as per this Policy.

This Policy categorizes the records whose preservation shall be permanent in nature and documents that will be preserved for specified period of time and outlines responsibilities to create, maintain and lawfully dispose of the records. It endorses the preservation of records in the Company’s Archives.

This Policy shall be effective from the date of listing of Non-Convertible Debentures (“NCD”) on the stock exchanges and shall also be posted on the website of the Company.

2. DEFINITIONS

2.1. “Act” means the Companies Act, 2013.

2.2. “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), The Institute of Company Secretaries of India (ICSI).

2.3. “Board” means the Board of the Directors of the Company.

2.4. “Company” means Powai Lake Residential Private Limited.

2.5. “Document/s” includes all papers, documents, agreements, filings, forms, memos, correspondences, records, files, books, etc., of the Company in physical or electronic forms.

2.6. Listing Regulations” means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2.7. “Policy”/ “Preservation Policy”/ “Archival Policy” means this policy i.e. the “Policy on Preservation of Documents and Archival Policy” of the Company.

Any other term not defined herein shall have the same meaning as ascribed to it under the Companies Act, 2013, Listing Regulations, Other Regulations framed by the Securities Exchange Board of India or any other relevant regulation/legislation applicable to the Company.

3. OBJECTIVE

The main objective of this Policy is to ensure that all the statutory documents are preserved in compliance with the Regulations and as per the Policy framed in compliance with the Regulations and to ensure that the records no longer needed or which are of no value are discarded after following due process for the same.

The major objectives of the Policy are:

- To identify statutory records to be preserved;
- To identify records to be maintained either for a period of eight (8) years or permanently;
- To decide the mode of preserving the documents, whether in physical form or in electronic form;
- To decide the procedure to destroy the documents after eight (8) years or other applicable period;
- To help employees understanding their obligations in retaining and preserving the documents and records.

4. SCOPE OF THE POLICY

For the purpose of achieving the above objectives, the documents covered as per this Policy have been divided into two sections, i.e., the records or the documents that will be preserved permanently by the Company and the records or the documents that will be preserved for the period of at least eight (8) years and not permanently.

This Policy is intended to establish guidelines for the maintenance, management and orderly disposition of corporate records/documents. The Company recognises that all the documents, whether in physical or electronic mode, form 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.

This Policy applies to the records maintained by the Company in any format or medium. The records which are not required to be retained permanently shall be disposed off according to this Policy.

5. AUTHORITY AND RESPONSIBILITY

The officer designated by the Board of the Company in this behalf, shall be responsible for the preservation of the records according to the time frame prescribed in the Policy for their preservation.

All staff and management of the Company shall assist in implementing this Preservation Policy as appropriate to their roles and responsibilities.

The classification of the documents has been made in the Annexure which forms part of this Policy.

While prescribing different time period for preservation of records, the following aspects have been taken into account:

- Compliance with statutory and regulatory requirements.
- Satisfaction of the needs of SEBI/MCA inspectors to have access to certain records.
- Satisfaction of the needs of internal and external auditors to have access to certain records.

The documents or records not covered by this Policy shall be maintained by the Company for the time period specified for their preservation under any statute or regulation by which they are governed.

The preservation of Documents should be in such a manner to ensure that there is no tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of the Documents.

6. RECORD RETENTION SCHEDULE

The records referred to in **Annexure I** of this Policy shall be maintained permanently and Records should not be kept longer than is necessary and should be disposed of at the right time as unnecessary retention of records consumes time, space and equipment use, therefore disposal will aid efficiency. The records referred in **Annexure II** shall be preserved for at least eight (8) years and thereafter as per the discretion of the Board records may be disposed of in the manner prescribed by it.

7. MODE OF PRESERVATION

The Documents may be preserved in

- Physical form; or
- Electronic Form.

The official of the Company required to preserve the document shall be Authorised Person who is generally expected to observe the compliance of statutory requirements as per applicable law.

The preservation of documents should be such as to ensure that there is no tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of the documents.

The preserved documents must be accessible at all reasonable times. Access may be controlled by the concerned Authorised Person with preservation, so as to ensure integrity of the Documents and prohibit unauthorized access.

8. DESTRUCTION OF DOCUMENTS

The documents which are not required to be maintained and preserved permanently, may be destroyed after the expiry of the specified period in such mode and under the instructions approved by the Board of Directors.

The details of Documents destroyed by the Company shall be recorded in the register of disposal of records to be kept by authorized persons who are disposing of the Documents. Any deviation will require the prior approval in writing of the Chief Executive Officer or the Managing Director or the Chief Financial Officer or in absence of all of them; by any other Director who is duly authorized by Board of Directors.

However, if a legal issue involving the Company is reasonably foreseeable, all destruction of any possibly relevant Documents, including e-mail, must cease immediately. Documents relating to the lawsuit or potential legal issue will then be retained and organized under the supervision of Legal and Compliance department.

9. HOLD ON RECORD DESTRUCTION AND DELETION

If a lawsuit or other proceeding involving the Company is reasonably foreseeable, all destruction of any possible relevant documents, including e-mail, must cease immediately (“**Document Hold Direction**”). Documents relating to the lawsuit or potential legal issue will then be retained and organized under the supervision of the legal and Compliance department.

10. COMPLIANCE AND VIOLATION

All employees of the Company are required to comply with the provisions of this Policy. Failure to comply with this Policy may result in disciplinary action against the employee, including suspension or termination.

11. INTERPRETATION

In any circumstance where the terms of this Policy are inconsistent with any existing or newly enacted law, rule, regulation or standard governing the Company, the said law, rule, regulation or standard will take precedence over this Policy and procedures followed by the Company.

12. REVIEW OF POLICY

The Policy should be reviewed periodically by the Company Secretary and amended to reflect change in applicable laws as well as to address practical difficulties which are encountered.

All amendments shall be subject to approval of the Board.

13. ARCHIVAL PROCEDURE

All disclosures / filings made to stock exchanges pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Regulations) shall be hosted on the website for a minimum period of five (5) years and thereafter the disclosures shall be archived and stored under the archival folder for a further period of two (2) years. Disclosures shall be moved / transferred to archival folder under the respective heads / sub-folders in a way so that these documents can be retrieved easily as and when required by any person. Post the archival period stated herein, the disclosures may be removed from the website of the Company. This shall be applicable to all documents hosted in the website of the Company.

Annexure-I**Documents/Records whose preservation shall be permanent in nature**

Sr. No.	Document/Record
1.	Certificate of Incorporation
2.	Memorandum and Articles of Association
3.	Agreements made by the Company with stock exchanges, depositories, etc.
4.	Minute Books of General Meetings, Board and Committee Meetings as per Companies Act and as per the applicable Secretarial Standards
5.	Register and Index of Members
6.	Register of Contracts as per Companies Act, 2013
7.	Register of Charges as per Companies Act, 2013
8.	Register of Investments as per Companies Act, 2013
9.	Files relating to premises viz. Title Deeds/Lease Deeds of owned premises/land and building, etc. and related Ledger / Register
10.	Authorization / licenses obtained from any statutory authority
11.	Policies of the Company framed under various regulations
12.	Register of disposal of records
13.	Annual Reports of the Company
14.	Such other records as may be required under any law from time to time

Annexure-II**Documents / Record to be preserved for a minimum period of eight (8) years**

Sr. No.	Document/Record
1.	Instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act
2.	Books of accounts including Vouchers / Voucher register as defined under the Companies Act
3.	Income Tax Returns filed under Income Tax Act, 1961
4.	Attendance registers/records of General Meetings, Board and Committee Meetings as per Companies Act and as per the applicable Secretarial Standards
5.	Register of debenture-holders if any or other security holders, if any
6.	All notices in form MBP – 1 received from Directors and KMPs along with any amendment thereto
7.	Copy of newspaper advertisement or publications
8.	Compliance Reports received from any statutory authority
9.	The postal ballot and all other papers or registers relating to postal ballot including voting by electronic means
10.	Disclosure/Return filed under Listing Regulations
11.	Office Copies of Notices, Agenda, Notes on Agenda of Board Meetings and Board Committees and other related papers
12.	Office Copies of Notices, Scrutinizer's Report and related papers regarding General Meetings (including AGM)
13.	Any other document, certificates, statutory registers which may be required to be maintained and preserved for not less than eight years after completion of the relevant transaction under the Companies Act and/or the Listing Regulations