



TITAGARH RAIL SYSTEMS LIMITED
(Formerly TITAGARH WAGONS LIMITED)

PRESERVATION OF DOCUMENTS AND
ARCHIVAL POLICY

OBJECTIVE

This policy deals with the retention and archival of the corporate records of Titagarh Wagons Limited and all its subsidiaries (hereafter, the “**Company**”). The purpose of this policy is to establish the framework needed for effective preservation of documents and records of the Company required to be maintained under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”), in terms of Regulation 9 and also to archive any of the material events or information which are disclosed by the Company to the Stock Exchanges in terms of Regulation 30.

REGULATORY

In terms of Regulation 9 of LODR, the Company is required to formulate a policy for preservation of documents required to be maintained under the LODR in at least two categories as specified in the said Regulation. In terms of Regulation 30(8) of the Listing Regulations, the Company is required to formulate an archival policy for all disclosures of events/information to the Stock Exchanges in terms of the Company’s Policy for Disclosure of Events/Information and Determining of Materiality.

POLICY

PRESERVATION OF DOCUMENTS

1. Documents and Records of the Company required to be maintained under the Listing Regulations shall be classified in two categories as below:
 - a. Documents whose preservation shall be permanent in nature shall be preserved permanently by the Company subject to the modifications, amendments, addition, deletion or any changes made therein from time to time;
 - b. Other Documents shall be preserved for a period of not less than eight (8) years after completion of the relevant transactions subject to the modifications, amendments, addition, deletion or any changes made therein from time to time.

Accordingly, there are certain types of records that need to be retained in the following manner.

- a) Board of Directors Records: Minutes of meetings of the Board of Directors shall be maintained in perpetuity. A copy of all materials provided to the Board of Directors or Committees of the Board shall be maintained for no less than three (3) years.
- b) Books of Accounts and Tax Records: Books of accounts and Tax records should be retained for at least eight (8) years following the completion of the relevant transactions or assessment year for which the records were last used.
- e) Intellectual Property Records: Documents relating to the development and protection of intellectual property rights should be maintained for the life of such intellectual property rights.
- f) Contracts: Executed copies of all contracts entered into by the Company should be retained for at least three (3) years following the expiry or termination of the contracts.

2. The listing documents and records in physical form shall be in the custody of the Company Secretary.
3. The Company may keep the listing documents and records as specified above in electronic mode.
4. The Registrar and Share Transfer Agent shall ensure that the correct procedures are followed for maintenance of the Listing Records required to be maintained by them and provide an annual undertaking to the Company in this regard.
5. If an employee believes, or the Company requires that the Company records are relevant to litigation or potential litigation, then these records need to be preserved until the Legal Department advises otherwise.

ARCHIVAL POLICY

Any disclosure of events or information which have been submitted by the Company to the Stock Exchanges under Regulation 30 of the Listing Regulations will be available on the website of the Company for a period of 5 years from the date of its disclosure and shall thereafter be archived from the website of the Company for a period of 3 years.

As a policy on safety of resources, in the event of major incident, the first priority is the safety of the people, followed by immediate action to rescue or prevent further damage to the records. Depending on the immediate threat, emergency response and recovery actions will take precedence over all other Company activities.

Failure to comply with this policy may result in disciplinary action against the employee, including suspension or termination.

Questions regarding this policy should be addressed to the Company Secretary at dinesh.arya@titagarh.in

Website Updation / Updates to stock exchanges

The Company shall upload the policy on its website www.titagarh.in

REVIEW

The policy shall be reviewed periodically by the senior Management and amendments effected thereto if and when practical difficulties are encountered subject to approval of the Board of Directors. The senior management may also review the policy on document retention to comply with any local, state, central legislations that may be promulgated from time to time