

## **BALAJI TELFILMS LIMITED**

### **Documents Retention and Archival Policy**

#### **1. Preamble:**

Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) which were notified on September 2, 2015 and came into effect from December 1, 2015, has mandated Companies to adopt and implement a policy on preservation of documents. Balaji Telefilms Limited (“**Company**”) is a listed entity and the Regulations are applicable to the Company.

In terms of Regulation 30(8) of the Listing Regulations, the Company is required to formulate an archival policy for all disclosure of Events/Information to the Stock Exchanges in terms of the Company’s Policy for Disclosure of Events/Information and Determining of Materiality.

#### **2. Overview and Effective Date:**

2.1 This Policy covers various aspects of preservation of documents and also safe disposal/destruction of the documents in line with the statutory requirements pertaining to the same. In addition to this, to archive any of the material of event under Regulation 30(8) of the Listing Regulations.

2.2 The Board of Directors (“**Board**”) of the Company has approved the Policy on Document Retention and Archival of Documents (“**Policy**”) at its meeting held on March 5, 2016.

2.3 The Policy shall come into effect from March 5, 2016.

#### **3. Scope**

3.1 This Policy is extended to all business units, functions and departments and subsidiaries of the Company.

#### **4. Requirements for Retention of Documents/Records**

4.1 The documents/records shall always be preserved for a period in accordance with the statutory requirements applicable to them from time to time.

4.2 The detailed Record Retention Schedule, which lays down the type of documents maintained, retention period, destruction authority and broadly the rationale behind retention period are stated in Record Retention Schedule to this Policy. Any changes in the Schedule can be made with the approval of the Managing Director of the Company.

4.3 In case of change in the statutory requirements for preservation of documents, the Policy stands automatically revised and corresponding changes will be made in the Record Retention Schedule with the permission of Managing Director.

4.4 All documents shall be under the custody of concerned Departmental Heads and they shall be responsible for the compliance of this Policy by the employees reporting directly to them and/or working in their respective department.

#### **5. Modes of preservation**

5.1 Documents may be preserved in

- a. Physical form or
- b. Electronic Form

as per the statutory requirements from time to time.

*“Electronic Form”* means any contemporaneous electronic device such as computer, laptop, compact disc, floppy 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.

5.2 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.

5.3 The physical documents preserved may be converted, whenever required or felt necessary, into electronic form to ensure ease in maintenance of records and efficient utilization of space.

5.4 The preserved documents must be accessible at all reasonable times. Access may be controlled by an authorised person from each respective division, so as to ensure preservation and integrity of the documents and prevent unauthorized access.

## **6. Responsibilities**

6.1 This Policy is to be administered by the Company Secretary under the supervision of the General Counsel/Legal Head. The Company Secretary is authorized to interpret and apply this policy with such input as may be needed from other departments.

6.2 Employees of each division stated under the Schedule or otherwise, shall be responsible for ensuring compliance of this Policy, as related to records in their possession, custody or control. Department Heads must notify Company Secretary/Managing Director of any significant changes that may impact the Company's Records Retention Schedule, as related to records in his/her possession, custody or control.

6.3 It shall be the responsibility of the respective Department Heads overseen by the Company Secretary to ensure that the Documents shall be stored in a safe and accessible manner. Documents which are necessary for the continued operation of the organization in the case of an emergency shall be regularly duplicated or backed up and maintained in an off-site location. Reasonable procedures for document retention in the case of an emergency shall be developed by the Company Secretary.

## **7. Archival/Destruction of Records**

7.1 The documents/records are required to be preserved for a minimum period stated in the Record Retention Schedule. The retention period is decided on the basis of the current statutory/internal requirements.

7.2 The documents, after the retention period can be archived/destroyed in accordance with the Records Retention Schedule.

7.3 Records are to be destroyed only in accordance with the approval of the Authority stated in the Records Retention Schedule.

7.4 Documents, in respect of which no minimum maintenance timeline is stipulated under any of the laws shall be preserved for such period as may be decided by the concerned Head of Department in consultation with Head of Law.

7.5 Documents in electronic format shall be maintained just as hard copy or paper documents are, in accordance with the Record Retention Schedule. Due to the fact that the integrity of electronic documents, whether with respect to the ease of alteration or deletion, or otherwise, may come into question, the Administrator shall attempt to establish standards for document integrity, including guidelines for handling electronic files, backup procedures, archiving of documents, and regular checkups of the reliability of the system; provided, that such standards shall only be implemented to the extent that they are reasonably attainable considering the resources and other priorities of the organization.

7.6 Documents shall be stored in a safe and accessible manner. Documents which are necessary for the continued operation of the organization in the case of an emergency shall be regularly duplicated or backed up and maintained in an off-site location. The Administrator shall develop reasonable procedures for document retention in the case of an emergency.

7.7 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.

## **8. Other Requirements**

8.1 All records relating to, or created, or acquired in connection with the Company's business, property or activities, as well as the information in them, are considered to be the Company's property and do not belong to individual employees or third parties, regardless of the subject matter, storage

media or location. Records and the information in them may be used only for Company business purposes and not for any personal purpose of employees. Records may not be copied for personal use or retention or for any other purpose except in furtherance of Company's business, or as required by law. Employees must return all records to Company upon request or when separating from the Company.

8.2 Confidential information in Company records must be safeguarded from improper disclosure. No records or information in them may be disclosed except in furtherance of Company's activities.

8.3 All Company records are to be protected in safe and secure conditions.

8.4 Records are to be destroyed on a regular basis, and as soon as possible following the expiration of their retention period, unless otherwise required by this Policy.

8.5 In the event of pending or reasonably foreseeable litigation, summons, government investigation or audit, affected Employees may retain the relevant records, among other things, until the matter is resolved.

**Amendments:**

The Board reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever. However, no such amendment or modification shall be inconsistent with the applicable provisions of the Listing Regulations, Act or any law for the time being in force. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this policy, then such amendment(s), clarification(s), circular(s), etc. shall prevail upon the provisions hereunder and this policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s), etc.

## Record Retention Schedule

Record series title/Record series Description	Record title and description	Retention Period	Retention/Destruction Authority	Rationale
<b><u>Documents Permanent in Nature</u></b>				
Contracts and Agreements - Real Property Purchase and Sale	Contracts and Agreements - Real Property Purchase and Sale	Permanent	Legal	Tax assessment enquiries, Litigations
Acquisition and Divestiture Files	Acquisition and Divestiture Files	Permanent	Legal/Tax	Statutory Requirement - Enquiry/Investigations /assessment enquiries
Capitalisation Records	Capitalization Records - Documentation related to changes in Capital structure including changes to BTL stock	Permanent	Secretarial	Statutory Requirement
Legal Opinion/Expert Opinion	Legal Opinion/Expert Opinion	Permanent	Legal	Reference Guide
Regulatory Filings	Statutory filings with BSE/Ministry of Corporate Affairs/ Reserve Bank of India/SEBI or any other such government authorities	Permanent	Secretarial	Statutory Requirement
	Statutory Registers under the Companies Act 2013	Permanent	Secretarial	Statutory Requirement

	Certificates from Registrar of Companies, Memorandum of Association, Court Orders	Permanent	Secretarial	Statutory Requirement
	Judgements/Court Orders relating to Company matters	Permanent	Legal/Tax	Statutory Requirement
Settlement Agreements	Settlement Agreement - Final Settlement agreement	Permanent	Legal/Tax	
Minutes Book	Minutes Book (Shareholders and Board of Directors, Committee Minutes, Circular Resolutions), Charter Documents Compliance Certificates	Permanent	Secretarial	Statutory Requirement
	Licenses/approvals/Registration certificates from various government regulatory authorities under different statutes	Permanent	Regulatory/Supply Chain	
Documents/Agreements Creating IPR in respect of Films and Other Audio Visual works		Permanent	Legal	
<b>Temporary in Nature</b>				
Contracts and Agreements - Lease Agreements	Contracts and Agreements - Lease Agreements	Until expiry+ 3 years	Legal and Tax	
Contracts and Agreements Trademarks	Contracts and Agreements - Patents and Trademarks	Until expiry+ 8 years	Legal and Tax	Tax assessment enquiries

Confidential Disclosure Agreements/NDAs	Confidential Disclosure Agreements	Until confidentiality period expires + 2 years	Legal	
Contracts and Agreements	Contracts and Agreements	Contract expiry+ 8 years	Legal and Tax	Tax Investigations/ assessment enquiries
Annual Meeting File	Annual Meeting File with back up papers/ ballot papers/ records of attendance by shareholders	8 years	Secretarial	Statutory Requirement
Acquisition and Divestiture Files - Due diligence Support	Acquisition and Divestiture Files - Due diligence Support	Until closed + 8 Years	Legal and Tax	Statutory Requirement – Tax Investigations
Copyright Registrations	Copyright Registrations/ documents related to request from third party on use of BTL copyrights etc.	Life of Copyright + 10 years	Tax	Tax assessment enquiries/Litigation
Engagement Letters	Engagement Letters with consultants/attorneys/law firms	Until Expiration + 8 Years	Tax	Tax assessment enquiries/Litigations
Investigation Files	Investigation Files - Investigation Government officers/agencies	Until Closed + 8 Years	Legal	
	Litigation records relating to threatened or asserted			
Litigation	litigation or government investigations	Until settled + 8 years	Legal	

Regulatory Matters	Regulatory Matters - Documentation pertaining to Government Departments-Tax,	Until Closed + 8 years	Legal	
Trademark Conflicts	Trademark Conflicts	Until resolved + 8 years	Legal	
Trademark Registration Certificates	Trademark Registration Certificates	Life of Trademarks + 8 years	Legal/Tax	
Trademark Searches	Trademark Searches	6 months	Legal/Tax	
	Show cause Notices/Demand Notices received from any Government authorities/documents pertaining to the same/correspondence with such authorities	Until matter is closed +3 years	Legal	
Artist Agreements	Agreements entered with Lead Artists for TV Serial	During the Continuance of the TV Serial	Legal	To be handed over to the Broadcast Entity / Litigation
	Agreements entered with Lead Artists for TV Serial	Perpetual		Litigation
	Agreements with non-lead Artists	During the continuance of the TV Serial or one year after termination whichever is earlier		
Writer Agreements	Agreements entered with Writers for TV Serials	During the Continuance of the TV Serial		To be handed over to the Broadcast Entity / Litigation

	Agreements entered with Writers for Films and other Audio-visual works for BMPL and/or ALT	Perpetual		Primary IPR Document
Music Composers	Agreements entered with Writers for TV Serials	During the Continuance of the TV Serial		To be handed over to the Broadcast Entity / Litigation
	Agreements entered with Writers for Films and other Audio-visual works for BMPL and/or ALT	Perpetual		Primary IPR Document
Broadcast Companies	Agreements with Broadcast Companies	Contract expiry+ 8 years	Legal and Tax	Tax Investigations/assessment enquiries
E-mails considered important to the organization or of lasting significance should be printed and stored in a central repository.			Permanent, subject to review	
E-mails not included in either of the above categories		12 months		
Personnel Records			7 yrs after employment ends. Electronic Copies to be archived.	
Employee contracts			7 yrs after termination. Electronic Copies to be archived	

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