

GPL\SEC\2016-17
29th April, 2016

To,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051

To,
The Bombay Stock Exchange Ltd,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai – 400001

Sub: - Disclosure under Clause 9 & 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

We are pleased to enclose herewith Policies for preservation of documents and policy for determining materiality of an event or information under Regulations 9 & 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 adopted by the Company:

1. Policy for preservation of documents under Regulations 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (copy attached as **Annexure 1**).
2. Policy for determining materiality of an event or information as per clause 30(4)(ii) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Copy attached as **Annexure 2**).
3. Formed a Committee for the purpose of determining of an event or information with the following Key Managerial Personnel.
 - a. Ms. Aditi Pasari – Whole Time Director
 - b. Mr. A.K. Vats – Chief Executive Officer
 - c. Mrs. Nisha Gupta – Company Secretary
 - d. Mr. Rajesh Kumar Agrawal – Chief Financial Officer

For determining materiality of an event or information, consent of any of the two member of the Committee shall be required. Any one member is authorised to intimate to the Stock Exchange regarding material event or information.

The above is for your information and records.

Thanking you,

For **GULSHAN POLYOLS LIMITED**


(Nisha Gupta)
Company Secretary



Policy on Preservation of Documents

1. BACKGROUND

Regulation 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["Regulations"] requires every listed company to have a policy on Preservation of Documents / records maintained by the Company either in Physical Mode or Electronic Mode which has to be approved by the Board of Directors.

In this context, the following policy has been framed by the Board of Directors ("Board") of Gulshan Polyols Limited at its meeting held on 1st February, 2016 with the objective of classifying various documents, records and registers for the purpose of maintenance and preservation.

This Policy can be modified and or amended with the approval of the Board of Directors only.

2. EFFECTIVE DATE

This Policy is effective from 1st February, 2016.

3. SCOPE

This policy shall govern the maintenance and preservation of documents as per applicable statutory and regulatory requirements.

4. OBJECTIVE OF THE POLICY

The main objective of this policy is to ensure that all the statutory documents are preserved in compliance with the Regulations and as per 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.

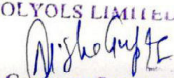
The major objectives of the policy are:

- To identify statutory records to be preserved.
- To identify records to be maintained either for a period of eight 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 years or other applicable period,
- To help employees understanding their obligations in retaining and preserving the documents and records.

5. DEFINITIONS:

"Act" means the Companies Act, 2013, Rules framed thereunder and any amendments thereto.

"Board of Directors" or "Board" means the collective body of the Directors of the Company.

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“**Company**”, “**This Company**”, “**The Company**”, wherever occur in the policy shall mean “Gulshan Polyols Limited”.

“**Current**” means running matter or whatever is at present in course of passage.

“**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.

“**Maintenance**” means keeping documents, either physically or in electronic form.

“**Policy**” or “**This Policy**” means, “Policy on Preservation of Documents”.

“**Preservation**” means to keep the documents preventing them from being altered, damaged or destroyed.

“**Register**” means a register maintained under the Companies Act, 2013 or the SEBI Act.

“**Regulations**” means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any amendments thereto.

6. INTERPRETATION:

Terms that have not been defined in this policy shall have the same meaning assigned to them in the Companies Act, 2013, and / or Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

7. GUIDELINES:

Regulation 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, provides that the listed entity shall have a policy for preservation of documents, approved by its Board of Directors, classifying them in at least two categories as follows –

- a. Documents whose preservation shall be permanent in nature;
- b. Documents with preservation period of not less than eight years after completion of the relevant transactions.

Accordingly, the company has classified the preservation of documents to be done in the following manner:

- a. Documents that need to be preserved and retained permanently;

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- b. Documents that need to be preserved and retained for a period of 8 years as specified under the Companies Act, 2013 or Regulations;
- c. Documents that need to be preserved and retained for such period as prescribed under any statute or regulation as applicable to the Company;
- d. Where there is no such requirement as per applicable law, then for such period as the document pertains to a matter which is "Current".

An indicative list of the documents and the time-frame of their preservation is provided in **Annexure – A**.

8. MODES OF MAINTENANCE:

The Documents may be preserved in

- a. Physical form; or
- b. Electronic Form

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

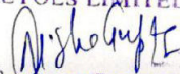
The preservation of documents should be such as to ensure that there is no tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of the documents.

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 to prohibit unauthorized access.

▪ Destruction of documents:

The documents of the Company which are no longer required as per the time schedule prescribed in the **Annexure A** may be destroyed. The concerned officer may direct employees in charge from time to time to destroy the documents which are no longer required as per the documents Preservation Schedule given under **Annexure A**. The details of the documents destroyed by the Company shall be recorded in the Register for Disposal of Records to be kept by Employees who are disposing of the documents in the format prescribed at **Annexure B**. The entries in the register shall be authenticated by the Authorised Person.

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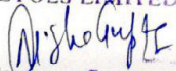
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9. POLICY REVIEW

This policy shall be reviewed from time to time so that the policy remains compliant with applicable legal requirements. The Company Secretary will keep the policy updated as per applicable statutory guidelines.

10. AMEUREMENT

The Board shall have power to amend any of the provisions of this Policy, substitute any of the provisions with a new provision or replace this policy entirely with a new Policy according to subsequent modification(s) / amendment(s) to Regulations.

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Policy on Preservation of Documents

ANNEXURE – A

Indicative List

A. PERMANENT PRESERVATION:

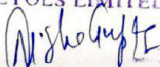
- a) Common Seal,
- b) Minutes books of Board, General Meetings and Committee Meetings,
- c) Statutory Registers,
- d) License and Permissions,
- e) Statutory Forms and disclosures except for routine compliance,
- f) Scrutinizers' Report,
- g) Register of Members and
- h) Index of Members.

B. TEMPORARY PRESERVATION UPTO 8 YEARS:

- a) Annual Returns,
- b) Board Agenda and supporting documents,
- c) Attendance Register,
- d) Office copies of Notice of General Meeting and related papers,
- e) Office copies of Notice of Board Meeting / Committee Meeting, Notes on Agenda and other related papers,
- f) All notices pertaining to disclosure of interest of directors,
- g) Instrument creating a charge or modification,
- h) Books of accounts, financial statements etc. and
- i) Register of debenture holders or any other security holders.

C. OTHERS:

As per applicable law.

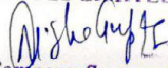
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ANNEXURE - B

Specimen format of the register of documents disposed-off / destroyed

PARTICULARS OF DOCUMENT ALONG WITH PROVISION OF LAW	DATE AND MODE OF DESTRUCTION	INITIALS OF THE AUTHORISED PERSON

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Determining Materiality of an event or information

(Pursuant to clause 30(4)(ii) of Sebi (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company shall consider the following criteria for determination of materiality of events / information:

- (a) the omission of an event or information, which is likely to result in discontinuity or alteration of event or information already available publicly; or
- (b) the omission of an event or information is likely to result in significant market reaction if the said omission came to light at a later date;
- (c) In case where the criteria specified in sub-clauses (a) and (b) are not applicable, the following event/information shall be treated as being material in the opinion of the Board of Directors of the Company and shall be dealt accordingly:
 - 1. Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division.
 - 2. Change in the general character or nature of business brought about by arrangements for strategic, technical, manufacturing, or marketing tie-up, adoption of new lines of business or closure of operations of any unit/division (entirety or piecemeal).
 - 3. Capacity addition or product launch.
 - 4. Disruption of operations of any one or more units or division of the Company due to natural calamity (earthquake, flood, fire etc.), force majeure or events such as strikes, lockouts etc.
 - 5. Options to purchase securities including any ESOP/ESPS Scheme.
- (d) Any other information/event viz. major development that is likely to affect business, e.g. emergence of new technologies, expiry of patents, any change of accounting policy that may have a significant impact on the accounts, etc. and brief details thereof and any other information which is exclusively known to the Company which may be necessary to enable the holders of securities of the listed entity to appraise its position and to avoid the establishment of a false market in such securities.

(e) Without prejudice to the generality of Para (a), (b), (c) and (d) above, the Company may make disclosures of event/information as specified by the Board or Key Managerial Personnel(s) authorized by the Board from time to time.

(f) Obligation of the Head of Departments of the Company

The Head of Departments ("HOD's") which include

- officers of the Company heading a Department irrespective of designation
- Direct reportees to the Board

HOD's shall instantly pass on the details of any event or information covered under **clauses a to d** as soon as it happens or it comes in the knowledge of the HOD. Such details will be passed on to the following Key Managerial Personnel:

1. Ms. Aditi Pasari – Whole Time Director
2. Mr. A.K. Vats – Chief Executive Officer
3. Mrs. Nisha Gupta – Company Secretary
4. Mr. Rajesh Kumar Agrawal – Chief Financial Officer

Non-compliance of the same may attract disciplinary actions including wage freeze, suspension of service and any other suitable action as may be decided by the Board.

For GULSHAN POLYOLS LIMITED

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