

BHARTI TELECOM LIMITED

Policy on preservation and archival of statutory documents & records

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1. PREAMBLE, OBJECTIVE AND SCOPE

Bharti Telecom Limited ('BTL' or 'Company') recognizes the importance of preservation of documents & records and considers it as one of the fundamental tool for an organization to conduct its business operations effectively.

In terms of the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), every listed company is required to have a policy for preservation of documents & records. Further, all information disclosed to stock exchange(s) by a listed company is required to be hosted on its website, wherever applicable, for a minimum period of five years and thereafter as provided in its archival policy.

Further, the Company should take appropriate steps to evolve a system for proper maintenance and preservation of account information in a manner that allows data to be retrieved easily and quickly whenever required or when requested by the competent authorities as per the Applicable Law. Further, NBFCs should maintain for at least ten years from the date of cessation of transaction between the NBFCs and the client, all necessary records of transactions, both domestic or international, which will permit reconstruction of individual transactions (including the amounts and types of currency involved if any) so as to provide, if necessary, evidence for prosecution of persons involved in criminal activity.

Proper record of transactions prescribed under Rule 3 of Prevention of Money Laundering (Maintenance of Records) Rules, 2005 (PML Rules, 2005) shall be maintained so as to permit reconstruction of individual transaction, including the following: (i) the nature of the transactions; (ii) the amount of the transaction and the currency in which it was denominated; (iii) the date on which the transaction was conducted; and (iv) the parties to the transaction.

The Company should ensure that records pertaining to the identification of the customer and his/her address (e.g. copies of documents like passports, identity cards, driving licenses, PAN, utility bills etc.) obtained while opening the account and during the course of business relationship, are properly preserved for at least ten years after the business relationship is ended. The identification records and transaction data should be made available to the competent authorities upon request.

Further, various statutes including corporate laws, Securities laws, Tax laws, Labour laws, Telecommunication laws etc., also require the companies to maintain specified documents & records either permanently or upto a prescribed time period.

To comply with the above applicable requirements and in order to ensure good system for preservation and archival of documents & records, the Board of Directors of the Company adopts this Policy on "**Preservation and Archival of statutory documents & records**" ('Policy').

The Policy classifies the documents & records in the following two categories:

- (i) Documents & records whose preservation shall be permanent in nature; and
- (ii) Documents & records which need to be preserved for not less than eight years after completion of the relevant transaction(s)

This Policy ensures that necessary documents & records are preserved and properly maintained and the documents & records which are no longer required are disposed-off in an appropriate manner with due approvals.

This Policy applies to all documents & records maintained by the Company in physical form or electronically stored in computer or in any other electronic devices or transcribed information of any type whether expressed in ordinary or machine language at all locations of the Company in or outside India and shall also include emails etc.

2. PRESERVATION OF DOCUMENTS & RECORDS

This Policy sets the standards for preservation of documents of the Company, broadly classified in the following categories, which may be preserved, in physical and/ or electronic mode:

A. Documents & records whose preservation shall be permanent in nature

- a) Memorandum of Association and Articles of Association;
- b) Certificate of Incorporation;
- c) Minutes Books of Board Meetings, General Meetings and Committees' Meetings;
- d) Statutory Registers, including register of members and Index thereof as per the Act;
- e) Licenses and key approvals from the Statutory Authorities including Department of Telecommunications (DoT);

- f) Annual Reports;
- g) Property documents owned by Company;
- h) Orders passed by any Court or Tribunal or any Authority or Judgment which are final in nature and cannot be superseded;
- i) Copyrights, Trademarks, Industrial designs and Patents etc. owned by Company;
- j) All other documents which are required to be preserved permanently in accordance with the provisions of applicable Act, rules, regulations, guidelines, circulars, and notifications etc. as may be applicable to the Company for time being in force.

All modifications, amendments, additions, deletions to the above documents shall also be preserved permanently by the Company.

B. Documents & records to be preserved for not less than eight years after completion of the relevant transaction(s)

- a) Books of accounts and tax records viz. documents concerning tax assessment, tax filings, tax returns, proof of deductions, appeal preferred against any claim made by the relevant tax Authorities, shall be maintained for a period of 8 (eight) years from end of the relevant assessment year or till the disposal of the appeal against any demand by the highest authority, whichever is later;
- b) Attendance registers, notices, scrutinizer's report, agenda, notes to agenda and other related papers of general meetings, board meetings and various committee meetings;
- c) Disclosures of Interest received from Directors;
- d) Copy of filings and returns that are not permanent in nature, under the provisions of the Act/ SEBI Listing Regulations/ other applicable laws;
- e) Employment/ Personnel record in case of employees of the Company;
- f) All Press Releases and publicly filed documents;
- g) Legal Memoranda and Opinions;
- h) All contracts shall be retained for a period of 8 (eight) Years after the expiry of the term of the contract unless such contract has been a subject matter of dispute in which case the contract and all other related communications / documents shall be preserved for a period of 8 (eight) years after such dispute has been finally adjudicated and the order / judgment cannot be superseded or has not been appealed against within the limitation period;
- i) In case any document is required for the purpose of any legal dispute, litigation, proceedings etc. such records shall not be disposed-off and shall be maintained for a minimum period of 8 years from the date of final conclusion of such legal dispute, litigation or proceedings etc.;
- j) All other documents which are required to be preserved for not less than 8 years in accordance with the provisions of applicable Act, rules, regulations, guidelines, circulars, and notifications etc. as may be applicable to the Company from time to time.

C. Other documents & records

All other documents & records not mentioned above shall be preserved in accordance with the provisions of applicable law, rules, regulations, guidelines, circulars and notifications etc. and where no time period is prescribed, shall be preserved for a minimum period of 8 (Eight) years.

D. Notwithstanding anything contained in this Policy:

- i. In case of dispute with tax authorities or government authorities, records and documents relating to dispute shall be preserved till the settlement of dispute or ten years, whichever is later.
- ii. Records pertaining to transactions listed out in Rule 3 of The Prevention of Money-Laundering (Maintenance of Records of the Nature and Value of Transactions, The Procedure and manner of Maintaining and Time for Furnishing Information and Verification and Maintenance of Records of the Identity of the Clients of the Banking Companies, Financial Institutions and Intermediaries) Rules, 2005, shall be maintained for a period of ten years from the date of cessation of the transactions between the client/customer and the Company.

3. INFORMATION/ DOCUMENTS ON THE WEBSITE OF THE COMPANY

The Company shall at all times maintain a functional website. The website shall contain information about the Company, its business and the services provided by it, all press releases, key contact details etc. and shall also contain such information, documents, disclosures etc. as are prescribed under various statutes to be uploaded on it. All the contents of the website shall be true and correct.

The information and/or documents uploaded on the website shall be maintained for a period of 5 (Five) years from the date of upload or till the information are relevant, whichever is later. Thereafter, the information and/or documents can be removed from the website. The backup of the information and /or documents which are removed from website shall be preserved for a minimum period of 3 (Three) years and thereafter can be deleted/ disposed-off permanently from the server.

4. MAINTENANCE OF THE RECORDS OF TRANSACTION

The Company shall maintain proper record of transactions as required under section 12 of the PMLA, 2002 read with Rule 3 of the PML Rules as mentioned below:

- All cash transactions of the value of more than Rupees Ten lacs or its equivalent in foreign currency;
- All series of cash transactions integrally connected to each other which have been valued below Rupees Ten lacs or its equivalent in foreign currency where such series of transactions have taken place within a month and the aggregate value of such transactions exceeds Rupees Ten lacs;
- All transactions involving receipts by non-profit organizations of Rupees Ten lacs or its equivalent in foreign currency;
- All cash transactions where forged or counterfeit currency notes or bank notes have been used as genuine and where any forgery of a valuable security or a document has taken place facilitating the transactions; and all suspicious transactions whether or not made in cash and by way of as mentioned in the Rule 3(1) (D).

The internal monitoring system should have an inbuilt procedure for reporting of such cash transactions and those of suspicious nature whether made in cash or otherwise, to the Principal Officer on a fortnightly basis. However, there is no need to furnish NIL reports.

5. DISPOSAL OF DOCUMENTS & RECORDS

After expiry of minimum period as mentioned in this Policy, the same may be disposed-off by the respective function/ department. The respective owner responsible for destruction shall ensure that documents & records are disposed-off in an effective manner that leaves no possibility for reconstruction of the records and information contained therein. Appropriate methods for destroying/ disposing of paper records viz. incinerating, shredding, pulping etc. be used. Electronic data contained on servers and hard drives shall be deleted and overwritten.

The details of the Documents destroyed, shall be recorded in the Register to be maintained by the respective Authorized Person within the respective department wherein the brief particulars of the documents & records destroyed shall be entered in the format as prescribed in Annexure to this Policy.

6. RESPONSIBILITY

The Head of respective departments of the Company shall be responsible for implementation of this Policy and shall also ensure that the employees understand the Policy and perform the processes and procedures to execute this Policy

7. GENERAL

The Company Secretary is authorised to amend any provision of this Policy to give effect to any change/ amendment notified by SEBI or any other regulatory authority, from time to time. Such change(s)/ amended policy shall be placed before the Board of Directors for noting and ratification.

In case any provision of this Policy is contrary to or inconsistent with the provisions of the Act, SEBI Listing Regulations and/ or any other applicable law for time being in force, the latter shall prevail.

Any question/ clarification/ suggestion relating to this Policy may be addressed to the Company Secretary at compliance.officer@bharti.in.

ANNEXURE TO THE POLICY FOR PRESERVATION AND ARCHIVAL OF DOCUMENTS & RECORDS

Register of Documents & Records Disposed-off/ Destroyed
(Ref. Clause 5 of the Policy)

Sr. No.	Particulars of documents/ records destroyed	Date & mode of destruction	Signature of authorized person