

Thermax Limited Record Retention Policy

1. Purpose:

This Policy has been adopted for systematic identification, maintenance, review, retention and disposal of records/ documents generated by Thermax Limited during the course of business.

2. Scope:

- 2.1 This Policy applies to Thermax Limited (TL/ Company).
- 2.2 This Policy applies to records maintained in any media generated during the course of business.
- 2.3 Records include any document, report, form, register and correspondence generated for business, product, people, legal/regulatory and customer needs and requirements.
- 2.4 Records can be maintained in hardcopy and or electronic media, including microfilm, magnetic tape or other electronic data processing storage media.

3. Policy Statement:

- 3.1 All records will be retained for a minimum period shown in **Appendix 1**, unless they are required to be retained by law for a longer period of time or due to any pending litigation, pending assessments and order by a competent authority, etc. The records shall be destroyed/ disposed of within six months after the period set in **Appendix 1**. If any record is to be retained for a longer period (except due to pending litigation/ order from a competent authority), the Legal department must be notified regarding the reason for the request, and the Legal department shall determine as to whether the record(s) shall be retained further.
- 3.2 All records not necessary for legal or business reasons shall be destroyed as per this Policy to effectively manage the cost of storing & handling and to ensure timely disposal of unwanted record.
- 3.3 All original documents like permits, licenses, property title documents, Joint Venture Agreements etc. shall be retained in a fireproof cabinet.
- 3.4 A back up of all important and critical documents shall be retained at a remote location.

- 3.5 Disposal of records shall take place as per the procedure laid down in clause 5 below.
- 3.6 Records that are not otherwise subject to retention for business reasons may need to be retained due to factors like pending litigation or government investigation etc. The Legal department shall be immediately notified in such circumstances. In case of litigations, the Legal department shall notify the appropriate department(s) and direct it to retain relevant records until disposal of the same is approved by the Legal department.
- 3.7 The Company shall implement digital recordkeeping as far as possible.
- 3.8 All records subject to this Policy shall be identified appropriately while handing over for digital recordkeeping or while disposing.
- 3.9 Records maintained at the site shall be sent to the nearest regional office for preservation/ disposal as per this Policy.
- 3.10 Only authorized persons shall have access to the record room where the records are maintained.
- 3.11 In case of any conflict between this Policy and any law for the time being in force, the provisions of the relevant law regarding preservation, disposal of records shall prevail.

4. Implementation:

Each department shall designate one or more 'Custodian' for managing its records as per this Policy who will be responsible for identification, storage, retrieval and disposal of records.

5. Disposal Procedure:

- 5.1 The Company will initiate the disposal process on a six monthly basis.
- 5.2 The Company shall strive to dispose the records through pulping/ recycling to ensure eco-friendly disposal.

6. Revision / Amendment to Policy:

Any revision / amendment to the Policy shall be approved by the Board of Directors of the Company. However, any change in the retention period as mentioned in Annexure 1 due to changes in Act / Government Policy or for any other reason, can be approved by the Group CFO of the Company.

Appendix 1

Record Retention Schedule

ACCOUNTING & FINANCIAL RECORDS

| Document | Retention Period | Responsibility |
|---|----------------------------------|----------------|
| Financial statements including Balance Sheet, Profit & Loss account and notes thereto | Permanent | Finance |
| Bank Reconciliations | Current Year + 8 Preceding Years | Finance |
| Payment Vouchers & Bank Statements | Current Year + 8 Preceding Years | Finance |
| Pay Roll records | Current Year + 8 Preceding Years | Finance |
| Books of original entry (Other Than General Journal & Sales Register) | Current Year + 8 Preceding Years | Finance |
| Cost Records & significant supporting data | Current Year + 8 Preceding Years | Finance |
| Credit/debit memos, sales invoices, warranty claims/ discounts given | Current Year + 8 Preceding Years | Finance |
| General Ledgers | Permanent | Finance |
| Expense reports | Current Year + 8 Preceding Years | Finance |
| Inventory & inventory tags | Current Year + 8 Preceding Years | Finance |
| Purchase/ Sales registers | Current Year + 8 Preceding Years | Finance |
| Trial Balances (General, Expense & Receivable Ledgers) | Current Year + 8 Preceding Years | Finance |
| Royalty payment records | Permanent | Finance |

SECRETARIAL

| Document | Retention Period | Responsibility |
|---|----------------------------------|----------------|
| Annual Reports | Permanent | Secretarial |
| Audit Reports | Permanent | Secretarial |
| Minutes – Board of Directors Meetings and all Committee Meetings, AGM, EGM | Permanent | Secretarial |
| Records, Returns, Forms filed with ROC | 8 years | Secretarial |
| Records, Returns, Forms filed with Stock Exchanges pursuant to Listing Agreement. | 8 years | Secretarial |
| Documents filed with SEBI along with Certificates | 8 years | Secretarial |
| Register of Members | Permanent | Secretarial |
| Annual Return under the Companies Act | Current Year + 8 preceding years | Secretarial |
| Memorandum & Articles of Association | Permanent | Secretarial |
| Copy of order confirming change of Regd. Office | Permanent | Secretarial |
| Approval for change in Memorandum and Articles of Association | Permanent | Secretarial |
| Prospectus | Permanent | Secretarial |
| Consolidation or division of share capital and conversion into stock | Permanent | Secretarial |

| | | |
|---|--------------------------------|-------------|
| Notice of increase in share capital | Permanent | Secretarial |
| Court order for reduction in share capital | Permanent | Secretarial |
| Court order regarding cancellation or variation of shareholders' rights. | Permanent | Secretarial |
| Notice of situation of registered office and any change therein | Permanent | Secretarial |
| List/ statement of unclaimed dividend. | 5 years after transfer to IEPF | Secretarial |
| Address at which books of accounts are maintained | Permanent | Secretarial |
| Court/ tribunal order regarding compromise and arrangements with creditors / members, amalgamation, mergers | Permanent | Secretarial |
| Transfer forms | Permanent | Secretarial |
| Demat request forms and status report | Permanent | Secretarial |
| General correspondence. | Current + 5 preceding years | Secretarial |
| Return of deposit filed under the Companies Act | 5 years | Secretarial |
| Return of allotment of shares | 8 years | Secretarial |
| Register of directors & KMPs | Permanent | Secretarial |
| Return of appointment of managerial personnel | 5 years after cessation | Secretarial |
| Register of Investment | Permanent | Secretarial |
| Register of Buy Back of Securities | Permanent | Secretarial |
| Register of charges | Permanent | Secretarial |
| Register of renewed and duplicate share certificates issued. | Permanent | Secretarial |
| Register of Inter Corporate Loans / Advances | Permanent | Secretarial |
| Register of dividends | 8 years | Secretarial |
| Register of directors attendance | 8 years | Secretarial |
| Postal Ballot records | 10 years | Secretarial |
| Register of Inspection | Permanent | Secretarial |
| Notices and Agenda of Meetings | 5 years | Secretarial |
| Disclosures received under SEBI (Substantial Acquisition of shares and Takeovers) Regulations | 8 years | Secretarial |
| Announcements uploaded on company website as per Listing Agreement requirements | 8 years | Secretarial |
| Any other document not specified above | 5 years. | Secretarial |

LEGAL

| Document | Retention Period | Responsibility |
|---|---|-----------------------|
| Licenses, Application for License | Permanent | Respective function |
| Title documents, deeds, agreements for the same | Permanent | Respective function |
| Collaboration Agreements | Permanent | Legal |
| Agreements with Government | 30 years | Legal |
| Returns filed with RBI for technology transfer/ license agreements | 8 years after expiry of Technology Transfer Agreement | Legal |
| Leave & License Agreements in respect of residence for employees and premises for company's operations. | 5 years after expiry of agreement | HR |
| Contractual Agreements – Canteen, Maintenance, Security Services, Transport etc. | 3 years after expiry of agreement. | Respective function |
| Supply Agreements | Term + 5 Years | Respective function |
| Lease Agreements | Term + 5 Years | Legal |
| Purchase/Sale of Land, building Agreements | Permanent | Legal |
| Non-Disclosure Agreements | Term + 3 Years | Respective function |
| Non-compete Agreements | Term + 3 Years | Respective function |
| Distribution Agreement | Term + 3 Years | |
| Guarantee Agreement | Term + 3 Years | Respective function |
| Consulting Agreement | Term + 3 Years | Respective function |
| Warranty Agreement | Term + 3 Years | |
| Joint Venture Agreement | Permanent | Corporate |
| Cash Credit Agreement / Loan Agreement | Term + 5 Years | Finance |
| Bank Loan Agreement | Loan payoff + 5 Years | Finance |
| Particulars of Mortgages | Permanent | Legal |
| Particulars of charge, modification of charge and satisfaction of charge | Disposal of asset subjected to charge + 5 years | Secretarial |
| Records, files, Agreements, correspondence, record of payment of taxes etc. related to land & building. | Permanent | Legal |
| Bank Guarantees received against advances given and Bank Guarantees given to subsidiaries / JVs | Term + 3 years. | Finance |

LITIGATION & DISPUTES

| Document | Retention Period | Responsibility |
|--|---|-------------------------------|
| General Court Litigation (e.g., Civil / Criminal matters) | Final Resolution/ Settlement + 3 Years | Legal |
| Litigations relating to employees. | Current Employee: Term of employment or Resolution (whichever is later) + 3 Years; Former employee: Resolution + 3 Years | HR |
| Records relating to show cause notices, replies, adjudication orders, appeals, appellate orders etc. pertaining to different legislations viz. Income-tax, Sales tax, Central Excise, Customs Act etc. | Final resolution / settlement + 3 years | Respective department |
| Legal opinions | Permanent | Legal + respective department |
| All records pertaining to Land | Permanent | Legal |

HUMAN RESOURCES

| Document | Retention Period | Responsibility |
|--|---|-----------------------|
| Registers to be maintained under various Labour & Employment laws (except Provident Fund related records) | As prescribed by respective Act + 3 years | Human Resources |
| Returns filed under various Labour Laws | 10 years from the date of filing | |
| Employee Provident Fund/ Pension related records including contribution details, nomination, payment of administrative charges etc. | Permanent | Human Resources |
| Employee personal file (containing all employee related communication issued to employee/ internal, forms, appraisals, promotions. recognitions, rewards, warnings, investigations etc.) | 5 years after retirement. | Human Resources |
| Wage agreements | Permanent | Human Resources |

ENVIRONMENTAL

| Document | Retention Period | Responsibility |
|--|--|-----------------------|
| Incident reports and corrective action | Corrective action completion + 3 years | HSE |
| Test Reports of Water, Air, Effluents etc. | Current year + 5 years | HSE |
| Consent Applications and Consents from Pollution Control Boards | Permanent | HSE |
| Material Safety data sheets | Permanent | HSE |
| Environmental Assessment Reports | Permanent | HSE |
| Regulated waste manifests and associated documentation (e.g., analytical data) | Current year + 5 Years | HSE |

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|---|------------------------|-----|
| Correspondence with Pollution Control Board / CPCB, returns filed | Current year + 8 years | HSE |
|---|------------------------|-----|

INSURANCE

| Document | Retention Period | Responsibility |
|-----------------------------------|--------------------------|-----------------------|
| Insurance Claims | 5 Years After Settlement | Finance |
| Insurance Policies | Current + 8 years | Finance |
| Public Liability Insurance policy | 15 years | Finance |
| Correspondence | 5 Years | Finance |

EXPORTS

| Document | Retention Period | Responsibility |
|--|-------------------------|-----------------------|
| Correspondence with EEPC | Current year + 10 years | EXIM cell |
| Correspondence with ICD / Ports | Permanent | EXIM cell |
| Purchase Orders and correspondence with overseas customers, service providers. | Current year + 5 years | EXIM cell |
| Shipping Instructions | Current year + 3 years | EXIM cell |
| Non-negotiable Export documents | Current year + 3 years | EXIM cell |
| Shipping Bills | Current year + 3 years | EXIM cell |
| Delivery Notes | Current year + 3 years | EXIM cell |

TAX RECORDS

| Document | Retention Period | Responsibility |
|--|----------------------------------|-----------------------|
| Tax-Exemption documents | Permanent | Finance |
| Central Excise & service tax records | Assessment completion + 5 years | Finance |
| Tax returns – income tax | Permanent | Finance |
| Sales tax/ VAT records (returns, audit reports, assessment orders, appeal orders etc.) | Assessment completion + 10 years | Finance |
| CST/ VAT Forms (C, I, E1,E2, H, F etc.) | Current year + 10 years | Finance |
| Personal Ledger Account | Current year + 5 years | Finance |
| Export Documents ARE-1 | Current year + 5 years | Finance |
| Bonds, Undertakings | Permanent | Finance |
| Correspondence with excise authorities | Current year + 5 years | Finance |
| Cenvat credit invoices | Current year + 5 years | Finance |
| Cenvat Input Accounts & Capital Goods Account | Current year + 5 years | Finance |
