



POLICY ON PRESERVATION OF DOCUMENTS

INTRODUCTION

SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (“Regulations”) require every Listed Company to formulate a policy for preservation of documents which has to be approved by the Board of Directors.

Further, Regulation 30(8) of the Listing Regulations requires the Company to frame the archival policy for website disclosures.

In this context, the following policy has been framed by the Board of Directors (“Board”) of Humming Bird Education Limited (the “Company”) at its meeting held on 01st December, 2018 with the objective to 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 Board only.

PURPOSE AND SCOPE

The purpose of this document is to present high level policy statement for Humming Bird Education Limited (“the Company”) regarding preservation of its documents in accordance with all the statutory and regulatory provisions applicable to the Company including the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”).

This policy would contain guidelines on how to identify documents that need to be maintained, how long certain documents should be retained, how and when those documents should be disposed of, if no longer needed pursuant to the applicable statutory and regulatory provisions.

DEFINITIONS

“Act” means the Companies Act, 2013, Rules framed thereunder and any amendments thereto;

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

“Company”, “This Company”, “The Company”, “Company” wherever occur in the policy shall mean “Humming Bird Education Limited”.

"Board of Director" or "Board", means the collective body of the Directors of the company;

“Maintenance” means keeping Documents, either physically or in Electronic Form. “Preservation” means to keep in good order and to prevent from being altered, damaged or destroyed.

“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.

PRESERVATION OF DOCUMENTS

The Company shall preserve all its documents as per the requirements and provisions of the Companies Act, 2013 and the rules made thereunder, the Regulations and any other law, rules, regulations as may be applicable to the Company from time to time.

MODE OF MAINTENANCE

The Company shall maintain these records either in physical or electronic mode. The applicable provisions of law, rules, and regulations with regard to electronic maintenance of records shall be adhered to.

All the records shall be maintained as per the prescribed formats, if any, as amended from time to time under the various rules and regulations.

ARCHIVAL POLICY

As per Regulation 30 of the SEBI (LODR) Regulations, 2015, every equity listed entity is required to make disclosures to Stock Exchange(s) of any events or information which, in the opinion of the board of directors of the listed company, is material and such disclosures shall be hosted on the website of the listed company for a minimum period of 5 years & thereafter as per the Archival Policy of the company as disclosed on its website.

This Policy has been framed keeping in view the requirements of SEBI (LODR) Regulations. This Policy applies to such documents/information hosted and visible to the public on the website of the Company.

All disclosures made under Regulation 30 of the LODR by the Company to the Stock Exchange(s), shall be kept on the website of the Company for a period of 5 years and thereafter in the archives of the Company for a period of 1 year.

DISPOSAL AND DESTRUCTION OF RECORDS

After the expiry of the statutory retention period, the preserved documents may be destroyed. Destruction of documents as a normal administrative practice shall be followed for the records which are duplicate/unimportant/irrelevant. The Company will keep the policy updated as per statutory guidelines.

DOCUMENTS PRESERVED PERMANENTLY

The Company shall maintain the following documents permanently:

1. The Signed and Stamped Memorandum of Association and Articles of Association of the Company;

2. Minutes of General Meeting, Board Meetings and various Committee Meetings;
3. Register of Members along with Index;
4. Foreign Register of Members; if any.
5. Register of Loans, guarantee, security and acquisition made by the Company;
6. Register of investments not held in its own name by the Company, if any;
7. Register of Contracts with related party and contracts and Bodies etc., in which directors are interested;
8. Register of Charges;
9. Register of Renewed and duplicate share Certificates;
10. Register of director and KMP;
11. Intellectual Property Documents shall include, but shall not be limited to copyrights, Trademarks, Patents, and Industrial Design, Intellectual Property Rights documents that are owned by the Company shall be retained by the Company permanently.

DOCUMENTS PRESERVED FOR AT LEAST EIGHT YEARS

The Company shall maintain following documents for at least Eight Years

1. Books of accounts together with the vouchers relevant to any entry in such books of account;
2. Register of Debenture holders (Including Foreign Register or debentures) or Register of any other Securities issued by the Company;
3. Copies of all Annual Return;
4. Disclosure of interest receive form all the Directors of the Company in the manner prescribed;
5. Attendance Registers, Notices, Agenda, Notes to Agenda and other related papers of General Meeting, Board Meeting and various Committee Meeting;
6. Instrument creating a Charge or Modifying a Charge, if any;
7. Changes to the Memorandum of Association and Articles of association, if any
8. Register of deposits accepted or renewed, if any;
9. Tax Records- Tax records including, but not limited to documents concerning tax assessment, tax filing, proof of deduction, tax returns, appeal preferred against any claim made by the relevant tax authorities, shall be maintained for a period of 8 years or for a period of 8 years after the a final order has been received with respect to any matter which was preferred for Appeal, as the case may be;
10. Employment/Personnel Record in case of employees of the Company;
11. Relevant marketing and sales documents;
12. Press Release;
13. Legal documents including but not limited to contracts, legal opinions, pleading, order passed by any court or tribunal or any other Authority empowered to give a decision on any matter, awards, document relating to property matters;
