

WHISPERING HEIGHTS REAL ESTATE PVT. LTD.
POLICY ON PRESERVATION OF DOCUMENTS

INTRODUCTION

In terms of Regulation 9 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“Listing Regulations”**), the Board of Directors (the **“Board”**) of Whispering Heights Real Estate Pvt. Ltd. (WHREPL) has adopted this Policy at its meeting held on December 14, 2017, for Preservation of Documents, as required under applicable regulations.

This Policy is effective from **December 14, 2017**.

In any circumstance, where the terms of this policy differ from any existing or newly enacted law, rule, regulation or standard governing the Company, the law, rule, regulation or standard will take precedence over this Policy and procedures until such time as this Policy is changed to conform to the law, rule, regulation or standard.

OBJECTIVES

The Objective of this Policy is to have a mechanism and procedure for preservation of Documents, approved by Board of Directors classifying them in following categories -

- (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:

The Company may keep documents specified in clauses (a) and (b) in Electronic Mode.

DEFINITION

In this policy unless the context otherwise requires

“Act” means the Companies Act, 2013 and rules made there under, as amended from time to time

“Board” or **“Board of Directors”** shall mean the Board of Directors of Hindustan Construction Company Limited, as may be re-constituted from time to time

“Company” means Whispering Heights Real Estate Pvt. Ltd

“Document” includes summons, notice, requisition, order, declaration, form and register, whether issued, sent or kept in pursuance of this Act or Secretarial Standard or under any other law for the time being in force or otherwise, maintained on paper or in electronic form;

“Key Managerial Personnel” or **“KMP”** shall have the same meaning ascribed to it under the Act.

A) PERMANENT PRESERVATION OF DOCUMENTS

- i. Register of charges under section 85 of the Act and Rule 10 of the Companies (Registration of Charges) Rules, 2014 maintained in the form of CHG-7 at the Registered Office of the Company.
- ii. Register of loans, guarantee, security and acquisition made by the Company under section 186(9) of the Act and Rule 12(1) of the Companies (Meetings of Board and its Powers) Rules, 2014 to be maintained in the form of MBP-2 at the Registered Office of the Company.
- iii. Register of investments not held in its own name by the Company under section 187(3) of the Act and rule 14(1) of the Companies (Meetings of Board and its Powers) Rules, 2014 to be maintained in the form of MBP-3 at Registered Office of the company.
- iv. Register of contracts and arrangements with related party and Bodies etc. in which directors are interested under section 189(1) of the Act and Rule 16(1) of the Companies (Meetings of Board and its Powers) Rules, 2014 to be maintained in the form of MBP-4 at Registered Office of the Company.
- v. Register of Security Buy Back under Section 68 (9) of Companies Act, 2013 read with Rule 17(12) of Companies (Share Capital and Debentures) Rules, 2014 maintained in the form SH-10 at the Registered Office of the Company.
- vi. Register of Loans, Investments, Guarantee or Security under Section 186 of the Act read with Rule 12 of Companies (Meetings of Board and its powers) Rules, 2014 maintained in the form MBP-2 at the Registered Office of the Company.
- vii. Minutes of General Meetings under Rule 25 of the Companies (Management and Administration) Rules at Registered Office of the company
- viii. Register of Directors and Key Managerial Personnel including the details of securities held by each of them in the company under Section 170 and Rule 17 of the Companies (Appointment and Qualification of Directors) Rules, 2014 at registered office of the Company.
- ix. Register of Members including an index of the names under Section 88 of the Act and Rule 3 and 5, 15 of the Companies (Management and Administration) Rules, 2014 to be maintained in the form of MGT-1 at Registrar and Share Transfer Agent of the Company.

- x. Register of Renewed and Duplicate Share Certificates under Rule 6(3) of the Companies (Share Capital and Debentures) Rules, 2014 at Registrar and Share Transfer Agent of the Company.
- xi. Register of Transfer and Transmission under Section 56 of Companies Act, 2013 maintained at Registrar and Share Transfer Agent of the Company.
- xii. Minutes of Board Meetings, Committee Meetings and General Meetings
- xiii. Statutory Clearances, Assessment Orders, Loan Documents, Security Documents, Guarantee Documents, Investment Documents, Management Consultancy Agreements, Stock Exchange Listing Permissions etc.
- xiv. Annual Return and copies of all certificates and documents required to be annexed thereto filed with the Registrar under Section 92 and 94 of the Act and Rule 15 of Companies (Management and Administration) Rules, 2014 at Registered Office of the company.
- xv. Other Statutory Registers and Documents maintained by the Company under various laws applicable to the Company.
- xvi. Licenses, Certificates, Sanctions, Project Approvals from various Authorities/Bodies, Property Related Documents and supporting papers, Intellectual Property Documents.
- xvii. Any other document as may be prescribed by the Board from time to time.

B) PRESERVATION OF DOCUMENTS FOR NOT LESS THAN EIGHT YEARS

The documents mentioned below shall be preserved for not less than eight years by the Company at such place in the custody of such person as prescribed hereunder:

- i. Books of Account including relevant books and papers, vouchers, bills, and financial statements for a period of not less than eight financial years of immediately preceding Financial Year under section 128(5) of the Act. at Registered Office of the Company
- ii. Disclosures/ Notices by a director of his interest for a period of eight years from the end of the financial year to which it relates under the Rule 9 of Companies (Meetings of Board and its Powers) Rules, 2014 in the Form of MBP-1 at Registered Office of the Company.

- iii. Register of Deposits for a period of not less than eight years from the financial year in which the latest entry is made in the register under section 73 of the Act and Rule 14 of Companies (Acceptance of Deposits) Rules, 2014 at the Registered Office of the Company.
- iv. The instrument creating a charge or modification preserved for a period of eight years from the date of satisfaction of charge by the Company under Section 85 of the Act and the Companies (Registration of Charges) Rules, 2014 at the Registered Office of the Company.
- v. Register of Debenture holders, beneficial owners including an index of the names under Section 88 of the Act and Rule 4, 5 and 15 of the Companies (Management and Administration) Rules, 2014 to be maintained in the form of MGT-2 at Registrar and Share Transfer Agent of the Company.
- vi. Relevant Marketing and Sales Documents
- vii. Any other document as may be prescribed by the Board from time to time.

Notwithstanding the general guidelines, care should be taken to ensure that records of special nature such as unsatisfied claims by or against the Company, suits pending in courts, tribunals, quasi judicial forum and other alternate dispute fora, industrial disputes, etc. are preserved according to specific needs and even beyond the prescribed period.

AMENDMENT TO THE POLICY

The Board of Directors shall review this Policy as and when it deems necessary and advice changes if any required from time to time in line with the latest law. Any change to this Policy requires approval of the Board of Directors.

PRESERVATION LOCATION

The preservation location will be in accordance with the applicable laws and shall be in safe custody of the Company. In case of critical documents which need to be preserved for very long periods or permanently, the same shall be preserved in fire proof or other such secure cabinets. The Company or any other person authorized by the Board shall be responsible for keeping the safe and proper custody of above said documents and registers at their respective place as prescribed hereinabove.

MODE OF PRESERVATION

Documents to be maintained under this Policy shall be preserved in physical or in Electronic

Form/ Mode as per the provisions of the Act/ Rules/ Regulations.

DESTRUCTION OF RECORDS

The records/documents preserved may be reviewed every year or according to need of the Company and action taken to destroy those records which are due for disposal.