

For CHOLAMANDALAM MS GENERAL INSURANCE CO. LTD.

V. SURYANARAYANAN
Managing Director

Cholamandalam MS General Insurance Company Limited

Policy on Preservation and Archival of Documents

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Issuing Authority: Board of Directors

Version 2024.0

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1. Introduction

The Policy on Preservation and Archival of Documents, prepared pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI LODR Regulations"), shall be read in conjunction with and in addition to the Policy on Maintenance of Insurance Records, prepared pursuant to Insurance Regulatory and Development Authority of India (Maintenance of Insurance Records) Regulations, 2015, adopted by the Board.

2. Definition

The following terms for the purpose of this policy shall carry the meaning.

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| 2.1 | "Applicable laws" | "Applicable laws" shall mean securities laws defined under Regulation 2(1)(zf) of the SEBI LODR Regulations and other laws and statutes applicable to the Company mandating preservation of documents. |
| 2.2 | "Authority"
or
"IRDAI" | Authority or IRDAI shall mean the Insurance Regulatory and Development Authority of India established under sub-section 1 of Section 3 of the IRDA Act 1999; |
| 2.3 | "Board" | Board shall mean the Board of Directors of Cholamandalam MS General Insurance Company Limited as constituted from time to time. |
| 2.4 | "Company" | Company shall mean Cholamandalam MS General Insurance Company Limited. |
| 2.5 | "Documents" | Documents shall include all papers, documents, agreements, filings, forms, memos, correspondences, records, files, books, etc., of the Company in physical or electronic forms. |
| 2.6 | "Policy" | "Policy" shall mean this Policy on Preservation and Archival of Documents formulated by the Company. |
| 2.7 | "SEBI LODR Regulations" | SEBI LODR Regulations shall mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any amendments made thereto. |

3. Background:

The Securities and Exchange Board of India vide its notification dated September 2, 2015 issued the SEBI LODR Regulations. The said Regulations inter alia mandate the listed entities to frame policy(s) for preservation and archiving of documents.

4. Purpose:

The purpose of this document is to formulate a policy for preservation and archiving of Documents in accordance with Regulation 9 of the SEBI LODR Regulations to provide a framework for their adequate protection and preservation of Documents as per Applicable Laws.

5. Scope:

All Documents of the Company shall be maintained in compliance with the requirements of the Applicable Laws, including the SEBI LODR Regulations. The preservation of the Documents shall be as per the periodicity stated in the guidance manual to the Policy annexed hereto. The Policy also covers the archival policy of the Company with respect to disclosures made in the Company's website pursuant to the SEBI LODR Regulations.

6. Classification of Documents:

For the purpose of the Policy, the documents of the Company are classified as follows:

- 6.1 Documents which need to be preserved permanently by the Company subject to the modifications, amendments, additions, deletions or any changes made therein from time to time.

Provided that all such modifications, amendments, additions or deletions in the documents shall also be preserved permanently by the Company.

- 6.2 Documents with a preservation period of not less than the time period stipulated in the SEBI LODR Regulations and other laws and statutes applicable to the Company from time to time after completion of the relevant transactions subject to the modifications, amendments, additions, deletions or any changes made therein from time to time.

Provided that all such modifications, amendments, additions or deletions in the documents shall also be preserved for the said period. This is at present 8 years.

7. Modes of Preservation of Documents

- 7.1 The Documents may be preserved either in physical form or electronic form.
- 7.2 The officer(s) of the Company who is/are generally expected to observe the compliance of requirements of applicable law shall be the person(s) responsible to preserve the Documents (authorized person). This is more particularly as set out in the guidance manual.
- 7.3 The preservation of Documents should be in such a manner to ensure that there is no tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of the Documents.
- 7.4 The preserved Documents must be accessible at all reasonable times. Access may be controlled by the authorized person for preservation, so as to ensure integrity and confidentiality of the Documents and prohibit unauthorised access.

7.5 The Company shall make appropriate provisions for back up of all Documents preserved both physically and electronically.

8. Destruction of Documents:

After the expiry of the retention period, the preserved Documents may be destroyed in such mode as may be recommended by the authorized person and approved by the Managing Director of the Company. The details of Documents destroyed by the Company shall be recorded in the Register of Disposal of Records to be kept by authorized person who is disposing of the documents in the format prescribed in the guidance manual. This applies to both physical and electronic Documents.

9. Compliance:

All employees of the Company are required to comply with the provisions of the Policy and the guidance manual. Failure to comply by any employee of the Company with this Policy and the guidance may result in disciplinary action by the Company, including suspension or termination of employment.

10. Interpretation:

In any circumstance where the term of this Policy is inconsistent with any existing or newly enacted law, rule, regulation or standard governing the Company, the said law, rule, regulation or standard will take precedence over this Policy and procedures.

11. Review of the Policy:

The Board shall review the Policy:

- 11.1 At least once in every financial year, or
- 11.2 As and when the Board considers it appropriate, or
- 11.3 As and when the underlying laws governing the Policy undergo any change.

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Cholamandalam MS General Insurance Company Limited
Guidance Manual to the Policy on Preservation and Archival of Documents
June 2024

Approving Authority: Board of Directors

Version 2024.0

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GUIDANCE MANUAL TO THE POLICY ON PRESERVATION AND ARCHIVAL OF DOCUMENTS

As per the Company's Policy on preservation and archiving of Documents, the Documents shall be maintained and preserved either permanently or for a specified time period after completion of the transaction. Ultimate responsibility to preserve the Document will vest with the respective department heads described herein. This manual provides guidance on the type of Documents to be preserved, persons responsible for preservation and authorizing their destruction after their respective preservation period. This manual also provides the format of the register to be maintained by the respective department heads detailing the Document disposed of the date and person authorizing the disposal as set out in this manual as Appendix.

1. Type of Records:


The Documents of the Company to which the Policy applies to are broadly categorized as follows:

- 1.1 Documents which need to be preserved permanently by the Company.
- 1.2 Documents with a preservation period of not less than the time period stipulated in the Regulations and other laws and statutes applicable to the Company from time to time.

2. List of Records and Periodicity

- 2.1 Accounting and Financial records including Financial Statements
- 2.2 Insurance Records
- 2.3 Tax records
- 2.4 Contracts entered into by the Company
- 2.5 Corporate Records including Certificate of Incorporation and approvals from statutory authorities
- 2.6 Legal Records
- 2.7 Property Records
- 2.8 Investment Records
- 2.9 Payroll Records
- 2.10 Records on retirees including Pension records
- 2.11 Personnel and HR related Records
- 2.12 Correspondence and Internal Memoranda
- 2.13 Electronic Documents including e-mail retention and back up
- 2.14 Miscellaneous Records

This manual lists the periodicity for which the above records are to be maintained, the Department which is responsible for maintenance and the authorised person who will be in charge of preservation and destruction of the Records in terms of the Policy.

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2.1 Accounting and Financial records including Financial Statements

(Department Responsible – Finance & Accounts)

Sl. No.	Record Type	Authorized person	Retention Period
1	Accounts Payable ledgers and schedules	Head of Finance of the respective SBUs and CFO	10 years
2	Accounts Receivable ledgers and schedules		10 years
3	Records maintained in respect of Assets and liabilities of the Company		10 years
4	Annual Audit Reports and Financial Statements (Including Interim Financial Statements and Schedules) and other documents / records that are related to	Head of Finance of the respective SBUs and CFO	10 years
5	Bank Statement		10 years
6	General Ledger		10 years
7	Fixed Asset Register in system		10 years
8	Books of accounts and related accounting and		10 years

2.2 Insurance records

(Department Responsible – HR)

Sl. No	Record Type	Authorised Person	Retention Period
1	Group Insurance Plans – Active Employees & Retirees	Head –HR	10 years

(Department Responsible – Accounts / Admin, as the case may be)

Sl. No	Record Type	Authorised person	Retention Period
1	Insurance Policies of the Company (other than those related to Employees)	Head of Administration – for all policies other than D&O and Share transfer Policy. CFO – D&O and share transfer	10 years

2.3 Tax records

(Department Responsible – Finance & Accounts)

Sl No	Record Type	Authorised Person	Retention Period
1	Tax Bills, Receipts, Statements	CFO and Head of Taxation	8 years. In case the record is a subject matter of any litigation then for a period of 8 years after a final Order has been received in this regard.
2	Tax Returns		
3	Tax computation details / Other direct tax related Records		
4	Service Tax Records	CFO and Head of Taxation	8 years. In case the Record is a subject matter of any litigation then for a period of 8 years after a final Order has been received
5	Central Sales Tax / VAT related Records		
6	Excise / Customs / Other indirect tax related Records		

2.4 Contracts entered into by the Company

(Department Responsible – Respective Departments)

S. No.	Record Type	Authorised Person	Retention Period
1	Contracts and Related Correspondence (including any proposal that resulted in the contract and all other supportive documents)	Respective Department Head who initiated the proposal.	10 Years from the date of termination / expiry of such agreement. If the contract is subject matter of any litigation, then 10 years from the completion of the litigation and where any agreement contains an indemnity clause, 10 years from the completion of the indemnity period.
2	Shareholders, Joint Venture Agreement and Technical / Foreign Collaboration Agreement*	Head of Legal / compliance. In case of Technical collaboration without involving capital, then by the Department Head initiating the agreement.	
3	Intellectual Property and Trade Secret related Agreement and documents*	-do-	Permanent

**to enable repository of contracts of the Company to have a copy while the respective Department Heads will be responsible for the Contracts executed, a copy of the same is to be provided to the Legal department. This will exclude routine agreements entered into by the Company in the ordinary course of business.*



2.5 Corporate Records including Certificate of Incorporation and approvals from statutory authorities

(Department Responsible – Secretarial)

Sl. No.	Record Type	Authorised	Retention Period
1	Certificate of incorporation, Certificate of commencement of business, Certificate of change of name (if any)	Company Secretary	Permanent
2	Memorandum and Articles of Association as amended from time to time		Permanent
3	Listing Agreement signed with stock exchanges / Agreement with Registrar and Share Transfer Agent		Permanent
4	Common Seal		Permanent
5	Minutes Books of General Meetings, Board Meetings and Committee Meetings		Permanent
6	Statutory Registers		Permanent
7	Share certificates, including the blank forms of share certificates		Not less than thirty years and in case of disputed cases, shall be preserved permanently
8	Statutory disclosures / forms / returns filed with various regulatory authorities		10 years
9	Notice of General Meeting, scrutiniser's report and related documents		10 years
10	Notice of Board Meeting / Committee Meeting, Agenda, Notes on Agenda and other related papers		10 years
11	Disclosures / Notices by a director of his interest		10 years
12	Attendance Register for attending meetings of Board/ committees / proxy forms and attendance slips for general meetings		Permanent

13	Register of debenture-holders including index of debenture-holders (from the date of redemption of debentures)		Permanent
14	Foreign register of debenture-holders (from the date of redemption of debentures)		Permanent
15	Register of Deposits, if any		Permanent
16	Instrument creating a charge or modification	Company Secretary	10 years from the date of satisfaction of charge
17	Annual return and copies of all certificates and documents required to be annexed thereto		Permanent

2.6 Legal Records

(Department Responsible – Legal)

Sl. No.	Record Type	Authorised Person	Retention Period
1	Legal Memoranda and Opinions	Head of Legal	10 years after the closure of the matter
2	Litigation files		10 years after attaining finality of the case(s)
3	Orders passed by any Court / Tribunal / Any Authority other than in recovery suits which are		Permanent
4	Interim order		Till final order is received or for a period of 10 years, whichever is higher
5	Pleadings		For a period of 10 years or till the matter has been disposed off, whichever is higher.

2.7 Property Records

(Department Responsible – Infra / Legal)

Sl.No	Record Type	Authorised person	Retention Period
1	Correspondence, Property title Deeds including purchase/ sale deeds, Assessments, Licenses relating to property owned by the Company	Head of Legal	Permanent
2	Original Lease Agreements	Head of Legal or Head of Infra, if applicable	10 years after Expiration / determination of the lease provided there is no dispute / claim / litigation is pending. If any such dispute persists, it should be preserved till the dispute is settled / closed.

2.8 Investment Records

(Department Responsible – Treasury)

S. No.	Record Type	Authorised person	Retention Period
1	Investment Records (excluding investments made in the normal course of business)	Head of Treasury	Permanent
2	Investment Records (investments made in the normal course of business)	Head of Treasury	10 years

2.9 Payroll Records

(Department Responsible – Human Resources)

Sl. No.	Record Type	Authorised person	Retention Period
1	Employee Deduction Authorization	Head of HR	10 years after termination of service of employment

2	Payroll Deductions	Head of Payroll	10 years after termination of service of employment
3	Labour Distribution Cost Records including Details regarding gratuity and retiral disbursements	Head of HR/ Payroll as the case may be	10 years after termination of service of employment
4	Payroll Registers (Gross and Net)	Head of Payroll	10 years after termination of service of employment
5	Time Cards / Sheets	-do-	10 years
6	Unclaimed Wage Records	-do-	10 years
7	Leave Records	Head of HR	10 years after the relevant period
8	Employee related Correspondence	Head of HR	10 years after termination of service of employment
9	PF/ Gratuity Trust Deeds	Head of HR	Permanent

2.10 Records on retirees including Pension records

(Department Responsible – Human Resources)

Sl. No.	Record Type	Authorised person	Retention Period
1	Retirement and Pension Records	Head of HR	10 years

2.11 Personnel and HR related Records

(Department Responsible – Human Resources)

Sl. No.	Record Type	Authorised person	Retention Period
1	Personnel files of individual employees	Head of HR	10 years
2	Commission / Bonuses / Incentives / Awards	-do-	10 years
3	Employee Earnings Records	-do-	10 years after termination of service of employment
4	Employee Medical Records	-do-	10 years after termination of service of employment

5	Attendance records, application forms, job or promotion records, performance evaluations, termination papers, test results, training and qualification records, enquiry related papers	-do-	10 years after termination of service of employment
6	Employment Contracts – Individual	-do-	10 years after termination of service of employment
7	Correspondence/Agreements with Employment Agencies and Advertisements for job openings	-do-	10 years

2.12 Correspondence and Internal Memoranda

(To be retained by Respective Departments)

General Principle: Most correspondence and internal memoranda should be retained for the same period as the document they pertain to or support. For instance, a letter pertaining to a particular contract would be retained as long as the contract is subsisting or till the disposal of issue if any in the subject contract

2.13 Electronic Documents including e-mail retention and back-up

(Department Responsible – Information Technology)

SL No.	Record Type	Authorised Person
1	<p>Electronic Mail</p> <ol style="list-style-type: none"> E-mails need to be retained only depending on the subject matter:- All e-mail from internal and external sources to be deleted after 24 months. Staff will strive to keep all but an insignificant minority of their e-mail related to business issues. The Information Technology department would archive e-mail for six months after the staff has deleted it. Thereafter the email will be permanently deleted. Staff will not store or transfer e-mails related to the Company on non-work-related computers except as necessary or appropriate with due approvals from the Information Technology department and 	Head of IT

	<p>the respective managers.</p> <p>f. Staff will take care not to send confidential / proprietary information to outside sources.</p> <p>g. Any e-mail that the staff deemed vital to the performance of their job should be copied to the staff's specific folder and/or printed and stored in the employees' workplace.</p>	
2	<p>Electronic Documents including PDF files.</p> <p>a. PDF documents – Can be a maximum period of 8 years. But the said document may be destroyed depending upon the completion of the job or its use coming to an end.</p> <p>b. Text/ Formatted files: All word / excel / Power point files may be deleted once every year depending on the importance or lack of it.</p>	Head of IT
3	<p>Web page files:-</p> <p>a. May be retained for a period of 5 years as specified in SEBI LODR Regulations, 2015.</p> <p>b. May be archived by the I.T. department with the support of the service provider for a period of 3 years or such period as mandated for the relevant document under this policy, after the initial period of five years of live page.</p>	Head of IT

2.14 Miscellaneous Records

(Department Responsible – Respective Departments)

Sl. No.	Record Type	Retention Period
1	Consultant Reports	10 years
2	Dealership / any other agreement with vendors	10 years
3	KYC Records to be maintained as per PMLA Regulations	As per the prevailing KYC Policy of the Company

3. Note:

- 3.1 For any other document as may be required to be maintained permanently in terms of the laws and statutes applicable to the Company, the period of retention shall be permanent in nature and the respective departments shall be responsible to preserve the same.
- 3.2 For any other document as may be required to be maintained for specific period in terms of the laws and statutes applicable to the Company, the period of retention shall be such specified period not less than 8 years and the respective departments shall be responsible to preserve the same.
- 3.3 Retention Period means the period commencing after completion of relevant

transaction.

4. **Appendix**

Specimen format of the register of Documents disposed of / destroyed:

Particulars of Document	Date of Destruction	Date of approval	Initials of the authorised person
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