

DOLPHIN OFFSHORE ENTERPRISES
(INDIA) 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 Dolphin Offshore Enterprises (India) Ltd (DOEIL) has adopted this Policy at its meeting held on February 4, 2016, for Preservation of Documents, as required under applicable regulations.

This Policy is effective from **February 5, 2016**.

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

To determine preservation period for records/documents based on their reference value and legal requirements. The following aspects are considered while arriving at the preservation period:

- Company's own information retrieval needs (reference value)
- Statutory requirements under respective statutes.
- Litigation requirements
- To ensure easy retrieval.
- To ensure that unwanted records do not occupy storage space.

DEFINITION

In this policy unless the context otherwise requires

- a. "**Act**" means the Companies Act, 2013 and rules made there under, as amended from time to time.
- b. "**SEBI Regulations**" shall mean Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be amended from time to time.
- c. "**Company**" means Dolphin Offshore Enterprises (India) Limited.
- d. "**Document**" includes summons, notice, requisition, order, declaration, form and register, whether issued, sent or kept in pursuance of this Act or under any other law for the time being in force or otherwise, maintained on paper or in electronic form;
- e. "**Key Managerial Personnel**" or "**KMP**" shall have the same meaning ascribed to it under the Act.
- f. "**Board**" or "**Board of Directors**" shall mean the Board of Directors of Dolphin Offshore Enterprises (India) Limited as may be re-constituted from time to time.

- g. “**Financial Year**” shall have the same meaning ascribed to it under the Act.
- h. “**Electronic Form**” with reference to information means any information generated, sent, received or stored in media, magnetic, optical, computer memory, micro film, computer generated micro fiche or similar device.

The words or expressions used but not defined herein, but defined under Companies Act, 2013 or the SEBI Regulations shall have the same meaning assigned therein.

SCOPE

These guidelines will be valid for determining preservation period for commercial and legal records; and will be applicable to all locations of the Company.

RESPONSIBILITY

The departmental head concerned will be responsible for the maintenance, preservation and destruction of records pertaining to the respective Department.

PRESERVATION PERIOD

The preservation period starts with the conclusion of financial year, in which the document has been formed or the last entry was made; the preservation period of agreements starts with the end of the financial year in which the agreement period expires.

For determining the preservation period, the records are categorized into following three categories:

Category & Description	Period of Preservation
Records/documents with short reference value – i.e. Records, which are to be preserved for a short period for enquiry, evidence, verification, evaluation, etc.	Less than 8 years
Records which will have a permanent value for the Company even after the expiry of legal preservation period.	Annexure A
Company even after the expiry of legal preservation period. value – i.e. records having contractual/legal implications, which need to be preserved for a prescribed periods per statutory requirement; and records, which need to be, preserved for a particular period according to Company’s own reference needs.	Documents to be preserved for a period of 8 to 12 years. Annexure B and Illustrative list
Records which are required for adducing evidence in judicial or quasi judicial or other dispute redressal forum	Till the time the matters are finally disposed of.

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

Also, in the case of statutory records such as licenses, certificates, sanctions, approvals, etc. from Government/ Statutory Bodies, care should be taken to maintain and preserve the records in accordance with the specific guidelines/instructions, if any, by the issuing authority.

PRESERVATION LOCATION

The preservation location will be the concerned department. If the location is other than the concerned department, the same should be documented and kept in a file for reference purpose in the respective department. 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.

MODE OF PRESERVATION

Records/documents may be preserved either physically or in electronic form.

DESTRUCTION OF RECORDS

The records/documents preserved shall be reviewed every year or according to need by the respective department and action taken to destroy those records which are due for disposal.

GENERAL AUTHORISATION

Any subsequent amendments/modifications in the Regulation with regard to the Policy on Preservation of Documents will automatically apply to this Policy.

ANNEXURE A**Documents with preservation period of permanent nature after completion of the relevant transactions.**

Sl. No.	Document	Period
1	Copies of all documents and information as originally filed under section 7(1) (incorporation) till dissolution under the Companies Act, 2013	Permanent, till dissolution of the company.
2	Register of Renewed and Duplicate Share Certificates	Permanent
3.	Share certificate forms and related books and documents – Disputed cases	Permanent
4.	Register of Charges	Permanent
5.	Register of Members along with the index	Permanent
6.	Foreign Register of Members	Preserved permanently, unless it is discontinued and all the entries are transferred to any other foreign register or to the principal Register.
7.	Minutes of proceedings of general meeting and resolutions passed by postal ballot, meeting of Board of Directors, creditors, committees of the Board and resolutions passed by Circulation.	Permanent
8.	Register u/s 186 of the Companies Act, 2013 (loan/ guarantee/ security or making an acquisition of securities)	Permanent
9.	Register u/s 187 of the Companies Act, 2013 (investment held in the name of any other person)	Permanent
10.	Register u/s 189 of the Companies Act, 2013 (Register of contracts or arrangements in which directors are interested as per section 184 & 188 of the Act)	Permanent
11.	Minutes of all the general, Board & Committee Meetings of the transferor Company as handed over to the transferee company	Permanent

ANNEXURE B

Documents with preservation period of not less than eight years after completion of the relevant transactions

A) Mandated under Companies Act, 2013

Sl. No.	Document	Period
1.	Register of Deposits accepted or renewed	Not less than 8 years from the financial year in which the latest entry is made in the Register
2.	Instrument creating charge or modification Thereon	8 years from the date of satisfaction of charge by the Company
3.	Register of debenture holders or any other security holders along with the index	8 years from the date of redemption of debentures or securities.
4.	Copies of all annual returns prepared under section 92 and copies of all certificates and documents required to be annexed thereto	8 years from the date of filing with the Registrar of Companies.
5.	Foreign register of debenture holders or any other security holders	8 years from the date of redemption of such debentures or securities.
6.	All notices for disclosure of concern/ interest received u/s 184 of the Companies Act, 2013	8 years from the end of the financial year to which it relates
7.	The attendance register of Board & Committee Meetings	8 financial years
8.	Office copies of Board Meeting Notices, Agenda, Notes on Agenda and other related papers of the company as well as for transferor Company (as handed over to the transferee company)	As long as they remain current or for 8 financial years whichever is later
9.	Office copies of general meeting Notices, scrutinizers report and other related papers of the company as well as for transferor Company (as handed over to the transferee company)	As long as they remain current or for 8 financial years whichever is later.

Sl. No.	Document	Period
10.	Any other register /documents required by any law, for the time being in force.	8 financial years
11.	All Documents of Transferor Company not Mentioned Elsewhere	8 financial years
12.	Books of Accounts	8 financial years

Illustrative list of Documents identified under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 apart from Documents mentioned in Annexure A & Annexure B

Sl. No	Document	Period
1	Compliance certificate under Reg. 7(2) signed by Compliance officer & Share transfer agent.	8 financial years
2	Statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter.	8 financial years
3	Quarterly compliance report on corporate governance.	8 financial years
4	Prior intimation to stock exchange about the meeting of the board of Directors	8 financial years
5	Disclosures of any material events or information	8 financial years
6	Statement showing holding of securities and shareholding pattern separately for each class of Securities	8 financial years
7	Statement of deviation(s) or variation(s) in the use of proceeds from the objects stated in the offer document or explanatory statement to the notice for the general meeting, for public issue, rights issue, preferential issue etc.	8 financial years
8	Quarterly and year-to-date standalone/ consolidated financial results.	8 financial years
9	As part of financial results for the half year by way of a note a statement of assets and liabilities as at the end of the half-year.	8 financial years
10	Annual report	8 financial years
11	Annual Information Memorandum	8 financial years
12	A certificate from a practicing company secretary, certifying that all certificates have been issued within thirty days of the date of lodgment for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/ allotment monies.	8 financial years
13	Intimation of record date	8 financial years
14	Details regarding the voting results of general meetings	8 financial years
15	Any and all kinds of filing to Stock Exchanges, viz. Press Release, Investors Presentation, etc.	8 financial years