

Document Retention and Archival Policy

National Securities Depository Limited

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1. Introduction

Every organization in the course of its work generates documents and records in physical or electronic form. For historical and legal purposes, the records are required to be maintained either permanently or for a limited period of time and in this regard, NSDL, as a depository, has been guided by various regulatory legal, operational and business requirements. Considering the importance of records and information handled at NSDL, there is a need to design a policy at the organisation level to ensure efficient management of records/ data/ information, whether electronic or physical. A document retention and archival policy involves the systematic identification, categorization, maintenance, review, retention, retrieval, and disposal of documents received or created in the course of business.

This policy is formulated to ensure compliance of Regulation 9 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations (SEBI LODR Regulations) and other applicable laws.

2. Objective

The objective of formulating this Policy is to:

- (a) organize documents and records that will enable search and retrieval;
- (b) define the period of retention of various kinds of documents;
- (c) dispose-of documents and records that are no longer needed;
- (d) meet the regulatory and legal requirements.

It defines the organisation's responsibility on preservation of documents and to provide guidance to the employees in making decisions on Document Management. This Policy will outline systematic identification, categorisation, maintenance, retention, retrieval, archival and Disposal of documents received or created in the depository operations.

3. Definitions

- 3.1. “Applicable law” means any law, statutory rules & regulations or standards applicable to the Company, under which any guideline/ provision with regard to the preservation of the documents has been prescribed.
- 3.2. “Archival” means the process of moving documents which are no longer used actively to a separate storage location after the end of Retention period for long term Retention.
- 3.3. “Archival Schedule” means the time frame for which the documents are to be archived. Archival Schedule will commence after the end of the Retention Schedule.
- 3.4. “Company” or “NSDL” means National Securities Depository Limited.
- 3.5. “Disposal” means physical or technical disposal of any Document, sufficient to render the information contained in the document irretrievable by ordinary commercially available means.
- 3.6. “Document(s)” refers to notes, agreements, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes of meetings, agenda notes, registers, ongoing and past contracts, litigation, proceedings, complaint, dispute, records, and or any other document (including those required under or in compliance with the requirements of any “Applicable Law”) maintained on paper or in electronic form and does not include multiple or identical copies.
- 3.7. “Document Categories” means types of documents by which the nature of the document can be identified. Refer ‘Document Categories’ stated under Annexure I is enclosed for description of each document category.
- 3.8. “Electronic Form” means maintenance of Documents in any contemporaneous electronic device such as computer, laptop, hard drives, space on electronic cloud or any other form of storage and retrieval device considered feasible.
- 3.9. “Head of Department (HoD)” means individuals or group of individuals, heading or jointly heading, any function, business vertical or department in the Company including, individuals appointed as acting heads.
- 3.10. “Maintenance” means upkeep of documents, either in original, physical, electronic or archived form.
- 3.11. “Original Form” means Documents to be retained in the original form in which they were

created or used i.e. either electronic or physical.

- 3.12. “Physical Form” means Documents to be retained in hard copy or paper form. These records may be kept in file cabinets or any other storage units assigned to each department with proper labelling so as to enable quick identification of the records.
- 3.13. “Point of Contact (POC)” means the person directly reporting to the HoD and shall remain responsible for implementation of this Policy in the respective Department. The HoD may choose to nominate more than one POC with segregated responsibility.
- 3.14. “Preservation” means to keep in good order and to prevent from being misplaced, damaged or destroyed.
- 3.15. “Retention” means preserving the documents in the live environment for active use of the Company, which are readily accessible by those who are authorised to access.
- 3.16. “Retention Schedule” means the time frame for which the Documents are to be retained in live environment, post which the said Document shall be due for Archival.

4. Applicability

The Policy will be applicable to all employees, contractors and partners of NSDL and cover all the departments operating under NSDL. All employees are responsible to maintain and preserve the Documents that are generated in the activities undertaken, as per guidelines and processes laid down in this Policy.

This Policy will help in meeting the statutory requirements of maintaining the Documents by NSDL for minimum period prescribed under Applicable Laws.

5. Roles, Responsibility and Enforcement

5.1. Roles

All employees play an integral part in maintaining and preserving the Documents that are generated including Original, Physical, Electronic or scanned form, as per guidelines and processes laid down in this Policy. The employees shall familiarize themselves with the

contents of this Policy and follow the process laid down for Preservation, Retention, Archival and Disposal of the Documents.

5.2. Responsibility

Every department is responsible for and owns the Document it creates, receives, uses, stores, processes or destroys. The Departments shall create and maintain a comprehensive 'List of Documents' as per Annexure I that they currently hold, corresponding to the Document Categories defined in this Policy with corresponding timeline for preserving, retaining, archiving and disposing of such Documents. The HOD and respective POC shall ensure that Documents of their departments are categorised as per Document categories defined in the Policy and necessary steps are taken to apply Document management schedules.

5.3. Enforcement

The responsibility of enforcing the requirements of this Policy is with respective HoDs which can be further delegated to the POC. The 'List of Documents' (**Annexure- I**) shall be adopted by respective HoD in consultation with the Compliance Officer. The HoDs shall confirm compliance of this Policy to the Compliance Officer at yearly intervals. The Compliance Officer shall also provide necessary guidance to all other departments/ functions to enable seamless implementation and adoption of the most appropriate data management schedule as established under this Policy.

In case there are existing documented operating procedures on Document management, then the HoDs shall change such procedure to be in line with this Policy and circulate within the Department for the benefit and clarity for its employees.

5.4. General guiding principles in Preservation

All the employees shall at all times abide by following guidelines on Document management:

- 5.4.1. All original agreements with vendors, contractors, inter-company agreements or any strategic agreements entered by the Company will have to be preserved in safe cabinets in the premises of the Company under the custody of respective HoDs or employees.
- 5.4.2. Each HoD shall decide on converting the Documents from Physical Form to Electronic Form and also maintain the Documents in Physical Form to meet the requirements under Applicable Law. For instance: Legal Contract may be converted from Physical Form to Electronic Form and the original contract in Physical Form can be archived in accordance with the Policy.
- 5.4.3. Each HoD shall encourage creation of Documents in Electronic Form by using digital signatures or other means and reduce creation of Documents in Physical Form. It will be also preferred to receive Documents in Electronic Form from external sources for its operations after considering the Applicable Laws.
- 5.4.4. The existing Documents should be digitised by all the Departments. A document management solution (DMS) may be implemented wherein the employee scans the Document for uploading to DMS at pre-determined frequency as defined under the Annexure I. DMS shall establish linkage with other application for quick retrieval of records.
- 5.4.5. Any changes in the regulations, applicable laws or any guidelines issued by the Regulator with respect to preservation of Documents will prevail over this Policy.
- 5.4.6. Each employee shall be responsible for returning the Document in their possession or control to the Company upon resignation, termination or retirement.

6. Categories of Documents

This Policy prescribes the following categories for classification of all Documents:

- 6.1. Permanent Documents are Documents that must be retained forever either by virtue of the nature of the Documents or as per requirement under Applicable Laws. Such Permanent Documents should be identified by the HoDs and categorized in the List of Documents in the manner set out in Annexure I.

- 6.2. Documents requiring preservation for a specific period – are Documents that must be retained, pursuant to any statutory requirements, for a period as may be specified in respect of the said Document. Each of the Document is to be retained as directed in the Annexure I.
- 6.3. Non-Essential Documents - Documents that are neither Permanent Documents nor required to be preserved for a specific period under the Applicable Law shall fall under the category of Non-Essential Documents. Non-Essential Documents are not required to be retained unless otherwise decided by the HoD.

Any questions as to the specific category as to which particular Document would fall under should be directed to the Compliance Department.

7. Document Retention methodology

The Documents should be retained in a live environment, which can be accessed by an authorized user in the ordinary course of business, based on certain aspects such as the need for documents to resolve queries, inter-department requests and responses to on-going audit requirements. The Departments shall adopt the Retention Schedule as specified in Annexure I against the respective document categories.

8. Document Archiving methodology

The Documents should be archived as secured storage of data/ documents, such that the same is rendered inaccessible by users in the ordinary course of business, but which can be retrieved by POC for the document in question. The access can be provided, based on certain aspects such as compliance with statutory and regulatory requirements, responses to queries or inspections from regulator and availability of documents for any statutory assessments. All such accesses must be recorded to be preserved as audit trail. Document shall be archived differently for physical and electronic documents. Archival shall comprise of a full featured transition for Physical Documents that are slated to be stored in

electronic form. The procedure for conversion of Physical Documents to Electronic form comprises of the following steps:

- Document Preparation: Includes the logging the documents.
- Document Scanning: Includes the imaging and conversion from Physical to Electronic form
- Document Coding: Includes providing unique identification number for each document which can be easily tracked and retrieved as and when required.
- Document Indexing: Inclusion of coded data into files and meta-data.

The backend data should be periodically tested to ensure recovery without loss of transactions integrity.

Physical documents shall be archived through Document and record management company, currently it is Stock Holding Corporation of India Limited (SHCIL), who shall be responsible for systematically archiving the documents basis the terms and conditions prescribed in the contract and above process.

Electronic Documents shall be archived on the servers of the Company or its service provider with regular back-up as prescribed under the ISMS Policy.

9. Document Retrieval methodology

Request for retrieval of archived Document by any employee shall be approved by the respective HoD. The time for physical retrieval shall be as per the contract signed with SHCIL or other record management company engaged by NSDL. ISMS team shall assist employees in retrieving documents from electronically archived form to live environment as per the process laid down in ISMS operation manual.

10. Document Disposal methodology

No Document shall be destroyed notwithstanding the fact that the periodicity for which it is to be preserved has lapsed, if any enquiry, claim or litigation is pending in respect of any

information contained in such Document.

Once records have been archived for the archival period, the same shall be prepared for Disposal, subject to request from the department and approval from HoD. The Documents retained or archived shall be reviewed every year or according to the need of the respective department and actions taken to destroy such Documents, which are due for Disposal.

Documents in all correspondence files both inward and outward should be scrutinized and only such of the papers as are not of any importance may be destroyed, the details of the Documents destroyed shall be recorded in a register electronically to be maintained by the respective department, wherein particulars of the Documents destroyed shall be entered, including but not limited to the following details:

- Name of Document
- Form of Document
- Particulars of the Document
- Month and Year in which Document was created
- Date of Disposal
- Mode of Disposal
- Requestor and request date
- Approver and approval date

11. Exception approval

Where any decision or proposition with respect to Document maintenance, results in Retention/ Archival Schedules not being in conformity with the schedule defined in this Policy, the same shall be approved as under:

Exception	Approver
Retention/Archival Schedule for period higher than defined subject to SEBI LODR Regulations and other	MD&CEO

applicable laws	
Addition of new Document category and schedules subject to SEBI LODR Regulations and other applicable laws	

12. Policy review and revision

The Compliance Department of the Company shall be responsible for monitoring the implementation of this Policy. In case of any revision in the Policy, the same shall be carried out with the approval of the Board. Any difficulties or ambiguities in the Policy will be resolved by the MD&CEO in line with the broad intent of the Policy..

Any new regulation / circular issued by SEBI shall be deemed to have been included in the Policy immediately upon their issuance, without waiting for formal approval of the Board.

The provisions in the Policy are in addition to, and not in derogation of, other applicable laws.

ANNEXURE I

Sr. No.	Description of Documents	Department	Category of Document	Retention Period (yrs)	Archival Period (yrs)
1)	ISO Audit Documents	All Departments	Electronic	2	10
2)	Office approval note	All Departments	Physical	8 years from completion	10
3)	Emails	All Departments	Electronic	1	Permanent
4)	Policies and SOPs	All Departments	Electronic	Permanent	Permanent
5)	Correspondence with SEBI, Exchanges and Statutory Authorities	All Departments	Original/ Physical/ Electronic	Physical / original - 8 years Electronic- Permanent	Permanent
6)	AIC-RART	All Departments	Physical/ Electronic	2	Permanent
7)	Audit Reports (Internal/External)	All Departments	Electronic	8	Permanent
8)	Change Management Form (internal)	All Departments	Physical / Electronic	1 year from completion	5
9)	Purchase Orders	All Departments	Physical/ Electronic	5 year from completion	Permanent
10)	MIS and management reports	All Departments	Electronic	2	10
11)	Contracts	All Departments	Physical/ Electronic	3 years from the expiry or Termination of the contract	5
12)	E-Approval note	All Departments	Electronic	8 years from completion	10
13)	Resource Request forms(RR)	All Departments	Electronic	1	5
14)	Inward/ Outward Register	All Departments	Electronic	2	5
15)	Litigations	Legal & Compliance	Physical/ Electronic	3 years from disposal or closure of the litigation	5
16)	Disclosure from Directors, KMP and Designated Persons under Code of Conduct	Legal and Compliance	Physical/ Electronic	8	10

17)	Arbitration Matters	Legal & Compliance	Physical/ Electronic	3 years from disposal or closure of the arbitration proceedings	5
18)	Documents relating to Investor Grievances	Investor Grievance	Physical	3 years from completion	10
19)	Documents relating to Investor Grievances – e-pass	Investor Grievance	Electronic	5 years from completion	10
20)	Registers for administrative activities	Admin	Original	2	8
21)	Work Instructions	Admin & INfra	Electronic	1 year from completion	3
22)	AMC Documents/Reports	Admin	Physical/ Electronic	3	5
23)	Asset List	Admin	Physical/ Electronic	3	5
24)	User Manuals	Admin	Physical/ Electronic	3	5
25)	Quotations From Vendors	Admin & IT Infra Helpdesk	Physical / Electronic	1	5
26)	Department Budget	Admin	Physical	3	5
27)	Internal notes Recruitment, Resignation clearance form, Background reports, Employee Training , Salary details of new joinees and for annual increment, appraisal form etc.	Human Resource	Physical / Electronic	8 from date of resignation or cessation of employment	10 year for physical Permanent for electronic
28)	Filings with Regulatory Authority under Labour Law	Human Resource	Physical / Electronic	3	5
29)	OS hardening Check List	Issuer Interface & IT Infra Helpdesk	Physical / Electronic	1	5
30)	Backup Register	Issuer Interface	Electronic	1	5
31)	Password Register	Issuer Interface	Physical / Electronic	5	Permanent
32)	Password Envelops	Issuer Interface	Physical / Electronic	5	Permanent
33)	Policy circular to issuers	Issuer Interface	Electronic	2	Permanent
34)	Backup Media	Issuer Interface	Electronic	2 months	7
35)	User Management Form	Issuer Interface	Physical /	2	Permanent

			Electronic		
36)	Approval Notes-ISO related	Issuer Interface	Physical / Electronic	2	Permanent
37)	Quotations Received from Insurance Brokers and Insurance Policy document	Issuer Interface	Physical/ Electronic	5	Permanent
38)	Tripartite agreement with issuers, RTA, clearing members and any change thereof	Issuer Interface	Physical/ Electronic	3 years from the expiry or Termination of the contract	5
39)	Company Admission & ISIN related Documents	Issuer Interface	Physical/ Electronic	5	Permanent
40)	Communication letters	Issuer Interface	Electronic	5	Permanent
41)	GSEC ISIN Activation Files, VFT Files, Physical Demat Conversion files, IG, reconciliation Files, Ipay/Redemption Files	Issuer Interface	Physical/ Electronic	5	Permanent
42)	NSCKVP IG Files, Bill to DoP Files, Correspondence Files, Redemption Files	Issuer Interface	Physical/ Electronic	5	Permanent
43)	RBI Compliance and correspondence	Issuer Interface	Physical/ Electronic	5	Permanent
44)	Agreement with CC	Issuer services (CC Interface) Department	Physical/ Electronic	3 years from termination or expiry	5
45)	Documents received from CC	Issuer services (CC Interface) Department	Physical / Electronic	5	Permanent
46)	Speede Agreement with DP	Issuer services (CC Interface) Department	Physical/ Electronic	3 years from termination or expiry	5
47)	Documents received for Speede	Issuer services (CC Interface) Department	Physical/ Electronic	5	Permanent
48)	Request and documents for DSC mapping for eservices	Issuer services (CC Interface) Department	Physical/ Electronic	5	Permanent
49)	SPICE request document	Issuer services (CC Interface) Department	Physical/ Electronic	5	Permanent

50)	IDEAs CM Approval	Issuer services (CC Interface) Department	Physical/ Electronic	5	Permanent
51)	IDEAs CM activation documents received from CM	Issuer services (CC Interface) Department	Physical/ Electronic	5	Permanent
52)	Documents received from DP	Issuer services (CC Interface) Department	Physical/ Electronic	5	Permanent
53)	Procurement approvals	IT Security	Electronic	2	8
54)	SOC Reports	IT Security	Electronic	2	8
55)	Network Architecture diagrams	IT Security	Electronic	2	8
56)	VAPT reports	IT Security	Electronic	2	8
57)	Security awareness training records	IT Security	Electronic	2	8
58)	Memorandum and Articles of Association	Secretarial	Physical / Electronic	Permanent	Permanent
59)	Statutory Registers maintained under the Companies Act, Minutes of Board, its Committees, General Meetings, including minutes of the meetings conducted through Postal Ballot Resolutions passed through circulation Disclosure of Interest by a Director Attendance Register for the meeting of the Board and its Committees Office copies of Notices, Agenda, Notes on Agenda and other related papers Office copies of Notices, scrutiniser's report and related papers Various Forms and Returns filed with RoC including copies of all annual returns prepared under section 92 and copies of all certificates and documents required to be annexed thereto	Secretarial	Physical / Electronic	8	Permanent
60)	Accounts vouchers, vendor bills,	Finance and	Physical /	8	Permanent

	approval notes, financial statements, IT returns, other Tax returns etc. Tally / Accounting software backup. Assessment submissions, appeal papers, communication with tax departments etc.	Accounts	Electronic		
61)	GST returns and fillings	Finance and Accounts	Electronic	10	Permanent
62)	e-Voting agreements Reference Data Agreements IOAP On-Boarding Documents	Business Development and Products	Electronic	3 years from termination or expiry of contracts	5
63)	Policy Circulars, Routine Circulars, Bye Laws and Business Rules including amendments, DP Communications	Participants	Electronic	Permanent	Permanent
64)	DP and other tripartite Contracts	Participants	Physical/ Electronic	3 years from termination or expiry of contracts	5
65)	MDR & other reporting	Legal & Compliance	Electronic	5	Permanent
66)	SEBI Communications	Participants	Physical / Original	5	Permanent
67)	Custody Value Monitoring related communications / approvals	Participants	Electronic	5	Permanent
68)	Presentations	Marketing, Corporate Communications and Investor Education	Original, Physical/ Electronic	Electronic copy - 5 yrs. Original and Physical copy (if any) 3 years	Not required
69)	Publications	Marketing, Corporate Communications and Investor Education	Original/ Electronic	Electronic copy - 5 yrs. Original copy (if any) 3 years	not required
70)	Marketing Collaterals	Marketing, Corporate Communications and Investor	Original/ Electronic	Latest sample to be maintained in original and	Not Required

		Education		electronic form	
71)	IAP proposal and approvals	Marketing, Corporate Communications and Investor Education	Electronic	5 years	Not Required
72)	SEBI , SAT, Income Tax, DRT, Police, ED, GST, Court and other authorities letters , orders , queries etc.	Inspection and Surveillance	Original / Electronic	3	Permanent
73)	Correspondence letters with SEBI, Exchanges , DP , Depository, Client, income tax authorities, FIU, other statutory authorities etc.	Inspection and Surveillance	Original / Electronic	10	Permanent
74)	Audit & Inspection reports of Depository Participants	Inspection and Surveillance	Electronic	10	10
75)	Data in soft form - Surveillance Alerts data , Reports ,MIS, Emails, etc.	Inspection and Surveillance	Electronic	10	10
76)	Change Management Form (Vendor)	SDM-1, 2 & 3	Physical / Electronic	1 year from completion	5
77)	Release Documents	SDM-1, 2 & 3	Electronic	5	5
78)	User Management Records for Department maintained Servers - Bugzilla Application, VSS, DOC Server	SDM-1	Electronic	2	5
79)	User Management Records for DM Application	SDM-1	Electronic	2	5
80)	Payment Advise	SDM-1, 2 & 3	Electronic	5	5
81)	User Management Records for eServices Application	SDM-3	Electronic	2	5
82)	Nessus Vulnerability Report	Infra - Network	Electronic	1	5
83)	Business partner recovery/ Refunds(IOM)	Infra - Network	Electronic	5	Permanent
84)	Inventory	Infra - Network	Electronic	5	Permanent
85)	Server and Assets Inventory (HCIS)	Infra - SSG	Electronic	2	5
86)	Software and Hardware AMC and Support tracker	Infra - SSG	Electronic	1	5
87)	Roles and Responsibility files - Towerwise	Infra - SSG	Electronic	2	5
88)	Monthly ARCOS user list / review	Infra - SSG	Electronic	1	5

	report				
89)	Checklist ie DR shifting , DR revert, Handover checklist Etc	IT Infra - Helpdesk	Physical / Electronic	5	5
90)	Backup Register	IT Infra - Helpdesk	Electronic	1	5
91)	Server Change Management Form	IT Infra - Helpdesk	Electronic	5	Permanent
92)	User Management Form	IT Infra - Helpdesk	Electronic	5	5
93)	Dept. Budget	IT Infra - Helpdesk	Electronic	5	5
94)	Dedupe Report	IT Infra - Helpdesk	Electronic	5	5
95)	DRP Manual	IT Operations, Data Center	Physical / Electronic	5	Permanent
96)	DRP Reports and Checklist	IT Operations, Data Center	Physical / Electronic	5	Permanent
97)	Disaster Recovery training attendance	IT Operations, Data Center	Physical / Electronic	1	5
98)	Inventory Document	IT Operations, Data Center	Electronic	2	5
99)	Business Requirement Documents	BDP1	Electronic	1	5
100)	AMC CAS Billing	BDP1	Electronic	5	Permanent
101)	Training related documents	BDP1	Physical / Electronic	5	Permanent
102)	Digital LAS Billing	BDP1	Electronic	5	Permanent
103)	STeADY client application form and supporting documents	BDP1	Physical / Electronic	5	Permanent