

POLICY FOR PRESERVATION OF DOCUMENTS

1. PREFACE

Pursuant to the requirement of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), every listed company's Board of Directors need to approve the Policy for Preservation of Documents.

In accordance with the above requirement, the Board of Directors (the "Board") of Wockhardt Limited (the "Company") has adopted this e Policy and Procedures with regard to preservation of documents.

2. POLICY OBJECTIVE

To determine the time period for preservation the documents of the Company and to provide the governance framework for such preservation.

3. DEFINITIONS

"**Act**" means Companies Act, 2013

"**Board of Director**" or "**Board**" means the Board of Directors of Wockhardt Limited, as constituted from time to time.

"**Document**" includes summons, notice, requisition, order, declaration, forms, and registers, whether issued, sent or kept in pursuance of Companies Act, 2013 / 1956 or under Listing Regulations or under any other law for the time being in force or otherwise, maintained physically or in electronic form.

"**Records**" means any statutory registers, index, memorandum & articles of associations, minutes or any other document required by the Act or the rules made thereunder.

"**Books of Accounts**" shall have same meaning as defined in the Act.

4. PRESERVATION OF DOCUMENTS

The documents which shall be preserved by the Company are broadly classified into the following three categories:-

(a) Documents whose preservation shall be permanent in nature.

- (b) Documents with preservation period of not less than eight years after completion of relevant transactions.
- (c) Documents for which specific preservation period is specified under the Act or Listing Regulations or under any other law for the time being in force

(a) Documents whose preservation shall be permanent in nature

| Sl. No. | Name of the document | Time period for which the document shall be preserved | Governing provisions |
|----------------|---|--|---|
| 1 | Register of Members (Equity and Preference) with the index | Permanently | Section 88 and Rule 15(1) of the Companies (Management and Administration) Rules, 2014 |
| 2 | Foreign Register of members | Permanently unless it is discontinued and all entries are transferred to any other foreign register or to the principal register | Section 88 and Rule 15(1) of the Companies (Management and Administration) Rules, 2014 |
| 3 | Register of renewed and duplicate share certificates | Permanently | Section 46 and Rule 6(3)(b) of the Companies (Share Capital and Debentures) Rules, 2014 |
| 4 | Register of Charges | Permanently | Section 87 and Rule 10 of Companies (Registration of Charges) Rules, 2014 |
| 5 | Register of Contracts or Arrangements in which directors are interested | As per the requirement of applicable law. | Rule 16 of the Companies (Meeting of Board and its Powers) Rules, 2014 |
| 6 | Register of loans, investments and guarantees/ securities | Permanently | Section 186 of the Act and Rule 12 of the Companies (Meetings of Board and its Powers) Rules 2014 |
| 7 | Register of investments of Company not held in its own name | Permanently | Section 187 and Rule 14 of the Companies (Meeting of Board and its Powers) Rules, 2014 |

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| 8 | Minute Book of General Meetings | Permanently | Rule 25(e) of the Companies (Management and Administration) Rules, 2014 |
| 9 | Minutes Books of Board and all board Committee Meetings | Permanently | Rule 25(f) of the Companies (Management and Administration) Rules, 2014 |
| 10 | Annual reports of the Company | Permanently | |
| 11 | Constitutional Documents of the Company viz. Memorandum and Articles of Association and all certificates issued by Registrar of Companies under Companies Act 2013/1956 | Permanently | |
| 12 | License and Permissions | Permanently | |
| 13 | Agreements with Stock Exchanges, Registrar and Share Transfer Agent and Depositories | Permanently | |

(b) Documents with preservation period of not less than eight years after completion of relevant transactions

| Sl. No. | Name of the document | Time period for which the document shall be preserved | Governing provisions |
|----------------|---|--|--|
| 1 | Register of debenture holders or any other security holders | 8 years from the date of redemption of debentures or securities, as the case may be. | Section 88 and Rule 15(2) of the Companies (Management and Administration) Rules, 2014 |

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| 2 | Copies of Annual Returns prepared under section 92 of Companies Act, 2013 and copies of all certificates and documents required to be annexed thereto. | 8 years from the date of filing with the Registrar. | Section 88 and Rule 15(3) of the Companies (Management and Administration) Rules, 2014 |
| 3 | Foreign register of debenture holders or any other security holders | 8 years from the date of redemption of such debentures or securities | Section 88 and Rule 15(4) of the Companies (Management and Administration) Rules, 2014 |
| 4 | Register of deposits | 8 years from the Financial Year in which the latest entry is made in the register. | Section 73 and Rule 14 of Companies (Acceptance of Deposits) Rules, 2014 |
| 5 | All notices relating to Disclosure of interest given by Directors | 8 years from the end of financial year to which it relates | Section 184 of Companies Act, 2013 read with Rule 9 of Meetings of Board and its powers Rules, 2014 |
| 6 | Books of Accounts and vouchers relating to any entries therein including signed Audited/ Unaudited Accounts | 8 financial years immediately preceding the financial year | Section 128 of Companies Act, 2013 and Listing Regulations |
| 7 | Instrument creating/modifying the charge | 8 years from the date of satisfaction of charge | Section 85 and Rule 10 of Companies (Registration of Charges) Rules, 2014 |
| 8 | Register of Directors and KMP and their shareholding | 8 years | Section 203 and Rules made thereunder |
| 9 | The attendance register of Board & Committee Meetings | 8 financial years. | Clause 4.1.6 & 4.1.7 of Secretarial standards -1 |

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| 10 | Board Meeting Notices, Agenda, Notes on Agenda and other related papers of the company | 8 financial years | Clause 8.2 of Secretarial Standards-1 |
| 11 | General meeting Notices, scrutinizers report and other related papers of the company | 8 financial years | Clause 18.2 (Secretarial Standards-2) |
| 12 | Audio and Video Recording of Investor call/ Analyst Meet | 8 Years | Regulation 46 read with Regulation 9(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 |
| 13 | Transcript of Investor call/ Analyst Meet | 8 Years | Regulation 46 read with Regulation 9(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 |
| 14 | Structured Digital Database of sharing of Unpublished Price Sensitive Information | 8 Years or till the completion of the enforcement proceedings | Regulation 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015 |

(c) Documents for which specific preservation period is specified under the Act or Listing Regulations/erstwhile Listing Agreement or under any other law for the time being in force

| Sl. No. | Name of the document | Time period for which the document shall be preserved | Governing provisions |
|---------|---|---|---|
| 1 | All books and documents relating to issue of share certificates | 30 years and in case of disputes cases, permanently | Section 46 of the Companies Act 2013 and Rule 7 of Companies (Share Capital and Debentures) Rules, 2014 |

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| 2 | Disclosures made under Code of Conduct for regulating, monitoring and reporting trading by Designated persons | 5 years | Code of Conduct for regulating, monitoring and reporting trading by Designated persons |
| 3 | All certificates surrendered to the Company and defaced by way of cancellation | 3 years from the date on which they are surrendered | Section 46 of the Companies Act 2013 and Rule 7 of Companies (Share Capital and Debentures) Rules, 2014 |
| 4 | Documents/ records to be maintained as per the Tax Laws, FEMA, applicable Labour & Industrial Laws and Industry specific (i.e. Pharmaceuticals) Laws etc. | | As per applicable provisions of the respective Laws |

The documents which are not falling under aforesaid categories including the documents not indicated above shall be preserved for such period as may be decided from time to time unless otherwise specified in the Act, Listing Regulations or any other law for the time being in force.

5. MAINTENANCE OF DOCUMENTS IN ELECTRONIC FORM

The Company to maintain these documents and records, as required to be maintained under the Act or rules made thereunder, either in physical or electronic as may be specified from time to time.

The documents which are not required to be maintained and preserved permanently can be destroyed in such manner as may be permitted under the law for the time being in force.

6. EFFECTIVE DATE

This Policy will be applicable to the Company effective 1st December, 2015.

7. AMENDMENT

Any amendment made in the Act, rules made thereunder or Listing Regulations and any other law for the time being in force relating to preservation of documents shall apply mutatis mutandis to this policy. Further, the Board may amend or modify this Policy in whole or in part, from time to time.