

## POLICY FOR PRESERVATION OF DOCUMENTS AND ARCHIVAL POLICY

### INDIA GRID TRUST

**A. Preamble:** The Policy for Preservation of Documents and Archival ("**Policy**") aims to provide a comprehensive policy on the preservation and conservation of the records and documents of the India Grid Trust ("Trust"). It provides guidance on the preservation and management of documents to help ensure the authenticity, reliability and accessibility of such documents. The policy aims at identifying, classifying, storing, securing, retrieving, tracking and destroying or permanently preserving records. It stipulates the duration and manner in and place at which records and documents of the Trust shall be preserved. Accordingly, IndiGrid Investment Managers Limited, the Investment Manager to the Trust appointed pursuant to the Investment Management Agreement as amended and restated from time to time, has formulated this Policy.

**B. Definitions:**

1. "**Act**" means the Companies Act, 2013.
2. "**Applicable Law**" means any existing or new enactments, circulars, Laws, Rules, Regulations issued by the Government of India/State Governments or laws enacted by any overseas country which has an impact on the Trust's business and also rules, regulations or standards which are issued by any statutory bodies in India and governing the Trust.
3. "**Authorised Person**" means any person duly authorised by the Board.
4. "**Board**" means the Board of Directors of the Investment Manager of Trust or any of the Committees constituted by it.
5. "**Current Documents**" means any Document that still has an ongoing relevance without limitation or reference to any ongoing litigation, proceedings, complaint, dispute, contract or the like matter.
6. "**Documents**" refers to papers, notes, agreements, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, indices, registers and or any other record, required under or in order to comply with the requirements of any Applicable Law, whether issued, sent, received or kept in pursuance of the Act or under any other law for the time being in force or otherwise, maintained on paper or in Electronic Form and does not include multiple or identical copies.
7. "**Electronic Records**" means the electronic record as defined under clause (t) of sub-

section (1) of section 2 of the Information Technology Act, 2000.

8. **"Electronic Form"** means any contemporaneous electronic device such as computer, laptop, compact disc, floppy disc, space on electronic cloud, or any other form of storage and retrieval device, considered feasible, whether the same is in possession or control of the Trust or otherwise the Trust has control over or access thereto.
9. **"Investment Manager"** means IndiGrid Investment Managers Limited.
10. **"InvIT Regulations"** means the Securities and Exchange Board of India (Infrastructure Investment Trust) Regulations, 2014.
11. **"Maintenance"** means keeping Documents, either physically or in Electronic Form.
12. **"Physical records"** means all the handwritten or printed and signed books and records maintained by the Investment Manager of the Trust in physical form.
13. **"Preservation"** means to keep in good order and to prevent from being altered, damaged or destroyed.
14. **"LODR Regulations"** means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
15. **"Secretarial Standards"** means Secretarial Standards issued by the Institute of Company Secretaries of India."
16. **"Trust"** means India Grid Trust.

**C. Purpose of the Policy:** Regulation 9 of the LODR Regulations mandates that a listed entity shall have a policy for preservation of documents, approved by its Board of Directors, classifying them in at least two categories as follows:

- a. Documents whose preservation shall be permanent in nature;
- b. Documents with a preservation period of not less than eight years after completion of the relevant transactions.

Provided that a listed entity may keep documents specified in clauses (a) and (b) in electronic mode.

Furthermore, Regulation 26 of InvIT Regulations mandates the investment manager to maintain records pertaining to the activity of the Trust.

**D. Type of Documents:** The Trust's records and documents can be of two types, i.e., physical and electronic records.

**E. Classification:** The preservation of Documents shall be done in the following manner:

- a. Where there is a period for which a Document is required to be preserved as per Applicable Law, for the period required under Applicable Law.
- b. Where there is no such requirement as per Applicable Law, then for such period as the document pertains to a matter which is "Current".
- c. In case of any other Document, for such period, as a competent officer of the Investment Manager of the Trust, required to handle or deal with the Document takes a considered view about its relevance; provided that generally speaking, a Document may be preserved for a period of 8 years from the date on which the Document was originated.

**F. Method of Preservation:** The Documents may be preserved in physical form and/or electronic form. The person in charge of custody of the documents shall be responsible for proper maintenance and safekeeping of documents under their custody. The Trust shall maintain back-up of all documents maintained in the electronic form.

The preservation of Documents should be such as to ensure that there is no tampering, alteration and destruction. Nothing shall be done which endangers the content, authenticity, utility or accessibility of the Documents.

The preserved Documents must be accessible at all reasonable times. Access may be controlled by Authorized Person(s) with preservation, to ensure integrity of the Documents and to prohibit unauthorized access.

Documents which are confidential in nature shall, wherever possible, be kept under lock and key and shall be shared on a need-to-know basis only with persons directly involved in the transaction involving such documents and records.

**G. Place of Preservation of Documents and Records:** All records and documents along with all the supportive documents which are physically available shall be maintained at the principal place of business of the Trust, presently in Mumbai. All the documents required to be maintained in terms of LODR Regulations, InvIT Regulations, Act, Secretarial Standards, Listing Agreement, and any applicable law, shall be preserved under the custody of the Compliance Officer of the Trust.

For paucity of space at the office of the Trust, data may be kept at an external storage facility, provided that the data so preserved is capable of being easily accessed and

retrieved when need be.

- H. Maintenance of Books of Accounts and Financials:** Books of accounts and all financial records required to be kept in terms of the InvIT Regulations, the Act, prescribed accounting standards, Income Tax Act, 1961 and other applicable law, shall be maintained under the custody of the Chief Financial Officer of the Investment Manager in such manner as prescribed under applicable law and amendments thereto.

Books of accounts of the Trust shall be maintained in electronic form. At present, the books of accounts are maintained under SAP and server is located in India.

- I. Inspection and Investigation:** If required under applicable law, some of the registers and records may be required to be kept open by a Trust for inspection by Board and unitholders of the Trust and by other persons, including creditors of the Trust. Upon receipt of advance notice from a unitholder or from any other specified person the Trust shall facilitate inspection of such documents by such persons and allow extracts to be taken from certain documents, registers and records and to furnish copies of certain documents, registers and records. Such documents and records shall be kept open for inspection during the business hours of the Trust without payment of any fee.

Government and statutory authorities, including the Securities and Exchange Board of India, have the right of access to all registers and records. The Government or any statutory body, may order investigation into the affairs of the Trust and may order seal and seizure of documents and records. In such an eventuality the Trust and its officers shall support and assist the Government or statutory officers in every possible way.

- J. Documents Hosted on the Trust Website:** Documents which are statutorily required to be hosted on the Trust website shall be hosted within the prescribed timeline from the occurrence of the event. All statutory data shall be hosted on the Trust website for a minimum period of five years or for such minimum period as prescribed under applicable law. After which it shall be preserved in the archival folder of the Trust maintained offline, until it is destroyed upon the expiry of the statutory period for the preservation of such documents.

- K. Register of Documents Destroyed to be Maintained:** Documents and records may be destroyed after the expiry of the statutory period for the preservation of the documents after keeping a suitable record of documents destroyed.

A register of the Documents disposed/destroyed shall also be maintained. It shall state the brief particulars of the Documents destroyed, date of disposal/destruction and the mode of destruction.

- L. Conversion of the Form in which the Documents are Preserved:** The physical Documents preserved may be converted, whenever required or felt necessary, into electronic form to ensure ease in maintenance of records and efficient utilization of space.

This will be done after obtaining prior approval of the Authorised person(s)/ the Board.

- M. Authority to make alterations to the Policy:** The Board is authorized to make such alterations to this Policy as and when considered appropriate, subject, however, to the condition that such alterations shall be in consonance with the provisions of the Act, InvIT Regulations and LODR Regulations.

- N.** Notwithstanding the above, this Policy will stand amended to the extent of any change in applicable law, including any amendment to the InvIT Regulations, without any action from the Investment Manager or approval of the Unitholders of the Trust.

Adopted by the Board on behalf of the Trust on July [Date], 2023.