

POLICY ON PRESERVATION OF DOCUMENTS

1. PREFACE AND OBJECTIVE

Bandhan Bank Limited (the “**Bank**”), being a listed entity, is obligated to frame a policy for preservation of documents in terms of Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”). As per the Listing Regulations, the Bank is required to frame a policy for preservation of documents, approved by its Board of Directors, classifying documents in at least two categories: (a) documents whose preservation shall be permanent in nature; and (b) documents with preservation period of not less than eight years after completion of the relevant transaction. The Bank may keep such documents in electronic mode. In this regard, and in accordance with Regulation 9 of the Listing Regulations, the Bank has framed this Policy for Preservation of Documents, 2017 (hereinafter the “**Policy**”).

The Policy has been approved by the Board of Directors of Bank at its meeting held on _____, 2017.

2. EFFECTIVE DATE

The Policy shall be effective from _____, 2017.

3. CLASSIFICATION OF DOCUMENTS

In accordance with the Listing Regulations, documents shall be classified in the following categories:

- (a) Documents whose preservation shall be permanent in nature; and
- (b) Documents with a preservation period of not less than eight years after completion of the relevant transaction (“**Temporary Documents**”).

All documents of the Bank shall be preserved in accordance with this Policy. Any change in the governing laws affecting the change in period of preservation of documents shall prevail over this policy.

4. DOCUMENTS TO BE PRESERVED

The minimum retention requirements for the Bank's documents are provided in Annexure A of this Policy.

5. RESPONSIBILITY

The heads of respective departments of the Bank shall be responsible for preservation of the documents in terms of this Policy, in respect of the areas of operations falling under the charge of each of them, and such heads of departments shall ensure compliance with this Policy.

6. DESTRUCTION OF DOCUMENTS

Temporary Documents may be destroyed after the completion of the preservation period. The Compliance Officer of the Bank may direct the employees/ respective heads of departments who are in charge, from time to time, to destroy the documents which are no longer required as per Annexure A. A register of the documents disposed off/ destroyed shall be maintained in the format set out in Annexure B. It shall state the brief particulars of the documents destroyed, date of disposal/ destruction and the mode of destruction. The entries in the register shall be authenticated by a person authorised by the Bank.

7. GENERAL

Notwithstanding anything contained in the Policy, the Bank shall ensure compliance with any additional requirements as may be prescribed under any laws/regulations either existing or arising out of any amendment to such laws/regulations or otherwise and applicable to the Bank, from time to time.

8. AMENDMENT TO THE POLICY

The Policy shall be reviewed periodically by the senior management and any amendments or modifications to this Policy shall be effected subject to approval of the Board. However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force.

Annexure A - Retention Schedule

Sr. No.	Record Category	Record Type	Minimum Retention Requirement
1.	Board meeting & committee meeting records	<ul style="list-style-type: none"> Board resolutions Committee resolutions Board minutes Committee minutes Adopted policies/ codes Attendance registers Other miscellaneous reports/ records 	Permanent
		<ul style="list-style-type: none"> Agenda Internal audit reports Disclosure of interest 	8 years from the end of the financial year to which it relates
2.	General meeting records	<ul style="list-style-type: none"> Register and index of members Minutes Attendance registers 	Permanent
3.	Other secretarial records	<ul style="list-style-type: none"> Incorporation certificates Memorandum and Articles of Association Common seal Annual reports Various statutory registers under the Companies Act, 1956 and / or Companies Act, 2013 Share transfer, transmission etc correspondences with the Registrar and Share Transfer Agent Correspondences with statutory bodies 	Permanent
		<ul style="list-style-type: none"> Non-statutory registers under the Companies Act, 1956 and / or Companies Act, 2013 	8 years from the financial year in which the latest entry is made
		<ul style="list-style-type: none"> Correspondences with the shareholders 	8 years from the date the complaint is resolved
		<ul style="list-style-type: none"> Copies of all annual returns along with 	8 years from the date of filing with the

		certificates and documents required to be annexed thereto	registrar
4.	SEBI & Stock Exchange records	<ul style="list-style-type: none"> • Correspondences with statutory bodies • Quarterly/ Annual/ Non-Quarterly/ Other compliances submitted from time to time 	Permanent
5.	RBI records	<ul style="list-style-type: none"> • Correspondences with statutory bodies • Forms, Statutory returns/ reports etc 	Permanent
6.	Insurance records	<ul style="list-style-type: none"> • Insurance policy execution/ renewal certificate • Insurance claims under various policies 	8 years from the lapse of the policy/ settlement of the claim
7.	Contracts/ Agreements/ Maintenance contracts etc	<ul style="list-style-type: none"> • Renewal • Modification/ amendment • Termination of contracts/ agreements 	8 years from termination of contracts/ agreements
8.	Licences obtained from various statutory authorities	<ul style="list-style-type: none"> • All licences/ permits • Renewals 	Permanent
9.	Property records	<ul style="list-style-type: none"> • Agreements/ contracts • Documents relating to acquisition and sale of property 	Permanent
10.	Legal	Correspondence with Courts/ other statutory bodies regarding any petition/ case/ suit etc	Permanent
11.	All confidential agreements of Non-disclosure	<ul style="list-style-type: none"> • Confidentiality agreements • Non-disclosure agreements 	Permanent
12.	Personnel records	<ul style="list-style-type: none"> • Official personnel files of active employees • Official personnel files of inactive employees 	To be retained during active employment 8 years from the date of termination of employment

13.	Labour records law	<ul style="list-style-type: none"> • Registration/ renewal certificates under various labour laws • Maintenance of various registers under labour laws 	Permanent
14.	Finance	<ul style="list-style-type: none"> • Audited financial statements • Auditors reports 	Permanent
		<ul style="list-style-type: none"> • Books of accounts and vouchers 	8 years following the relevant financial year
15.	Taxation	<ul style="list-style-type: none"> • Registration/ amendment certificates under various relevant provisions in force • Correspondence with statutory bodies 	Permanent
		<ul style="list-style-type: none"> • Preservation of specific books of accounts 	8 financial years following the relevant financial year
16.	Miscellaneous	Records, if any, as required to be maintained under various applicable laws	As provided under the respective laws

Annexure B

(Format of the register of documents disposed off/ destroyed)

Name of Department	Particulars of the document alongwith provisions of the applicable law, if any	Original date of the document	Date and mode of destruction	Initials of the authorised person