

Document Retention and Archival Policy

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Document Change History

Version	Author	Date	Comments
V 1.0	A Sivaram Nair	1 December 2015	
V 2.0	Subramanian Narayan	22 October 2020	Amendment to the Policy to align to SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2020

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1. PURPOSE

This Policy establishes guidelines for Documents Retention and Archival Policy by Mphasis Limited and its subsidiaries (“Mphasis” or “Company”) as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Retention periods are based on legal, tax, audit and defined business needs.

All Records received or created by the employee in the course of employment with the Company belongs to the Company and must be managed and retained pursuant to the retention periods defined by this Policy.

2. SCOPE

All employees of Mphasis, whether permanent or on contract, including those in all subsidiaries are covered by this Policy. Records shall mean the Corporate Records dealt-with hereinafter by the Policy .

3. POLICY FOR RECORD MAINTENANCE

Generally, all Corporate Records (whether electronic or paper), which are non-statutory in nature of the Company are to be retained for no less than 3 years, and may be destroyed thereafter. If such Corporate records are relevant to litigation, then these records need to be preserved until the Legal Department advises otherwise.

The Policy should be reviewed periodically by the Chief Financial Officer and Company Secretary and amendments should be subjected to the approval of the Board of Directors of the Company. Necessary reviews should also be carried out if and when practical difficulties are encountered or whenever there are regulatory changes.

- a) Records may be sent off-site on a regular basis to reduce space needed in the office area.
- b) All physical records must be properly filed, labeled, indexed and stored in storage space provided by the Company for this purpose.
- c) Any information in electronic form that must be retained pursuant to this Policy shall be maintained on Company servers. Electronic data that is confidential or sensitive shall be access-restricted.
- d) The following shall be the retention period of certain type of records which are required to be retained for longer period of time:
 1. Shareholders and Board of Directors Records: Minutes of meetings of the Board of Directors and shareholders meeting shall be maintained in perpetuity. A copy of all materials provided to the Board of Directors or Committees of the Board shall be maintained for not less than three (3) years.
 2. Press Releases & Stock Exchange Filings: All press releases and documents filed with the Stock Exchanges shall be maintained for a period of 8 (eight) years from the date of release/filing. All events and press releases filed with the stock exchanges shall be maintained for no less than five (5) years on the website of the company.
 3. Books of Accounts and Tax Records: Books of Accounts and Tax records should be retained for at least eight (8) years following the completion of the relevant transactions or assessment year for which the records were last used.
 4. Employment Records: The Company maintains personnel records that include recruitment, employment and personal information. These records also reflect performance reviews and any other matters arising out of the course of employment, such as actions taken against personnel. These records should be retained for a period of Seven (7) years following the cessation of employment.

5. Intellectual Property Records: Documents relating to the development and protection of intellectual property rights should be maintained for the life of such intellectual property right.
 6. Contracts: Execution copies of all contracts entered into by the Company should be retained for at least three (3) years following the expiry or termination of the contracts or 8 years whichever is greater.
 7. Structured Digital Database maintained under the SEBI (Prohibition of Insider Trading) Regulations, 2015, shall be preserved for a period of 8 years or till the completion of any investigation or enforcement proceeding, if any initiated, which ever is longer.
- e) Physical records may be destroyed by shredding. Electronic records may be destroyed by permanently deleting them.
- f) All electronic mail communications more than one year old, including attachments that do not need to be retained pursuant to this Policy shall be deleted.
- g) No employee shall destroy any Record that is subject to an open audit, unresolved claim, litigation or administrative proceeding. All Records, including electronic items, which relate in any way to the subject of ongoing or impending claims, litigation or governmental investigation, shall be maintained in a secure location until otherwise directed by the Legal Department.

This Policy shall be read in conjunction with all other Company policies. Questions regarding the content or interpretation of this Policy or the records management process shall be directed to the owner of this Policy.
