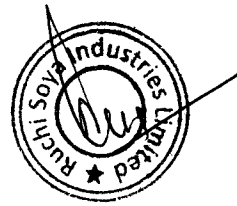


**Policy on Preservation & Utilization of Stationery —
Blank Security Certificates, Warrants, etc.**

**(Pursuant to SEBI Circular No. SEBI / HO/ MIRSD/
DOP1/CIR/P/2018/73 dated April 20, 2018)**

Adopted by the Board of Directors of the Company



INTRODUCTION

Circular No. SEBI/HO/MIRSD/DOPI/CIR/P/2018/73 dated April 20, 2018 issued by the Securities and Exchange Board of India (“SEBI”) requires the Company and its Registrar and Share Transfer Agents (“RTA”) to frame a written policy for maintaining strict control on the usage of Pre-signed blank stationery including blank certificates, dividend/interest/redemption warrants etc. (the pre-signed blank stationery) and shall periodically check the same by physical verification.

Accordingly, the Board of Directors of Ruchi Soya Industries Limited has adopted this Policy (drafted in consultation with RTA). The Company and the RTA shall be responsible for maintaining strict control on the usage of the Pre-signed blank stationery in accordance with this Policy.

1. DEFINITIONS

“**Board of Directors**” or “**Board**” means the Board of Directors of Ruchi Soya Industries Limited as constituted/re-constituted from time to time.

“**Company**” means Ruchi Soya Industries Limited.

“**Policy**” or “**this Policy**” means policy for monitoring usage of pre-signed blank stationery including blank certificates, dividend/interest/ redemption warrants etc.

“**Pre-signed blank stationery**” means any stationery containing the signatures (manual/ printed) of the Director(s) or Official(s) of the Company.

“**RTA**” means the Registrar and Share Transfer Agent(s) of the Company.

“**SEBI**” means the Securities and Exchange Board of India.

“**SEBI Circular**” means the SEBI Circular No. SEBI / HO/ MIRSD/ DOPI/CIR/P/2018/73 dated April 20, 2018.

2. MONITORING USAGE OF THE PRE-SIGNED/PRE-PRINTED BLANK STATIONERY

- a. The Pre-signed blank stationery shall be printed only on the authority of the Board and the said authorization shall also include the quantity to be printed.
- b. Proper record of the Pre-signed blank stationery lying with the Company and also delivered to RTA shall be maintained by the Company Secretary.
- c. The blank stationery shall be kept in the custody of the RTA. The Board of Company have right to recall any Pre-signed blank stationery from custody of RTA, if the Board thinks the same is desirable.



- d. RTA shall keep safe custody of the Company's stationery (unissued and/or issued and valid, as applicable). RTA shall keep safe custody of the issued dividend / interest / redemption / warrants till date of its expiry. RTA shall ensure that Pre-signed blank stationery are issued only in accordance with the conditions and the provisions of this Policy.
- e. RTA shall prepare register containing details of records and documents destroyed, as per SEBI Circular, by it. The register shall *inter alia* contain the following particulars: description of the records and documents destroyed, name of authority authorising the destruction, date of authorization of destruction, destroyed in whose presence (with signature) and date of destruction. The authenticity of the register shall be verified during internal audit, as prescribed under SEBI Circular. This register shall be maintained till perpetuity.
- f. The Company and the RTA shall physically verify Pre-signed blank stationery lying with them on quarterly basis.
- g. RTA shall also maintain register of stationery including blank certificates i.e. pre-printed without signed and reconciliation thereof on timely basis.
- h. The RTA shall prepare a reconciliation report of Pre-signed blank stationery lying with it, containing the reasons for deviation, if any, on quarterly basis. The aforesaid report prepared by the RTA shall be forwarded to the Company within seven (7) working days from the end of the quarter. Deviation(s) observed in the report shall be analyzed by the Company Secretary and reported to the Managing Director of the Company, in case of suspicion of fraud or shortfall.
- i. In case services of RTA is terminated, whether due to resignation of RTA or any other reason, the RTA shall immediately handover all the Pre-signed blank stationery lying in its custody to the Company.

3. AMENDMENT AND INTERPRETATION

In the event of any conflict between provisions of this Policy and provisions of any applicable law then the provisions of applicable law shall prevail over to this Policy and the part(s) so repugnant shall be deemed to sever from this Policy and the rest of the Policy shall remain in force.

The Board may amend this Policy from time to time to incorporate any subsequent amendment(s) /modification(s) brought in force by SEBI with respect to matters covered under this Policy or otherwise.

This policy has been approved by the Board of Directors at their meeting held on 10th February, 2021

