

Data Retention & Destruction Policy

1 INTRODUCTION

- 1.1** This document retention and destruction policy (the “**Policy**”) explains how Vouvray Acquisition Limited and its subsidiaries and/or affiliates (together “**V.Group**”) retain Records necessary for ongoing business operations, legal, audit and regulatory compliance, and destroys such records, whilst promoting orderly and efficient records management.
- 1.2** The law requires V.Group to maintain certain records for certain periods of time. Failure to retain those records for those periods could subject V.Group to adverse consequences.
- 1.3** This Policy:
- (a) forms part of V.Group’s Data Protection Policy (www.vgrouplimited.com/Data-Protection-Overview.aspx);
 - (b) may be amended by V.Group at any time, consistent with the requirements of applicable laws and regulations. Any revisions will take effect from the date on which the amended Policy is published, as indicated in the version number set out herein; and
 - (c) must be complied with unless you have reason to believe that:
 - (i) a Proceeding is pending or reasonably anticipated, in which case you must immediately contact Group Legal for further guidance before destroying, altering, moving or rearranging any Records; or
 - (ii) Group Legal has ordered a Hold Instruction in which case Records should be maintained for review by Group Legal.

2 DEFINITIONS

- 2.1** “**Data Protection Laws**” is as defined in the Data Protection Policy;

“**Hold Instruction**” means an instruction from Group Legal to preserve documents in relation to a Proceeding;

“**Group Legal**” means the legal department of V.Group; it may be contacted via legal@vgrouplimited.com;

“**Personal Data**” is as defined in the Data Protection Policy;

“**Proceeding**” means any legal, official, governmental or other proceeding or investigation; and

“**Records**” means all documents and other data (including Personal Data) that are created, received, used or distributed by V.Group in the course of its business, regardless of medium and includes without limitation hard copy, soft copy, Word,

Excel or PowerPoint files, emails (inbox, outbox, drafts, folders and trash files), cloud storage, instant messages, intranet and other media.

2.2 Words denoting the singular shall include the plural and vice versa.

2.3 Unless otherwise stated, all defined terms have the same meaning as defined in the Data Protection Policy.

3 GENERAL PRINCIPLES

3.1 You must consistently follow this Policy to ensure V.Group's compliance with all applicable recordkeeping requirements in the relevant territory. V.Group are required to ensure that complete and accurate records are identified, retained, stored, protected and subsequently destroyed or archived within their area of assigned responsibility and in accordance with this Policy. All levels of management are responsible for ensuring that all staff under their supervision comply with this Policy.

3.2 The principal objectives of this Policy are:

(a) to ensure that Records:

- (i)** are retained appropriately including for the appropriate period;
- (ii)** which may need to be tendered as evidence in Proceedings are kept in a manner that ensures they will be admissible in those Proceedings;
- (iii)** are retained only as long as those Records serve the immediate purposes for which they were created; and
- (iv)** are permanently archived in accordance with law after their retention period has lapsed and they are no longer needed;

(b) to ensure that V.Group's information needs are met;

(c) to minimise the retention of Records after carefully assessing risks;

(d) to ensure that all disposal of Records is:

- (i)** efficient, orderly and appropriate; and
- (ii)** properly recorded.

3.3 This Policy applies to Records located anywhere including without limitation in V.Group's premises, personal homes of employees and contractors, and storage facilities.

4 RETENTION PROCEDURES

4.1 Records must be categorised by purpose and retained for specific periods in accordance with Schedule 1.

4.2 V.Group must comply with Data Protection Laws which require that Personal Data must not be kept longer than is necessary for the purpose for which it was collected.

This requires that Personal Data must be physically destroyed and/or erased and purged from V.Group's systems when it is no longer required, unless a minimum retention period is specified or a Hold Instruction has been issued in relation to the relevant Record.

- 4.3 Personal Data must be accurate and kept up to date. Inaccurate or out of date Personal Data must be rectified or destroyed/erased.
- 4.4 Retention periods vary depending on the country in which the Records are kept. For further information about the retention period for each category of Record, refer to Schedule 1.

5 HOLD INSTRUCTION

- 5.1 In the case of an actual, pending or reasonably anticipated Proceeding, Group Legal may issue a Hold Instruction.
- 5.2 If a Hold Instruction is ordered or you otherwise believe a Proceeding is pending or reasonably anticipated, Records must be maintained for review by Group Legal. If you believe you may have material related to a Proceeding but require assistance, promptly contact Group Legal. **You must not delete, discard or destroy any Records you may have that may be subject to a Hold Instruction.** If you have any doubt whether a Record is relevant to a Hold Instruction, save it and provide it to Group Legal.
- 5.3 If a Record is subject to a Hold Instruction, that Record must be retained until the Hold Instruction is removed by Group Legal.
- 5.4 Failure to comply with this Section, to seek guidance and preserve Records can result in serious adverse consequences to V.Group and any person involved.

6 DESTRUCTION OF DOCUMENTS

- 6.1 It is unlawful to destroy, conceal or falsify any Record for the purpose of obstructing or influencing any Proceeding. Doing so may subject V.Group and any offending individuals to civil and criminal penalties including fines and imprisonment.
- 6.2 You are only permitted to destroy Records when all the following conditions are met:
 - (a) no improper motive for the destruction of the Records;
 - (b) no legal or regulatory reason to maintain the Records;
 - (c) the destruction is in accordance with mandated retention periods as set out in Schedule 1;¹ and

¹ Philippines: Under Philippines law, there are no mandatory retention periods for personal data. However, in relation to the following records, they should be kept for the following periods:

- (i) employment records – 4 years; and
- (ii) contracts – 10 years.

(d) no Hold Instruction is in place.

7 END OF SERVICE

Each employee (including full and part-time, and temporary employees) and contractor must return to V.Group or destroy, at V.Group's option, all Records in their possession upon the end of their service with V.Group. This includes, without limitation, Records located anywhere including without limitation in V.Group's premises, personal homes of employees and storage facilities.

8 DOCUMENT CONTROL

8.1 The Global DPO is the owner of this Policy and is responsible for ensuring that this procedure is reviewed in line with the relevant review requirements.

8.2 A current version of this Policy is available at www.vgrouplimited.com/Data-Protection-Overview.aspx

8.3 This Policy was approved as stated in this Section and is issued on a version-controlled basis.

Version	Date of Issue	Approved by	Position
1	05.04.2018	Rod Day	Chief Financial Officer

Schedule 1

Record retention periods

Records category	Retention period	Specific local retention requirements
Constitutional / corporate records		
Statutory registers	Permanently	
Constitutional documents including: - certificates of incorporation/name change; memorandum and articles of association; resolutions - shareholder agreements - directors' service contracts - contract for purchase of own shares	Permanently Permanently 6 years after expiry 10 years from purchase	
Share issuance documents	Later of 6 years and date on which shares are fully paid	
Share transfers and related documents, including: - share and stock transfer forms - letters of indemnity for lost certificates - cancelled share/stock certificates	10 years if on or after 6 April 2008; 20 years if before that date Permanently 1 year after registration of transfer	
Other share registration documents including: - notifications of member changes of address - evidence submitted in support of changes to register - powers of attorney	2 years 10 years if after 6 April 2008; 20 years if before that date 12 years after expiry	

Records category	Retention period	Specific local retention requirements
- court notices	Until expiry / 20 years if evidence of reason for action taken before 6 April 2008 / 10 years if evidence of action taken on or after that date	
Dividend/interest payments documents	6 years after payment / expiry, as applicable	
Documents relating to director meetings including	Life of company	
Documents for shareholder meetings	Permanently	
Tax and accounting records		
Any documents which help to calculate tax liability for assessment of corporation tax, PAYE, VAT, national insurance, insurance premium tax, stamp duty land tax, stamp duty reserve tax, transfer pricing, aggregates levy, climate change levy, landfill tax, excise duty, bank payroll tax and direct taxes claims not included in a return	20 years after financial year end	
Accounting records including: - report and accounts; half yearly report and accounts; interim management statements - budgets and periodic internal financial reports	Permanently Permanently	
Compliance records		
Documents relating to money laundering regulations including evidence of clients' identity and supporting records	5 years after business relationship ends / transaction completes	
Anti-bribery and corruption policy, registers of gifts, political donations and entertainment, internal risk assessment materials, external due diligence materials, training materials and monitoring/audit materials	Permanently	
HR and employment records		
Recruitment records for unsuccessful	Shore employees and	

Records category	Retention period	Specific local retention requirements
candidates including job applications, references and interview records	<p>contractors: no longer than 12 months after notifying unsuccessful candidate (unless candidate is notified and gives consent to further retention/records are required to defend an action).</p> <p>Seafarers: no longer than 24 months after notifying unsuccessful candidate (unless candidate is notified and gives consent to further retention/records are required to defend an action).</p>	
<p>Onboarding:</p> <p>Right to work and visa records</p> <p>References and qualifications, induction and training records</p>	<p>6 years</p> <p>6 years</p>	
Personnel and training records including recruitment records, qualifications and references, assessment reports, job histories, resignation / termination / retirement letters, disciplinary matters, employment contracts	<p>Employees: 6 years after employment ceases</p> <p>Seafarers: 12 years after engagement/employment ceases</p>	
Senior executive records	Permanently	
<p>Working Time Regulations 1998 related documents including:</p> <p>- opt-out forms</p> <p>- other documents showing compliance including time sheets for opted out workers and health assessments for night workers</p>	<p>Longer of 2 years from date entered into and period for which opt-out is in force</p> <p>2 years</p>	
Annual leave records	2 years	

Records category	Retention period	Specific local retention requirements
Travel and subsistence claims and authorisations	6 years	
Wage records	6 years after financial year end	
National minimum wage records	3 years after the end of the pay reference period following the one that the records cover	
Statutory sick pay records including dates and payments	6 years after financial year end	
Absence records showing dates and causes of absence	6 years after financial year end	
Parental leave records	5 years from birth/adoption of the child or 18 years if the child receives a disability allowance	
Gender pay reports	6 years	
Income tax and national insurance returns	3 years	
Pay records and pay slips	3 years after pay reference period	
Salary/wage records, including overtime, bonuses, expenses	6 years	
Performance appraisal records	6 years after employment ends	
Learning and development records	6 years	
Employee engagement records	6 years	
Employee bank details	Duration of employment and no longer than necessary	

Records category	Retention period	Specific local retention requirements
Labour agreements	10 years after expiry	
Disclosure and Barring Service checks and disclosures of criminal records	Until end of recruitment period, unless relevant to employment. Must be destroyed once conviction is spent (unless employment type is excluded)	
Immigration checks	2 years after employment ceases	
Redundancy records	6 years	
Equal opportunities/diversity monitoring documents	6 years	
Leavers – reason for termination/dismissal	6 years	
Maternity pay records	3 years after end of tax year in which the maternity pay period ends	
Pensions records		
Pension scheme records for occupational pension schemes including: - all pension scheme trust deeds and rules; tax approvals - details of benefits paid to dependents on member death	12 years after scheme benefits no longer available	
All employer pension records for individual pension payments	6 years (originals)	
Property records		
Lease agreements; lease guarantees	15 years after expiry of term or, if assigned, liability (originals)	

Records category	Retention period	Specific local retention requirements
Subletting agreements	12 years after expiry or termination (originals)	
Landlord's consents; licences	15 years after expiry or termination of lease, or if assigned, liability (originals)	
Planning consents	Until sale or lease expiry (originals)	
Surveys and inspections documents	Permanently	
Reports: - architectural reports; building condition surveys; conservation reports (if listed building); site surveys; maps; plans; drawings - structural, mechanical, electrical and drainage engineering reports - asbestos inspections - project health and safety file	Later of date of sale and 25 years Later of date of sale and 15 years Later of date of sale and 40 years Permanently	
Maintenance contracts and related files	6 years after expiry of contract (12 years if deeds)	
Maintenance schedules, programmes and logs	15 years	
Asset registers	Permanently	
Intellectual property records		
Trade mark files including evidence of earliest use of trade mark and trade mark applications	15 years after expiry or non-use of trade mark	
Certificates of registration and documents evidencing assignment of trade / service marks and designs	15 years after expiry of intellectual property (originals)	
Intellectual property agreements / licenses	15 years after expiry	
Deal-related information		
Legal, financial and commercial due diligence reports	6 years from completion of transactions	
Sale and purchase agreements and related	6 years after transaction	

Records category	Retention period	Specific local retention requirements
documents	completes where executed as contracts; 12 years where executed as deeds	
Financing agreements and related documents	6 years from completion of transactions where executed as contracts; 12 years where executed as deeds	
Authorisations and approvals e.g. board minutes, shareholder resolutions	Permanently	
Health and safety records		
Health and safety policy	Permanently	
Record of employee health and safety training	Permanently	
Risk assessments and reviews	Permanently	
Fire risk assessments	Permanently	
Records of any reportable injury, disease or dangerous occurrence	Permanently	
Accident book (Form BI 510)	Permanently	
Records of personal information, policies and procedures		
Data protection policies	Permanently	
Records relating to development, implementation and review of information management policy, information surveys and record audits	5 years	
Information systems records including quality control log, system maintenance log and audit data trail	As long as information exists on system	
Records/information management records including: - review lists - lists, certificates, docket books or databases of records destroyed - register of records held belonging to other organisations	5 years Life of company As long as records held	

Records category	Retention period	Specific local retention requirements
Storage records including: - lists of records transferred to storage; details of security of records - records of retrieval of records from storage - records of tracking and location systems - records relating to contracts with storage providers	5 years 2 years Until systems superseded 6 years	
General administrative records and correspondence	2 years	
Training records including audio-visual materials	5 years / until superseded	
Contracts, sales, marketing and insurance records		
Contracts executed as deeds	12 years after performance	
Other contracts	6 years after performance	
Contracts relating to building, maintenance and repairs	15 years after performance	
Sales and marketing records: - standard terms and conditions Product liability and safety records	6 years Permanently	
Insurance records including: - policies, proposal forms, renewal notices and certificates - claims correspondence	Later of 10 years and until all claims are barred / settled 3 years after settlement	
Emails		
Email correspondence relating to: - entry into contracts and / or providing evidence of negotiations - entry into deeds and / or providing evidence of negotiations - advice given to clients	6 years 12 years Permanently	

Records category	Retention period	Specific local retention requirements
Purchasing Records		
General ledger, accounts receivable, accounts payable, sales admin, inventory	6 years	
Procurement records	6 years	
Debtors and creditors records	6 years	
Customers and suppliers records including advice given to clients	6 years	