

POLICY ON PRESERVATION OF DOCUMENTS

- SANDEEP (INDIA) LIMITED

POLICY ON PRESERVATION OF DOCUMENTS

1. INTRODUCTION

This policy is primarily framed based on Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') and Companies Act, 2013. Archival Policy as referred to in Regulation 30 (8) of the Listing Regulations forms part of this policy. This policy is intended to ensure compliance particularly with the Listing Regulations and the applicable provisions of Companies Act, 2013.

2. PURPOSE OF THE POLICY

Regulation 9 of the Listing 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:

- Documents whose preservation shall be permanent in nature (enclosed as **Annexure 1**) subject to the modifications, amendments, additions, deletions or any changes made therein.
- Documents with preservation period of not less than eight (8) years (enclosed as **Annexure 2**) after completion of the relevant transactions subject to the modifications, amendments, additions, deletions or any changes made therein.

These documents may be maintained by the Company in physical and / or electronic mode.

Further Regulation 30 (8) of the Listing Regulations also refers to an archival policy as per which all events or information which has been disclosed to stock exchange(s) under regulation 30 shall be hosted on the website of the Company for a minimum period of five years and thereafter as per the archival policy of the company, as disclosed on its website.

Besides the above, as per applicable provisions of Companies Act, 2013 certain documents are required to be preserved permanently or up to a certain prescribed time.

Accordingly, this policy has been framed keeping in view particularly the requirements of Listing Regulations and the provisions of Companies Act, 2013.

3. PRESERVATION OF DOCUMENTS

(A) Preservation of Documents with specific reference to the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1) Documents whose preservation shall be permanent in nature

All those documents which are required to be preserved permanently in accordance with the provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, Notifications etc. as may be applicable on the Company from time-to-time shall be preserved permanently. Details of documents whose preservation shall be permanent in nature is listed in **Annexure-A**.

2) Documents with preservation period of not less than eight years after completion of the relevant transactions

All those documents which are required to be preserved in accordance with the provisions of applicable Act, Rules, Regulations, Guidelines, Circulars, Notifications etc. for a period of not less

than eight years after completion of the relevant transactions shall be preserved accordingly. Detail of documents with preservation period of not less than eight years after completion of the relevant transactions is listed in **Annexure-B**.

3) Documents with preservation period other than those mentioned in (2) above:

The documents which are not getting covered under either Annexure A or Annexure B shall be preserved as per the applicable provisions of the Act and / or Listing Regulations or other applicable laws.

(B) Documents to be made available on the website of the Company as required by the Companies Act, 2013 and the Listing Regulations

1. The Company is to maintain a functional website containing-

- a) the basic information about the Company;
- b) all Information and/or documents as specified in the applicable provisions of Companies Act, 2013;
- c) all Information and/or documents as specified in Regulation 46 (2) of the Listing Regulations;
- d) all Information and/or documents as mentioned in Regulation 30 of the Listing Regulations on Material Events;
- e) all Information and/or documents provided to/ filed with stock exchanges.

2. The Company shall ensure that contents of the website are correct.

3. The Company shall update any change in the content of its website within two working days from the date of such change in content.

4. The information and/or documents uploaded on the website shall be available for current financial year and for the preceding five financial years.

5. Information and/ or Documents shall be arranged under proper heads and sub heads in such a manner that they can easily be located/ searched by the viewers, viz.

- a) The information and/or documents may be arranged financial year wise with further segregation into four quarters of the financial year;
- b) All policies etc. or the information/ documents of a general nature can be clubbed together at one place.

4. ARCHIVAL OF DOCUMENTS

Documents mentioned in sub clause (A) & (B) of **Clause 4** above shall be maintained/ preserved in the following manner:

a. Documents maintained in physical form:

1. All information and/or documents pertaining to current financial year and for one preceding financial year shall be kept handy and maintained in such a manner that their retrieval is easy and quick.
2. All documents pertaining to the period prior to one preceding financial year, shall be kept in good condition at least up to the minimum period specified for their maintenance / preservation in Annexures attached hereto. The said records be also maintained in such a manner that their retrieval is easy and quick.

b. Documents maintained in electronic form:

1. All documents pertaining to current Financial year and for one preceding financial year shall be maintained on server and Backup be maintained at least every week on scheduled time and day. The documents shall be maintained in such a manner that their retrieval is easy and quick.
2. Back up of all documents pertaining to the period prior to one preceding financial year shall also be maintained on server, in good condition at least up to the minimum period specified for their maintenance / preservation. The said records be also maintained in such a manner that their retrieval is easy and quick.

c. Documents made available on the website of the company:

1. After the expiry of time mentioned in Clause 3.1 B (5) of this policy (i.e. five financial years preceding the current financial year), the information and/or document shall be removed from the main website. The Backup of said information and/or document which is removed from the main website shall be maintained/ preserved in the server for a minimum period of 3 years and after expiry of this period of 3 years the backup may be permanently removed from the server.

5. DISPOSAL AND DESTRUCTION OF RECORDS

After the expiry of the statutory retention period, the preserved documents may be destroyed with the approval of either the Chief Financial Officer or the Company Secretary & the Compliance Officer.

However, the documents which cannot be destroyed without the approval of the Board of Directors of the Company as per the provisions of the Act or Listing Regulations, a prior approval shall be taken for disposal of such documents. Also, proper records of destruction shall be maintained for the documents so destroyed.

Destruction of documents as a normal administrative practice shall be followed for the records which are duplicate/unimportant/ irrelevant.

This applies to both physical and electronic documents. The documents may be destroyed as follow:

- (a) Recycle non-confidential paper records;
- (b) Shred or otherwise render unreadable confidential paper records; or
- (c) Delete or destroy electronically stored data.

6. AUTHORITY AND RESPONSIBILITY

For Secretarial record, the Company Secretary/Compliance Officer and for the Commercial record the Managing Director or/and the CFO of the Company shall be responsible to deal with the records according to the time frame prescribed in the Policy for their preservation.

7. DISCLOSURE

This Policy shall be published/hosted on the website of the Company, <https://sandeepindia.org/>

8. REVIEW

This Policy shall be reviewed by the Board of Directors as and when required or at least once in three years and updated accordingly.

9. AMENDMENTS TO THIS POLICY

The Board of Directors can amend this Policy, as and when deemed fit. Any or all provisions of this Policy would be subject to revision / amendment in accordance with the Rules, Regulations, Notifications etc. on the subject as may be issued by relevant statutory authorities, from time to time. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities are not consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc. The Company reserves the right to amend or modify this policy in whole or in part at any point of time.

Annexure-1

Documents whose preservation shall be permanent in nature

1. Copies of all documents and information as originally filled under Section 7(1) (Incorporation) till dissolution under the Companies Act, 2013 (**Permanent till dissolution of the Company**).
2. Certificate of incorporation.
3. Memorandum and Articles of Association.
4. Agreements made by the Company with Stock Exchanges, Depositories, etc.
5. Register of Renewed and Duplicate Share Certificates.
6. Register of Charges.
7. Register of Members along with index.
8. Share Certificate forms and related books and documents
9. Licenses, Certificates authorization from statutory authorities.
10. Minutes of Meeting of boards & its committees and resolution passed by circulation.
11. Minutes of the proceedings of the general meeting of the Shareholders and resolutions passed by Circulation.
12. Statutory Registers required under applicable laws.
13. Any other document as may be required to be preserved permanently in terms of applicable law(s), maintained and preserved from time to time.

Annexure-2

Documents with preservation period of not less than eight years after completion of the relevant transactions

1. Books of accounts.
2. Copies of all annual returns prepared under Section 92 and copies of all certificates and documents required to be annexed thereto.
3. Disclosure of interest received from the Director of the Company in the manner prescribed.
4. Attendance registers, Notice, Agenda, Notes of Agenda and other related papers of General Meeting, Board Meeting & various Committee Meetings.
5. Instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act, 2013, if any.
6. Changes to the Memorandum and Articles of Association.

7. Income Tax Returns filed under Income Tax Act, 1961.
8. Return of declaration in respect of beneficial interest in any share as per Companies Act, 2013.
9. Copy of newspaper advertisement or publications.
10. The postal ballot and all other papers or registers relating to postal ballot including voting by electronic means, if any.
11. Disclosure/Return filled under SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
12. Any other document as may be required to maintain in terms of applicable law(s), maintained and preserved from time to time.
