

# PRESERVATION OF DOCUMENTS AND ARCHIVAL POLICY



**SUMEDHA**  
adding values to value

## **PRESERVATION OF DOCUMENTS & ARCHIVAL POLICY**

[SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & Companies Act, 2013]

### **CHAPTER I: PRESERVATION OF DOCUMENTS**

#### **PREAMBLE**

The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”) and Companies Act, 2013 imposed certain obligations and disclosure requirements on all listed entities and pursuant to Regulation 9 the listed entity shall have a policy for preservation of documents, approved by its board of directors.

The Board of Directors of Sumedha Fiscal Services Limited (“Company”) has formulated a policy for “Preservation of Documents” (“Policy”) to comply with the requirements of Regulation 9 of the SEBI Listing Regulations and the applicable provisions of Companies Act, 2013.

#### **SCOPE & PURPOSE**

This policy is intended to establish guidelines for the maintenance, management and orderly temperament of corporate records/documents. The Company recognises that all the documents, whether in physical or electronic mode, form an important and integral part of the Company’s records. The preservation of documents is important in order to ensure immediate access to the records, its retrieval and authentication.

The purpose of the policy is to facilitate the following:

- ✚ Identification of records that are to be maintained permanently or for any other shorter period of time.
- ✚ Deciding the mode of preservation of documents, whether in physical form or in electronic form.
- ✚ Retention of records for the periods required by applicable laws and regulations and for other business reasons for a period of time that will reasonably assure their availability when needed.
- ✚ Preservation of the confidentiality and security of records/data.
- ✚ Systematic and non-selective temperament of records not necessary for legal or business reasons.

## DEFINITIONS

- (a) “Act” means the Companies Act, 2013.
- (b) “Applicable Law” means any law, rules, circulars, guidelines or regulations issued by the Securities and Exchange Board of India (SEBI) and Ministry of Corporate Affairs (MCA).
- (c) “Board of Directors” or “Board” shall mean the Board of Directors of the Company, as constituted from time to time.
- (d) “Books of Accounts” as defined in Section 2(13) of the Act.
- (e) “Company” shall mean Sumedha Fiscal Services Limited.
- (f) “Documents” refers to papers, records, files, tapes, notes, agreements, notices, agenda, circulars, advertisements, declarations, forms, minutes, registers, correspondences, challans, CDs, DVDs, electronic storage devices, audio/video recordings or any other record required under or in order to comply with the requirements of any Applicable Law, whether issued, sent, received or kept in pursuance of the Act or under any other law for the time being in force or otherwise, maintained on paper or in Electronic Form.
- (g) “Electronic Form” means any electronic device such as servers, computer, laptop, compact disc, pen drive, space on electronic cloud or any other form of storage and retrieval device, considered feasible, whether the same is in possession or control of the Company or otherwise the Company has control over access to it.
- (h) “Maintenance” means keeping documents, either physically or in Electronic Form.
- (i) “Preservation” means to keep in good order and to prevent from being altered, damaged or destroyed.
- (j) “SEBI Listing Regulations” shall mean the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

*The words & expressions used in this Policy and not defined hereunder, shall have the same meaning assigned to them in the Listing Regulations and the Act or such other applicable law(s) for time being in force.*

## CLASSIFICATION OF DOCUMENTS

This policy sets the standards for managing, storing and preservation of documents of the Company broadly classified in the following two categories:

1. The documents of a permanent nature (listed in *Annexure I*) shall be maintained and preserved permanently by the Company subject to the modifications, amendments, additions, deletions or any changes made therein from time to time:

Provided that all such modifications, amendments, additions, deletions in the documents shall also be preserved permanently by the Company.

2. The documents to be maintained and preserved for a specified time period after completion of the relevant transactions (listed in *Annexure II*) shall be preserved by the Company for the term not less than eight years after completion of the relevant transactions subject to the modifications, amendments, additions, deletions or any changes made therein from time to time:

Provided that all such modifications, amendments, additions or deletions in the documents shall also be preserved for a term not less than eight years, and;

Provided further that the Company shall keep the documents as specified above in an electronic mode.

## MODE OF PRESERVATION

- ✚ The Documents may be preserved either in physical form or electronic form.
- ✚ The preservation of Documents should be such as to ensure that there is no tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of the Documents.
- ✚ The preserved Documents must be accessible at all reasonable times. Access may be controlled by authorised person with preservation, so as to ensure integrity of the Documents and prohibit unauthorised access.

## DESTRUCTION OF DOCUMENTS/ RECORDS

The records/ documents preserved shall be reviewed every year or according to the need of the respective departments and actions taken to destroy those records, which are due for disposal wherever required.

Further, after the expiry of the retention period, the preserved Documents may be destroyed in such mode as may be recommended by the department head(s).

## **CHAPTER II: ARCHIVAL**

### **PREAMBLE**

Regulation 30(8) of the SEBI Listing Regulations requires every listed entity to make available an archival policy on its website. In this context, the following policy has been framed by the Board of Directors of the Company.

### **ARCHIVAL PROCEDURE**

All disclosures / filings made to stock exchanges pursuant to the Regulations shall be hosted on the website for a minimum period of five years and thereafter the documents shall be archived and stored under the archival folder for a further period of 3 years. Documents shall be moved / transferred to archival folder under the respective heads/ sub-folders in a way so that these documents can be searched easily as and when required by any person. Thereafter, the said information, documents, records may be destroyed as per Chapter I of this Policy.

### **REVIEW AND AMENDMENTS**

This Policy is framed based on the requirements of Regulation 9 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Companies Act, 2013. The Board of Directors may subject to applicable laws amend/substitute any provision(s) with a new provision(s) or replace this Policy entirely with a new policy.

If any subsequent changes in the Companies Act or the SEBI Listing Regulations are inconsistent with any part of this Policy, the provisions of the Companies Act 2013 or the SEBI Listing Regulations, as the case may be, shall prevail over the Policy and the provisions in the Policy shall be modified to make it consistent with such applicable law.

## ANNEXURE - I

### DOCUMENTS WHOSE PRESERVATION SHALL BE PERMANENT IN NATURE

#### **A) Companies Act, 2013:**

- Memorandum and Articles of Association as amended from time to time.
- Certificate of Incorporation
- Certificate of Commencement of Business
- Register of Contracts.
- Register of Directors and KMPs and the securities held by them.
- Register of Loans and Investments made by the Company.
- Register and Index of Members.
- Register of Investments in securities not held in the name of the Company
- Register of Transfers and Transmission of Shares
- Register of Renewed and Duplicate Certificates
- Register of Charges
- Minutes of the Board, Committees of the Board and General Body meetings including meeting conducted through Postal
- Ballots.
- Resolutions passed by Circulation.
- Various Forms and returns filed with the Authorities. - Audited Financial Statements.

#### **B) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

- Listing Agreement executed with the Exchanges.
- Trading approval relating to listing of securities.
- Offer documents for Public Issues and Private placement of securities filed with Securities and Exchange Board of India.

#### **C) SEBI Merchant Banking Regulations:**

- Certificate of Registration issued by SEBI.

#### **D) Depositories Act:**

- Confirmation of all Corporate Actions in respect of allotment of securities.
- Intimation on allotment of International Securities Identification Numbers (ISIN) for securities issued.

Any other document as may be required to be maintained permanently in terms of the Act, Regulations and any other law for the time being in force, maintained and preserved from time to time.

## ANNEXURE - II

### DOCUMENTS WITH PRESERVATION PERIOD OF NOT LESS THAN EIGHT YEARS OR MORE AFTER COMPLETION OF RELEVANT TRANSACTION AND MISCELLANEOUS

#### A) Companies Act, 2013:

- Register of Buy-back of Securities from the date of completion of buy-back
- Notices and Notes to agenda of the Board, Committees of the Board, General Meetings and Postal Ballots.
- Attendance Register of Meetings
- Proxy Register
- Disclosure of Interest from Directors in MBP-1
- Consent letters / engagement letters from Auditors
- Instrument creating the Charge from the date of satisfaction of respective Charge
- Register of Debentures and Debenture Trust Deed from the date of its redemption.
- Books of Accounts including vouchers and bills.
- Annual Returns together with the Annexures.
- Register of Transfer and Transmission of shares / Debentures and other securities.
- Scrutinizer's Report on Postal Ballot and AGM.
- Documents relating to appointment of Managerial Personnel.
- Dividend reconciliation statement till the time the dividend is transferred to IEPF.

#### B) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- All reports filed with the stock exchanges from time to time.
- All disclosure of various events and Press Releases.
- Intimations of Board Meetings.
- All correspondences with the shareholders
- All newspaper Publications
- Investor Meet Presentations

#### C) SEBI Merchant Banking Regulations:

- Half-yearly reports.
- Orders, if any, passed by SEBI with respect to Merchant Banking activities.

#### **D) Documents filed with Stock Exchanges under SEBI Regulations**

All disclosures and intimations filed under:

- SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.
- SEBI (Prohibition of Insider Trading) Regulations, 2015.
- All disclosures and intimations filed under SEBI (Share Based Employee Benefit) Regulation, 2014 and SEBI (Employee Stock Option Scheme and Stock Purchase Scheme) Guidelines 1999.

Any other document as may be required to be maintained in terms of the Act, Regulations and any other law for the time being in force, maintained and preserved from time to time.

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