

## POLICY FOR PRESERVATION OF DOCUMENTS AND ARCHIVAL OF DOCUMENTS

### 1. PRELUDE:

**Shayona Engineering Limited** ('the Company') is a Public limited company whose equity shares are listed on the SME Platform of BSE SME. The Company is committed to responsible corporate governance, including compliance with laws and regulations governing preservation and archival of records and disclosures.

The Board of Directors of Shayona Engineering Limited (hereinafter referred to as ('the Board') has adopted this Policy for Preservation of Documents and Archival of Documents ('the/this Policy') as required under Regulation 30(8) of the of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('LODR'). This policy is intended to ensure compliance particularly with the LODR and the applicable provisions of Companies Act, 2013.

### 2. PURPOSE OF THE POLICY:

Regulation 9 of the LODR 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:

2.1 Documents whose preservation shall be permanent in nature;

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

Provided that the Company may keep documents specified in clauses (2.1) and (2.2) in electronic mode.

Further Regulation 30 (8) of the LODR 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 must be preserved permanently or up to a certain prescribed time.

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

### **3. PRESERVATION OF DOCUMENTS:**

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

##### **3.1.i 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–1.

##### **3.1.ii 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–2.

##### **3.1.iii Documents with preservation period other than those mentioned in above:**

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 preservation period of other than those mentioned in (3.1.i) & (3.1.ii) above shall be preserved accordingly.

#### **3.2 Documents to be made available on the website of the Company as required by the Companies Act, 2013 and the LODR**

##### **3.2.i The Company is to maintain a functional website containing**

- the basic information about the Company;
- all Information and/or documents as specified in the applicable provisions of Companies Act, 2013;
- all Information and/or documents as specified in Regulation 46 (2) of the LODR;
- all Information and/or documents as mentioned in Regulation 30 of the LODR on Material Events;
- all other Information and/or documents as required under LODR,

##### **3.2.ii** The Company shall ensure that contents of the website are correct.

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

##### **3.2.iv** Information and/ or Documents that need to be made available under Regulation 30 of the LODR shall be made available on the website simultaneously with disclosure to Stock Exchanges.

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

**3.2.vi** 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.

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

#### **4. ARCHIVAL OF DOCUMENTS MENTIONED IN CLAUSE (3.1) & (3.2) OF CLAUSE-3:**

Documents mentioned in sub clause (3.1) & (3.2) of Clause-3 above shall be maintained/ preserved in the following manner:

##### **4.1 Documents maintained in physical form:**

4.1.i 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.

4.1.ii 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.

##### **4.2 Documents maintained in electronic form:**

4.2.i All documents pertaining to current financial year and for one preceding financial year shall be maintained on server and Backup be maintained on scheduled time and day. The documents shall be maintained in such a manner that their retrieval is easy and quick.

4.2.ii 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.

##### **4.3 Documents made available on the website of the company:**

After the expiry of time mentioned in Clause 3.2.v 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. DESTRUCTION OF DOCUMENTS MENTIONED IN SUB CLAUSE (3.1) & (3.2) OF CLAUSE-3 OF THIS POLICY**

Any of the documents mentioned in sub clause (3.1) & (3.2) of clause-3 of this policy, which are not required to be maintained and preserved permanently shall be destroyed.

If documents / records should not be kept longer than is necessary and should be disposed of at the right time as unnecessary retention of records consumes time, space and equipment use. The documents / records referred to in Annexure-2 shall be preserved for at least 8 years (or additional period decided by the Company) may be disposed of after the expiry of the periods of their preservation, after the approval of the Group General Counsel, Chief Financial Officer and Company Secretary of the Company.

The Company shall maintain a register of disposal of records in the custody of the Compliance Officer of the Company, wherein the brief particulars of the records disposed of shall be entered.

The register of disposal of records shall contain the following columns:

- 5.1 Item Number;
- 5.2 Brief Particulars of the records disposed of;
- 5.3 Date of approval for disposal of records;
- 5.4 Date of disposal; and
- 5.5 Mode of destruction

This register of disposal of records shall be maintained permanently by the Company with the assistance of the Compliance Officer either in physical or electronic form.

## **6. AMENDMENT**

The Board reserves its right to amend or modify this Policy in whole or in part, at any time, when it deems appropriate, in accordance with any amendment to the applicable provisions of Companies Act, 2013, including rules thereof and / or the regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

In case of any subsequent changes in the provisions of the Companies Act, 2013, or any other regulations, which makes any of the provisions in the Policy inconsistent with the Act or regulations, the provisions of the Act or regulations would prevail over the Policy and the provisions in the Policy would be modified in due course to make it consistent with law.

### **Enclosures:**

- Annexure-1
- Annexure-2

## Annexure-1

### Documents / Record whose preservation shall be permanent in nature

Sr. No.	Documents/ Records
1	Certificate of incorporation
2	Memorandum and Articles of Association
3	Agreements made by the Company with Stock Exchanges, Depositories, etc.
4	Minute Books of General Meetings, Board and Committee Meetings as per Companies Act, 2013
5	Register and Index of Members, debenture-holders, if any or other security holders, if any
6	Register of Contracts as per Companies Act, 2013
7	Register of Charges as per Companies Act, 2013
8	Register of Investments as per Companies Act, 2013
9	Files relating to premises viz. Title Deeds/Lease Deeds of owned premises/land and building, etc. and related Ledger / Register
10	Authorization / licenses obtained from any statutory authority
11	Policies of the Company framed under various regulations
12	Register of disposal of records
13	Such other records as may be required under any law from time to time

## Annexure-2

### Documents with a preservation period of not less than eight years after completion of the relevant transaction

Sr. No.	Documents/ Records
1	Instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act, 2013
2	Annual Returns as per Companies Act, 2013
3	Books of Accounts, Audit related documents, Invoices, Bank Statements
4	Submissions to the Stock exchanges pursuant to SEBI Listing Regulations
5	Agreements, Contracts and other legal documents
6	Income Tax Returns filed under Income Tax Act, 1961
7	All notices in form MBP – 1 received from Directors and KMPs along with any amendment thereto
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	Compliance Reports received from any statutory authority
11	The postal ballot and all other papers or registers relating to postal ballot including voting by electronic means
12	Disclosure/Return filled under SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015
13	Any other document as may be required to be maintained in terms of applicable law