

SAMBHV STEEL TUBES LIMITED

Policy on Preservation of Documents

1. PURPOSE OF POLICY

Regulation 9 of the Listing Regulations (as defined below) requires every listed company to have a policy on preservation of documents/ records either in physical mode or electronic mode (the “**Policy**”).

Sambhv Steel Tubes Limited (“**Company**”) has framed this Policy on the basis of Regulation 9 of Listing Regulations and various provisions of the Companies Act, 2013 and other applicable laws. Further, Regulation 30(8) of the Listing Regulations requires the Company to frame the archival policy for website disclosures.

The corporate records of the Company are the important assets for the Company and hence the Company seeks to access and manage its records effectively, and is obliged to create, maintain, preserve and dispose of records as per this Policy.

The Policy shall be applicable to the Company with effect from the listing of the equity shares of the Company on one or more recognized stock exchanges.

2. DEFINITIONS

“**Act**” means the Companies Act, 2013, rules framed there under and any amendments thereto;

“**Applicable Law**” include any statute, law, regulation, ordinance, rule, judgment, order, decree, bye-law, clearance, directive, guideline, notification and clarification issued by any governmental, regulatory or statutory authority or other governmental instruction and/or mandatory standards, as may be applicable to the Company, and as amended from time to time;

“**Board**” means the board of directors of the Company or its committees;

“**Company**” means Sambhv Steel Tubes Limited;

“**Documents**” or “**Records**” means papers, notes, agreements, notices, agendas, circulars, correspondences, challans, statutory registers, returns, forms etc. required to be maintained and preserved by the Company in physical or electronic form under the provisions of the Act and such other records under various laws applicable to the Company;

“**Electronic Form**” shall have the meaning given to such term in Information Technology Act, 2000, as amended;

“**Listing Regulations**” means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended;

“**Policy**” means this Policy on Preservation of Documents of the Company; and

“**Preservation**” means to keep in good order and to prevent from being altered, damaged or destroyed.

Any other term not defined herein shall have the same meaning as prescribed to it under the Act, Listing Regulations framed by the Securities Exchange Board of India or any other relevant regulation, legislation applicable to the Company.

3. OBJECTIVE OF POLICY

This Policy mechanism provides the comprehensive framework for Preservation of Documents for a specified period to achieve the following objectives:

1. Documents whose Preservation shall be permanent in nature and as per Applicable Law;
2. Optimal use of storage space and cost of Preservation;
3. To keep the important documents confidential;
4. Statutory requirements under respective statutes;
5. Systematic disposal or destruction of Company’s non-current Records that have outlived their administrative usefulness;
6. Identification of the Company’s records that are of continuing administrative and historical value to warrant their transfer to and Preservation in the Company’s archives.

4. SCOPE OF THE POLICY

For achieving the above objectives, the Documents covered as per this Policy have been divided into two sections, i.e.

1. The Records or the Documents that will be preserved permanently by the Company; and
2. The Records or the Documents that will be preserved for the period of at least 8 years after completion of the relevant transactions and not permanently.

This Policy applies to the Records maintained by the Company in any format or medium. The Records, which are not required to be retained permanently, shall be disposed off according to this Policy.

5. AUTHORITY AND RESPONSIBILITY

The Compliance Officer or Company Secretary, as designated by the Board of the Company in this behalf, shall be responsible for the Preservation of the Records according to the period prescribed in the Policy for their Preservation.

All staff and management of the Company shall assist in implementing this Policy as appropriate to their roles and responsibilities.

6. CLASSIFICATION OF RECORDS

Based on the requirement and for the purpose of effective management, the period for which the Records of the Company shall be maintained have been classified into two categories:

1. Documents whose Preservation shall be permanent in nature:
2. Documents whose Preservation shall be at least 8 years after completion of the relevant transactions:

The classification of the Documents has been made in the **Annexure A and B**, which forms part of this Policy.

While prescribing different time period for Preservation of Records, the following aspects have been taken into account:

1. Compliance with statutory and regulatory requirements.
2. Satisfaction of the needs of SEBI/RBI/MCA inspectors to have access to certain Records.
3. Satisfaction of the needs of internal and external auditors to have access to certain Records.

The Company shall maintain the Documents or Records not covered by this Policy for the time period specified for their Preservation under any statute or regulation by which they are governed.

7. LOCATION OF RECORDS

Records shall be maintained in location as per the permission and approval provided under Act or under any other statute. The Records for which no specific place has been specified under any statute shall be maintained at the registered office of the Company or at any other place as may be approved by the Board, from time to time.

8. MODE OF PRESERVATION

The Documents may be preserved 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, other than disposal of Documents as permitted under this Policy.

The preserved Documents must be accessible at all reasonable times. Access shall be controlled by the authorised persons, to ensure integrity of the Documents and prohibit unauthorized access.

9. ACCESS AND AUTHENTICITY

The Preservation of the Records of the Company is vital in order to ensure all current and future access to the Records. Preservation is also concerned with ensuring the authenticity of Records.

The Compliance Officer shall prepare a matrix for identifying persons who will be allowed to access different kind of Records maintained and preserved by the Company. Since the Records are maintained at different levels and departments in the Company, therefore functional heads should be authorized to ensure the Preservation and access to the Records under their jurisdiction.

10. RECORD RETENTION SCHEDULE

The Records referred to in **Annexure A** of this Policy shall be maintained permanently and the Records, which are required to be preserved permanently on the website of the Company, shall be preserved in line with the Archival Policy of the Company.

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, therefore disposal will aid efficiency.

The Company shall maintain a register of Preservation and disposal of Records in the custody of the Compliance officer of the Company, wherein the brief particulars of the Records preserved and/or removed from the location after the expiry of its Preservation period shall be entered. The register of Preservation and disposal of Records shall contain the following columns:

1. Item Number;
2. Brief Particulars of the Records preserved/ disposed of;
3. Date of creation of the Record;
4. Date of removal from the register;
5. Whether preserved permanently or not; and
6. Mode of destruction

This register of Preservation and disposal of Records shall be maintained permanently by the Company with the assistance of the Compliance Officer either in physical or Electronic Form.

11. RECORD APPRAISAL

The Company shall at regular intervals carry out the appraisal of the Records preserved as per this Policy. The purpose of the appraisal process is to ensure the Records are examined at the appropriate time to determine whether or not they are worthy of archival Preservation, whether they need to be retained for a longer period as they are still in use, or whether they should be destroyed. The appraisal of Records shall be undertaken only after the approval of the Board of the Company.

12. DISCLOSURE OF THE POLICY

This Policy shall be disclosed on the Company's website and referenced in the Board's report as per LODR requirements.

13. REVIEW OF THE POLICY

This Policy may be amended with the approval of Board as may be deemed necessary and in accordance with any regulatory amendments.

Should there be any inconsistency between the terms of the Policy and the Listing Regulations, the provisions of the Listing Regulations shall prevail. Any amendments to the Listing Regulations shall mutatis mutandis be deemed to have been incorporated in this Policy.

ANNEXURE – A

Indicative List

Records to be preserved permanently

SI. No.	Document/Record
1.	Certificate of Incorporation/ Commencement of Business
2.	Memorandum & Articles of Association
3.	Minute Books of General Meetings, Board and Committee Meetings as per Companies Act, 2013
4.	Certificates obtained from various statutory authorities
5.	Affidavit from the subscribers to the memorandum and from persons named as the first directors
6.	Register of Members (MGT-1)
7.	Register of Renewed and Duplicate Share Certificate (SH-2)
8.	Annual Return
9.	The Foreign Register of Members
10.	Register of Charges (CHG-7)
11.	Register of particulars of loans and guarantee given, securities provided & acquisition of securities made by the Company (MBP-2)
12.	Books and Documents relating to the issue of share certificates, including the blank forms of share certificates
13.	Register of Investments not held in its own name by the Company (MBP-3)
14.	Register of Contracts with related party and contracts and Bodies etc. in which Directors are interested (MBP-4)
15.	Annual Audit Reports and Financial Statements
16.	Subsidiary Accounts
17.	Internal/ Cost Audit Reports
18.	Compliance / Secretarial Audit Reports
19.	Tax Exemption and Related documents
20.	Tax Bills, receipts and payments
21.	Court Orders
22.	Business/ JV/ SPA/ SHA/ SSA/ Loan/ Lease Agreements
23.	Trade Mark/ Copyrights/ Patents
24.	Original Purchase and Sale Agreement
25.	Property Card, Index, Ownership records issued by Government Authority
26.	Property Insurance
27.	Project Documents and related correspondence (including any proposal of the Project and its approval)
28.	Those pertaining to non-routine matters or having significant lasting consequences
29.	All Insurance Policies

30.	Payroll Registers
31.	Bonus, Gratuity and other Statutory Records
32.	License/ Approvals

ANNEXURE B

Records to be preserved for minimum period of eight years

SI. No.	Records
1.	Instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act, 2013
2.	Register of debenture holders or any other security holders (8 years from the date of redemption of debentures or securities) (MGT-2)
3.	Copies of all annual returns prepared under Section 92 of the Companies Act, 2013 and copies of all certificates and Documents required to be annexed thereto (8 years from date of filing with the Registrar)
4.	Foreign register of debenture holders or any other security holders (8 years from the date of Redemption)
5.	Books of Account together with relevant vouchers (Not less than 8 financial year immediately preceding the current financial year)
6.	All notices pertaining to disclosure of interest of directors (MBP-1) for a period of 8 years from the end of the financial year to which it relates)
7.	All certificates surrendered to a company (8 years from date of surrender)
8.	Register of deposits (not less than 8 years from the date of last entry)
9.	Instrument creating a charge or modification (8 years from date of satisfaction of charge)
10.	The postal ballot and all other papers relating to postal ballot including voting by electronic means (as long as they remain current or for 8 financial years, whichever is later).
11.	Annual Plans & Budget (8 years)
12.	Bank Statements (8 years)
13.	Investment Records (8 years)
14.	RBI Returns (8 years)
15.	Foreign Trade Documents (8 years)
16.	General Correspondence (8 years)
17.	Excise/ Customs Records (8 years from the end of the FY or completion of assessment under the applicable law is over, whichever is later)
18.	Tax Deducted at Source Records (8 years from the end of the FY or completion of assessment under the applicable law is over, whichever is later)
19.	Income Tax papers (8 years from the end of the FY or completion of assessment under Income Tax, whichever is later)
20.	Service Tax/ GST papers (8 years from the end of the FY or completion of assessment under Service Tax/ GST, whichever is later)
21.	VAT/ CST/ State Sales Tax (8 years from the end of the FY or completion of relevant assessment whichever is later)

22.	Contracts, Agreements and Related correspondence (including any proposal that resulted in the contract and other supportive documentation) (8 years after termination or expiration of tenure / contracts)
23.	Legal Memoranda and Opinions including subject matters files (8 years after the closure of the matter)
24.	Litigation files (8 years after the close of the Litigations)
25.	Correspondence and memoranda pertaining to routine matters and having no significant impact, lasting consequences e.g. <ul style="list-style-type: none">• Routine letters, notes that require no acknowledgement or follow-up, such as inter office memo, letters for transmittal and plans for meetings;• Letters of general enquiry and replies that complete the cycle of correspondence (8 years)

In addition to the above, all Documents and Records of the Company, which are not specifically referred to or covered in this Policy, shall be preserved for such time period and shall be maintained in such manner ascribed under the applicable law.