

STABLE TRADING COMPANY LIMITED

PRESERVATION AND ARCHIVES MANAGEMENT POLICY

[Pursuant to Regulation 9 and 30(8) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

1. PURPOSE

STABLE TRADING COMPANY LIMITED (hereafter referred to as "Company" in this document) believes in promoting a fair, transparent, ethical and professional work environment. This Policy aims to preserve Documents /Records maintained by the Company either in Physical Mode or Electronic Mode (hereinafter referred to as "the Documents").

This Policy has been formulated in accordance with the Regulation 9 and 30(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

2. OBJECTIVE

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-

- a) documents whose preservation shall be permanent in nature ;
- b) documents with a preservation period of not less than eight years after completion of the relevant transactions.

Provided that the listed entity may keep documents specified in clauses (a) and (b) in 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.

Further, if any other applicable law requires the preservation of any of these Listing Records for a longer period or permanently, then those shall be preserved / maintained accordingly.

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

3. POLICY FOR PRESERVATION / MAINTENANCE

The Listing Records created in physical form shall be scanned and maintained in electronic form as well. The electronic communication shall be maintained on the Company server in year wise folders.

Further, the safety of the Listing Records in electronic form is to be achieved as per the relevant IT policy of the Company whereas the physical record shall be in the custody of the Company Secretary.

The Listing Records shall be preserved for a minimum period of 8 years from the date of completion of relevant transaction.

4. PLACE OF PRESERVATION / MAINTENANCE

The Listing Records shall be preserved / maintained at Registered Office or any other place, in which case the same shall be kept at such place.

5. RIGHT TO ACCESS / RETRIEVE

The Chief Financial Officer, Company Secretary and other person looking after secretarial matters shall have the right of access to the Listing Records.

6. ROLE OF REGISTRAR AND TRANSFER AGENT

The Registrar and Transfer Agent of the Company shall ensure that the correct procedures are followed for maintenance of the Listing Records required to be maintained with them. The Company shall obtain an annual undertaking from the Registrar and Transfer Agent of the Company in this regard.

The Company Secretary shall verify the Listing Records annually by visiting Registrar and Transfer Agent's office and checking the records maintained by them.

7. VERIFICATION OF RECORDS

The Company Secretary shall once in a year carry out the process of self-verification and submit a certificate to the Board in relation to preservation / maintenance of Listing Records.

8. ARCHIVAL POLICY

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

After the expiry of time mentioned in Clause 8 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.

9. PERSON RESPONSIBLE

The Company Secretary shall be responsible for ensuring compliance under this Policy.

10. AMENDMENT

This Policy shall not be amended unless the amendment is approved by the Board of Directors or unless such amendment is required pursuant to change in the applicable law.

Title: Records and Archives Management Policy	Approved By: The Board on : 29.05.2018
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ANNEXURE I

Documents required to be preserved permanently:

The Board of the company will have all the powers to decide necessity of preservation of document permanently from time to time.

Notwithstanding anything contained herein the Act, SS-1 and SS-2 the following documents / records maintained under the Act, Rules and Regulations shall be preserved permanently and any document so required to be hosted on the website of the company by the virtue of the Act.:-

- a. Financial Statements, Financial Results audited and unaudited, duly signed annual reports.
- b. Annual Returns filed with the ROC.
- c. Minutes of all General Meetings, Board and Committee Meetings.
- d. Disclosures made under the SEBI Insider and Takeover regulations and SEBI (LODR) Regulations, 2015 to the stock exchange from time to time.
- e. Memorandum and article of association of the Company as may be amended from time to time and all Corporate Policies framed from time to time.
- f. Shareholders and Joint Venture agreement.
- g. Letter of offer related to public issue, right issue, further issue, buyback offer etc.
- h. Voting results of Shareholders
- i. Copies of all press releases and documents filled with Stock Exchanges, Registrar of Companies and other regulatory authorities.
- j. Statutory Register as required under the Companies Act, 2013
 1. Register of Members & Index of Members
 2. Register of Duplicate and renewed Share Certificates
 3. Register of Charges
 4. Particulars of loans and guarantees given , securities provided and acquisitions made
 5. Register of Investments
 6. Register of investments in securities not held in the name of the Company
 7. Register of contracts in which directors are interested

8. Register of directors, managing directors, manager and secretary
9. Board and Committee meeting minutes
10. Minutes of General Meeting
11. Memorandum and Articles of Association
12. All documents and information as originally filled with the ROC for incorporation of the Company
13. Any others, if Board of Directors deem think fit.

ANNEXURE II

Documents required to be preserved for a period of not less than eight years on completion of relevant transactions:

1. Notice of Board Meetings given to the Stock Exchange for considering matters relating to pre-intimations required to be submitted to the Stock Exchange.
2. Date of Book Closures and Record dates for various purposes as may be decided by the Company from time to time.
3. Quarterly and half yearly and annual financial results of the company;
4. Quarterly Shareholding Pattern including details for pledge of shares and any changes therein.
5. Results of the E-voting, General Meeting, Postal Ballot, Ballot Papers, Scrutinizer Report, etc.
6. List of unpaid dividend to the Shareholders.
7. Change in the constitution of the Board of Directors, KMP, Compliance Officer, Auditors, Secretarial Auditors and Share Transfer Agent.
8. Agreement with the Share Transfer Agent, Depositories.
9. Any price Sensitive information given or provided to the Stock Exchange under regulation 30 of the SEBI (LODR) Regulations, 2015.
10. Recommendation and payment of the dividend to the shareholders.
11. Details of the complaints received and resolved by the company i.e. Statement under Grievance Redressal Mechanism.
12. Corporate Governance Report submitted to the stock exchange on quarterly and annual basis.

13. Copy of orders issued by the SEBI or Stock Exchanges relating to securities listed with the Stock Exchanges.
14. Statement of deviation and variation in use of issue proceeds.
15. Compliance Certificates to the exchange about the share related activities maintained by RTA registered with SEBI.
16. Compliance Certificate w.r.t . Transfer or transmission or Transposition of securities within 30 days.
17. Listing Fees
18. Disclosures under code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of trading by insiders.
19. Disclosures received by the company under SEBI (Substantial Acquisition of Shares and Take over) Regulations, 2011
20. Statutory Registers as required under Companies Act, 2013:
 - Register of Debenture holders or any other security holders
 - Register of Deposits
 - Register of Buy-Back of Securities.
 - Books of Accounts and Documents
 - Declaration of Directors
 - Forms filed with ROC / MCA
 - Instrument creating charge or modification thereon.

The documents specified in Annexure I and II shall be kept either in Physical or in Electronic mode. Any document where preservation period is not prescribed under government laws shall be preserved for a minimum period of Eight years.

Further, Board can decide from time to time to use any of the following methods for preservation of documents and records as referred above:

1. Department/ function wise
2. Subject/Topic
3. Chronologically

PRESERVATION OF OTHER DOCUMENTS AND RECORDS:

Subject to Annexure I and II above, the retention of the identified below and of documents not included in the identified categories should be determined primarily by the application of the

general guidelines affecting documents retention above, as well as any other pertinent factors as the overseeing authorities deem fit.

- a. **Tax & Accounting Records:** Tax records include, but may not be limited to, documents concerning payroll, expenses, proof of documents concerning the Company's revenues and expenses including capital expenditure. Tax records should be retained for at least eight years from the date of filing the applicable return or such period of time as prescribed under Tax Laws whichever is later.
- b. **Employment Records/ Personnel Records:** Labour Laws require the company to maintain certain recruitment, employment and personnel information. The Company should also maintain personnel files that reflect performance reviews if any and any under applicable labour laws. The Company should also keep all final memorandum and correspondence reflecting performance reviews and action taken by or against personnel in the employee's personnel file.

-Employment and personnel records shall be preserved for a minimum period of eight years irrespective of whether such employee continues to be employed with the company or not.

-individual employee files need to be maintained as long as the concerned individual remains an employee of the Company as also for a minimum period of 5 years thereafter or such period of time as prescribed under respective laws for time being in force whichever is later.

-Returns under various Labor laws, governmental and statutory filing etc. need to be retained in accordance with the related statute as may be specified therein or for a minimum period of 8 years whichever may be later.

- c. **Legal Files/ Documents:** All legal documents/ Copies of Notices/ Summons/ orders/ judgments and all other legal documents shall be preserved permanently. Documents like Lease, Leave & License agreement and other agreement shall be preserved for at least 5 years beyond the life of the said documents. All Licenses and Property Records shall be preserved permanently.

- d. **Development/Intellectual Property and Trade Secrets:** Development documents are often subject to intellectual property protection in their final form (e.g., patents and copyrights.) The documents detailing the development process are often also of value to the Company and are protected as a trade secret where the Company:

- i. Derives independent economic value from the secrecy of the information; and
- ii. The Company has taken affirmative steps to keep the information confidential.

The Company should keep all documents designated as containing trade secret information for at least the life of the trade secret.

- e. **Contracts:** Final, execution copies of all contracts entered into by the company should be retained. The company should retain copies of the final contracts for at least five years beyond the life of the agreement, and longer in the case of publicly filed contracts.
- f. **Electronic Mail:** E-mail that needs to be saved should be either:
 - i. Printed in hard copy and kept in the appropriate file: or
 - ii. Download to a computer file and kept electronically or on disk as a separate file so as to ensure its timely retrieval.
- g. **Insurance Records:** Insurance Policies/Renewal Certificate/Insurance Claims shall be preserved 8 years from lapse of policies/settlement of claims.
- h. **RBI records:** 8 Years after the completion of relevant transaction or as required by the RBI Act / Circulars from time to time.