



SUN RETAIL LIMITED

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Preservation of Documents and Archival Policy

PREAMBLE

In terms of Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), Sun Retail Limited is required to formulate a policy for preservation of documents required to be maintained under the Listing Regulations in at least two categories as specified in the said Regulation.

In terms of Regulation 30(8) of the Listing Regulations, the Company is required to formulate an archival policy for disclosures of events/information to the Stock Exchanges in terms of the Company's Policy on Determination of Materiality of Events / information and its disclosure to Stock Exchanges.

OBJECTIVE

The purpose of this policy is to establish the framework needed for effective preservation of documents and records of the Company required to be maintained under the Listing Regulations, in terms of Regulation 9 and also to archive any of the documents of material events or information which are disclosed by the Company to the Stock Exchanges for the period of five years in terms of Regulation 30.

POLICY FOR PRESERVATION OF DOCUMENTS

Documents and Records of the Company required to be maintained under the Listing Regulations shall be classified in two categories as below:

- a) Documents whose preservation shall be permanent in nature shall be preserved permanently by the Company subject to the modifications, amendments, addition, deletion or any changes made therein from time to time;
- b) Other Documents shall be preserved for a period of not less than eight (8) years after completion of the relevant transactions the subject to the modifications, amendments, addition, deletion or any changes made therein from time to time. Provided that the Company may keep the documents as specified above in an electronic mode.

Documents:

For the purposes of this policy the term "*documents*" shall mean as per the Companies Act, 2013 "Act" (including rules made thereunder), Securities and Exchange Board of India, 1992 and such other acts and regulations as may be applicable to a Listed entity, all the registers, forms, returns and other documents as required to be retained and preserved by the company in physical or electronic form as prescribed under the aforesaid

acts and regulations that should be kept in the custody of the Company Secretary of the Company or any other person authorized by the Board for such purpose.

The two categories for preservation of documents are:

I. DOCUMENTS TO BE PRESERVED PERMANENTLY

A) Companies Act, 2013:

- 1) Memorandum and Articles of Association as amended from time to time
- 2) Register of Contracts
- 3) Register of Directors and KMPs and the securities held by them
- 4) Register of Loans and Investments made by the Company
- 5) Register and Index of Members
- 6) Minutes of the Board, Committees of the Board and General Body meetings including meeting conducted through Postal Ballots
- 7) Resolutions passed by Circulation
- 8) Various Forms and returns filed with the Authorities
- 9) Audited Financial Statements.

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

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

C) Depositories Act:

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

D) Others:

Register of Records and Documents destroyed.

II) Following documents shall be preserved and maintained for a period of 8 years from the date of its event, unless specified under any other any Act or rules, for a longer duration:

A) Companies Act 1956 / Companies Act, 2013:

- 1) Register of Buy-back of Securities from the date of completion of buy-back
- 2) Notices and Notes to agenda of the Board, Committees of the Board, General Meetings and Postal Ballots
- 3) Register of Charges from the date of satisfaction of respective charge

- 4) Register of Debentures and Debenture Trust Deed from the date of its redemption
- 5) Books of Accounts including vouchers and bills
- 6) Annual Returns together with the Annexures
- 7) Register of Transfer and Transmission of shares / Debentures and other securities
- 8) Scrutinizer's Report on Postal Ballot and AGM
- 9) Documents relating to appointment of Managerial Personnel
- 10) Dividend reconciliation statement till the time the dividend is transferred to IEPF

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

- 1) All reports filed with the stock exchanges from time to time
- 2) All disclosure of various events and Press Releases
- 3) Intimations of Board Meetings

C) Documents filed with Stock Exchanges under SEBI Regulations:

All disclosures and intimations filed under:

- 1) SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011
- 2) SEBI (Prohibition of Insider Trading) Regulations, 2015
- 3) 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

ROLES & RESPONSIBILITIES

The respective Departmental Heads / Functional Heads shall be responsible for maintenance and preservation of documents in respect of areas of operations falling under the charge of each of them.

DESTRUCTION OF DOCUMENTS

After the expiry of statutory retention period, the preserved documents may be destroyed in such mode and manner as may be approved by the Board of Directors of the Company.

ARCHIVAL POLICY

Any disclosure of events or information which has been submitted by the Company to the Stock Exchanges under Regulation 30 of the Listing Regulations will be available on the website of the Company for a period of 5 years from the date of its disclosure and shall thereafter be archived under Archive section of the website of the Company.

ADOPTION/ DISCLOSURE/AMENDMENT & BOARD'S APPROVAL

The Board may subject to the applicable laws amend any provision(s) or substitute any of the provision(s) with the new provision(s) or replace the Policy entirely with a new Policy.

However, no such amendment or modification shall be inconsistent with the applicable provisions of any law for the time being in force.