

# SWARNSARITA GEMS LIMITED

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## **ARCHIVAL POLICY**

### **PURPOSE AND SCOPE**

In pursuance of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), SWARNSARITA GEMS LIMITED (“the Company”) is required to disclose on its website all such events or information specified under Part A of Schedule III which has been disclosed to stock exchanges where the securities of the Company are listed (“Stock Exchanges”) under Regulation 30 of Listing Regulations.

Further, SEBI has issued a circular on 'Continuous Disclosure Requirements for Listed Entities' on September 9, 2015 indicating the details that need to be provided while disclosing above events.

### **REGULATION 30 AND THE ABOVE CIRCULAR STATES THAT:**

- the events specified in Para A of Part A of Schedule III of the Listing Regulations are deemed to be "Material Events" and the listed entity shall make disclosures of such events to the Stock Exchanges.
- the events specified in Para B of Part A of Schedule III of the Listing Regulations are to be disclosed to the stock exchanges, if considered "Material" pursuant to the Company's Policy on "Reporting of Material Events under Regulation 30 of Listing Regulations".
- the events or information with respect to subsidiary companies, which are considered "Material" for the Company.

Further, such disclosures shall be hosted on the website of the Company for a minimum period of 5 years and thereafter as per the archival policy of the Company, as disclosed on its website.

Accordingly, the Company has adopted this “Archival Policy on disclosures to be hosted from time to time on the website of the Company” (“Policy”).

### **DOCUMENTS TO BE HOSTED ON WEBSITE**

The Company shall host on its website, information and documents which are required to be hosted as per the Companies Act, 2013 and Rules framed there under, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the "Regulations") and other applicable laws, Rules and Regulations.

### **PERIOD OF HOSTING THE EVENTS OR INFORMATION**

The disclosures made by the Company to the Stock Exchanges under Regulation 30 of the Listing Regulations, shall be hosted on the website of the Company namely [www.swarnsarita.com](http://www.swarnsarita.com) for a minimum period of 5 years.

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In case the aforesaid disclosures are required by any applicable law or regulation to be hosted for a period longer than that mentioned above, such disclosures shall be hosted on the website of the Company for such longer period.

## **ARCHIVAL OF DOCUMENTS**

After the hosting period of five years is over, thereafter, such disclosures shall be kept in the archives of the Company for a period of 2 years.

Thereafter, the information/documents may be deleted / removed from the website after obtaining approval from Managing Director or Chief Financial Officer. Provided however, if the size of documents is very large to archive certain documents, then such documents may be removed/deleted from archives after taking prior approval of Managing Director or Chief Financial Officer.

## **LIST OF INFORMATION WHETHER MATERIAL OR NOT:**

The Indicative list of information, whether material or not, shall be published on the website of the Company under the "Investors Relations Section" and will be subject to the Archival Policy of the Company, are as under:

1. Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation/ merger/ demerger/restructuring), or sale or disposal of any unit(s), division(s) or subsidiary of the listed entity or any other restructuring;
2. Issuance or forfeiture of securities, split or consolidation of shares, buyback of securities, any restriction on transferability of securities or alteration in terms or structure of existing securities including forfeiture, reissue of forfeited securities, alteration of calls, redemption of securities etc.;
3. Revision in Rating(s);
4. Outcome of meetings of the Board of Directors in respect of:
  - dividends and/or cash bonuses recommended or declared or the decision to pay any dividend and the date on which dividend shall be paid/remitted;
  - any cancellation of dividend with reasons thereof;
  - the decision on buyback of securities;
  - the decision with respect to fund raising proposed to be undertaken;
  - increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares would be credited/dispatched;
  - reissue of forfeited shares or securities, or the issue of shares or securities held in reserve for future issue or the creation in any form or manner of new shares or securities or any other rights, privileges or benefits to subscribe to;
  - short particulars of any other alterations of capital, including calls;
  - financial results;
  - decision on voluntary delisting by the listed entity from stock exchange(s)

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5. Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that it impacts management and control of the listed entity), agreement(s)/treaty(ies)/contract(s) with media companies) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof;
6. Fraud/ Defaults by promoter or key managerial personnel or by the listed entity or arrest of key managerial personnel or promoter;
7. Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), Auditor and Compliance Officer;
8. Appointment or discontinuation of share transfer agent;
9. Issuance of notices, call letters, resolutions and circulars sent to shareholders, debenture holders or creditors or any class of them or advertised in the media by the listed entity;
10. Proceedings of annual and extraordinary general meetings of the listed entity;
11. Amendments to memorandum and articles of association of listed entity, in brief;
12. Schedule of analyst or institutional investor meeting and presentations on financial results made by the listed entity to analysts or institutional investors.

## **LIST OF MATERIAL INFORMATION:**

The Indicative list of information, which if considered "Material" in nature, shall be published on the website of the Company under the "Investors Relations Section" and will be subject to the Archival Policy of the Company. List of material information is as under:

1. Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division.
2. Change in the general character or nature of business brought about by:
  - a. Arrangements for strategic, technical, manufacturing, or marketing tie-up
  - b. Adoption of new line(s) of business
  - c. Closure of operations of any unit/division - (entirety or piecemeal)
3. Capacity addition or product launch.
4. Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/ contracts, not in the normal course of business.
5. Agreements (viz. loan agreement(s) (as a borrower) or any other agreement(s) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof.

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6. Disruption of operations of any one or more units or division of the listed entity due to natural calamity (earthquake, flood, fire etc.), force majeure or events such as strikes, lockouts etc.
7. Effect(s) arising out of change in the regulatory framework applicable to the listed entity.
8. Litigation(s) /dispute(s) /regulatory action(s) with impact.
9. Frauds/ defaults by directors (other than key managerial personnel) or employees of the listed entity.
10. Options to purchase securities (including any Share Based Employee Benefit (SBEB) Scheme)
11. Giving of guarantees or indemnity or becoming a surety for any third party.
12. Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals

## **AMENDMENT**

The Policy can be amended, modified or revised by Board of Directors of the Company from time to time. In case any provisions of the Policy are contrary to or inconsistent with the provisions of the Companies Act, 2013, rules framed there under and Listing Regulations (“Statutory Provisions”), the provisions of Statutory Provisions shall prevail.