



SOLITAIRE
MACHINE
TOOLS LTD

Solitaire Machine Tools Limited

CIN: L28932MH1967PLC013747

Preservation of Documents and Archival Policy

*The Policy was reviewed by the Board at its meeting held on February 11, 2023.

*This Policy shall remain valid until such time it is modified /amended /altered by the Board.



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1. PREAMBLE & DOCUMENT BASE

Regulation 9 and 30(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [hereinafter referred to as "SEBI (LODR) Regulations" or "Regulations"] requires every listed company to have a policy on Preservation of Documents / records maintained by the Company either in Physical Mode or Electronic Mode & an Archival policy.

2. SCOPE

A policy on preservation of Documents (defined below) would ensure safe keeping of the records and safeguard the Documents from getting mishandled, while at the same time avoiding overflow of inventory of Documents. The Board of Directors have therefore formulated this policy in pursuance of the Companies Act, 2013 read with the Secretarial Standards and Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), on preservation of the Documents to aid the Company in handling the Documents efficiently. It not only covers the various aspects relating to preservation of the Documents but also the safe disposal/destruction of the Documents. This policy shall govern the maintenance and preservation of documents as per applicable statutory and regulatory requirements.

3. DEFINITIONS

1. **"Act"** means the Companies Act, 2013, Rules framed thereunder and any amendments thereto;
2. **"Authorised Person(s)"** means any person duly authorised by the Board.
3. **"Board"** means the Board of directors of the Company or any of the Committees constituted by it.
4. **"Company", "This Company", "The Company", "Company"** wherever occur in the policy shall mean "Solitaire Machine Tools Limited".
5. **"Current"** means running matter or whatever is at present in course of passage.
6. **"Documents"** refers to papers, notes, files, books, tapes, CDs, DVDs, electronic storage devices, agreements, notices, advertisements, requisitions, orders, declarations, forms, correspondence, minutes, indices, registers and or any other record, required under or in order to comply with the requirements of any Applicable Law, whether issued, sent, received or kept in pursuance of the Act or under any other law for the time being in force or otherwise, maintained on paper or in Electronic Form and does not include multiple or identical copies.



7. **"Electronic Form"** means any contemporaneous electronic device such as computer, laptop, compact disc, floppy disc, space on electronic cloud, or any other form of storage and retrieval device, considered feasible, whether the same is in possession or control of the Company or otherwise the Company has control over access to it.
8. **"Maintenance"** means keeping Documents, either physically or in Electronic Form.
9. **"Preservation"** means to keep in good order and to prevent from being altered, damaged or destroyed.
10. **"Policy"** or **"This Policy"** means, "Policy on Preservation of Documents."
11. **"Regulations"** means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any amendments thereto;

The words and phrases used in this Policy and not defined here shall derive their meaning from the Applicable Law.

4. OBJECTIVES OF THE POLICY

The main objective of this policy is to ensure that all the statutory documents are preserved in compliance with the Regulations and as per Policy framed in compliance with the Regulations and to ensure that the records no longer needed or are of no value are discarded after following the due process for discarding the same. This Policy is intended to guide the Company and its employees on maintenance of any Documents, their preservation, retrieval and disposal.

The major objectives of the policy are:

- Identification of statutory registers and other records of the Company which are required to be preserved.
- Identification and categorization of the statutory registers and other records to be maintained either for eight years or permanently.
- Decide whether the statutory records and documents are to be preserved in physical form or in electronic form.
- After completion of 8 years, for the statutory documents which are to be preserved for 8 years only may be disposed of as per the guidelines of the Policy or as decided by the Board of Directors at that time.
- Aiding employees of the Company in understanding their obligations in retaining and preserving the documents and records.



5. GUIDELINES

Regulation 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, provides that the 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 preservation period of not less than eight years after completion of the relevant transactions.

Accordingly, the company has classified the preservation of documents to be done in the following manner:

- a. documents that needs to be preserved and retained permanently;
- b. documents that needs to be preserved and retained for a period of 8 years as specified under the Companies Act, 2013 or SEBI (LODR) Regulations;
- c. documents that need to be preserved and retained for such period as prescribed under any statute or regulation as applicable to the Company.
- d. where there is no such requirement as per applicable law, then for such period as the document pertains to a matter which is "Current".

An indicative list of the Documents and the time-frame of their preservation is provided in Annexure- **A**

6. MODES OF PRESERVATION

The Documents may be preserved in

- a) Physical form; and/or
- b) Electronic Form.

The officer of the Company required to preserve the Document shall be an Authorised Person, who is generally expected to observe the compliance of requirements of Applicable Law.

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.



The preserved documents must be accessible at all reasonable times. Access may be controlled by the concerned Authorised Person with preservation, so as to ensure integrity of the Documents and prohibit unauthorized access.

- Destruction of documents

The documents of the Company which are no longer required as per the time schedule prescribed in the Annexure A may be destroyed. The concerned officer may direct employees in charge from time to time to destroy the documents which are no longer required as per the documents Preservation Schedule given under Annexure A.

7. Custody of the Documents

Subject to the Applicable Law, the custody of the Documents shall be with the Authorised Person. Where the Authorised Person tenders resignation or is transferred from one location of the Company to another, such Person shall hand over all the relevant Documents, lock and key, access control or password, or Compact Disc, other storage devices or such other Documents and devices in his possession under the Policy. The Board may authorize such other person as it may deem fit as the Authorised Person.

8. Archival Policy

1. Background

Solitaire Machine Tools Limited is required to frame and to make available an archival policy on the website in terms of Regulation 30(8) of the Listing Regulations. In this context, the following policy has been framed by the Board of Directors of the Company.

2. Objectives

The policy is to maintain as required under Regulation 30 of the Listing Regulations. Records are to be retained for the period of their immediate use, unless longer retention is required for historical reference, contractual, legal or regulatory requirements or for other purposes as may be set forth below. Records that are no longer required, or have satisfied their required period of retention, shall be destroyed as per the procedure prescribed under the law.

3. Scope

In line with the Company's Policy on Determination of Materiality of Events and as per the Regulations, the Company shall disclose all such events to the Stock Exchanges and such disclosures shall be hosted on the website of the Company for a period of 5 years and thereafter the same shall be archived so as to be available for retrieval for a further period of three



years by storing the same on suitable media. Thereafter the said information, documents, records may be destroyed as per the policy on preservation of documents.

The data hosted on the website of the Company shall be in good condition and the said data be also maintained in such a manner periodic test run to be made to ensure that their retrieval is easy and quick.

4. Authority to make alterations to the Policy

The Board is authorized to make such alterations to this Archival Policy as and when considered appropriate, subject, however, to the condition that such alterations shall be in consonance with the provisions of the relevant Acts and Listing Regulations.

9. POLICY REVIEW

This policy shall be reviewed from time to time so that the policy remains compliant with applicable legal requirements. The Company Secretary will keep the policy updated as per applicable statutory guidelines.



ANNEXURE – A

Indicative list

A) PERMANENT PRESERVATION:

- a. Common Seal
- b. Minutes books of Board, General Meetings and Committee Meetings
- c. Statutory Registers
- d. License and Permissions
- e. Statutory Forms and disclosures except for routine compliance
- f. Scrutinizers' Reports
- g. Register of Members
- h. Index of Members

B) TEMPORARY PRESERVATION UPTO 8 YEARS:

- a. Annual Returns
- b. Board Agenda and supporting documents
- c. Attendance Register
- d. Office copies of Notice of General Meeting and related papers
- e. Office copies of Notice of Board Meeting / Committee Meeting, Notes on Agenda and other related papers
- f. All notices pertaining to disclosure of interest of directors
- g. Instrument creating a charge or modification
- h. Books of accounts, financial statements etc .
- i. Register of debenture holders or any other security holders

C) OTHERS:

As per applicable law

