



ARCHIVAL POLICY

[Adopted by the Board on 12th August, 2024]

VMS TMT LIMITED
CIN: U27204GJ2013PLC074403

Registered Office: Survey No. 214, Near Water Tank, Bhayla, Ahmedabad, Bavla, Gujarat – 382220, India.

1. Introduction:

In terms of Regulation 30(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**SEBI Listing Regulations**”), requires every listed company to disclose on its website all such events or information which has been disclosed to stock exchanges where the securities of the Company are listed (the “**Stock Exchanges**”) under Regulation 30 of the SEBI Listing Regulations. 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 Board of Directors (the “**Board**”) of **VMS TMT LIMITED** (the “**Company**”) has adopted the following policy:

2. Purpose & Scope:

The purpose of this Policy is to determine the period of record keeping and preservation of the physical as well as electronic records of the Company. Pursuant to the Regulation 30 of the SEBI Listing Regulations, the Company shall disclose on its website all such events or information which has been disclosed to Stock exchanges, and such disclosures shall be hosted and retained on the website of the Company for a minimum period of 5 (five) years and thereafter, as per this Policy. This Policy defines the time period for which material events likely to affect the working of the Company be disclosed on the Company’s website after the lapse of the aforementioned minimum period of five years.

The policy will be applicable to the Company.

3. Definitions:

“**Policy**” means this Archival Policy.

“**Material Events**” means events as specified in Schedule III to the Listing Regulations and upon the occurrence of which a listed entity shall make disclosures to stock exchange(s) and host such disclosures on the listed entity’s website.

4. Documents to be preserved:

This Policy sets the standards for preservation of documents of the Company, broadly classified in the following categories, which may be preserved, in physical and/or electronic mode.

1. Category A- Documents whose Preservation shall be permanent in nature

The following documents shall be maintained and preserved permanently by the Company. All modifications, amendments, additions, deletions to the said documents shall also be preserved permanently by the Company.



- (i) Incorporation documents;
- (ii) Statutory registers required under applicable laws;
- (iii) Policies, Charters and Codes of the Company;
- (iv) Minutes of the Board meetings and Board Committees as prescribed by the "Secretarial Standard-1 on Meetings of Board of Directors" issued by the Institute of Company Secretaries of India;
- (v) Minutes of General meetings as prescribed by the "Secretarial Standard-2 on General Meetings" issued by the Institute of Company Secretaries of India;
- (vi) Certificates obtained from various statutory authorities;
- (vii) Register of directors and Key Managerial Personnel;
- (viii) Register of Renewed and Duplicate Share Certificates in Form SH-2;
- (ix) Share certificate forms and related books and documents (disputed cases);
- (x) Register of Charges- Form CHG-7;
- (xi) Register of Members along with the index (Form MGT-1);
- (xii) Register under section 186 (Form MBP-2) of the Companies Act, 2013 (loan/ guarantee/ security or making an acquisition of securities);
- (xiii) Register under section 187 (Form MBP-3) of the Companies Act, 2013 (investment held in the name of any other person);
- (xiv) Register in Form MBP-4 under section 189 of the Companies Act, 2013 (Register of contracts or arrangements in which directors are interested as per section 184 and 188 of the Act);
- (xv) Annual Audit Reports and Financial Statements;
- (xvi) Subsidiary Accounts;
- (xvii) Internal/ Cost Audit Reports;
- (xviii) Compliance / Secretarial Audit Reports
- (xix) Tax Exemption and Related documents
- (xx) Tax Bills, receipts and payments
- (xxi) Property card, ownership records issued by government Authority;
- (xxii) Trademarks, copyrights, patents;
- (xxiii) Property Insurance;
- (xxiv) Project Documents and related correspondence (including any proposal of the Project and its approval)
- (xxv) Those pertaining to non-routine matters or having significant lasting consequences
- (xxvi) All Insurance Policies
- (xxvii) Payroll Registers
- (xxviii) Bonus, Gratuity and other Statutory Records
- (xxix) License/ Approvals
- (xxx) The Original signed and stamped Memorandum of Association and the Articles of Association of the Company;
- (xxxi) Material agreements/ contracts, which, even if terminated, may have an impact on business;
- (xxxii) Any other document, certificates, statutory registers that may be required to be preserved permanently in terms of the Companies Act, 2013 and/ or SEBI Regulations.
- (xxxiii) Prospectus / offer documents issued by the Company.

II. Category B- Documents with preservation period of not less than eight (8) years after completion of the relevant transactions

The following documents shall be maintained and preserved for a period not less than eight (8) years after completion of the relevant transactions. All modifications, amendments, additions, deletions to the said documents shall also be preserved for a term not less than eight (8) years.

- (i) Documents/information furnished to Stock Exchanges including information submitted in compliance of SEBI Listing Regulations, as amended from time to time, shall be preserved for a minimum period of eight (8) years from the end of the financial year in which the documents/information is furnished.
- (ii) Disclosures made under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (iii) Books of accounts;
- (iv) Annual Returns (including copies of all certificates and documents required to be annexed thereto) as per the Companies Act, 2013;
- (v) Annual Plans & Budget;
- (vi) Bank Statements;
- (vii) Investment records;



- (viii) Office copies of Notices, Agenda, Notes on Agenda of Board Meetings and Board Committees and other related papers shall be preserved for as long as they remain current or for eight financial years, whichever is later and may be destroyed thereafter with the approval of the Board, as prescribed by the "Secretarial Standard-1 on Meetings of Board of Directors" issued by the Institute of Company Secretaries of India.
- (ix) Disclosure of interest received from directors of the Company (MBP – 1) in the manner prescribed.
- (x) Instrument creating a charge or modifying a charge;
- (xi) Employment record for the employees of the Company;
- (xii) Office Copies of Notices, Scrutinizer's Report and related papers regarding General Meetings shall be preserved for as long as they remain current or for eight (8) financial years, whichever is later and may be destroyed thereafter with the approval of the Board, as prescribed by the "Secretarial Standard-2 on General Meetings" issued by the Institute of Company Secretaries of India;
- (xiii) Attendance Register for Board Meeting and recording of attendance of Meetings through Electronic Mode for eight (8) financial years and may be destroyed thereafter with the approval of the Board, as prescribed by the "Secretarial Standard-1 on Meetings of Board of Directors" issued by the Institute of Company Secretaries of India;
- (xiv) The postal ballot and all other papers or registers relating to postal ballot including voting by electronic means;
- (xv) Documents as are required to be maintained under relevant laws relating to direct and indirect taxes;
- (xvi) Marketing documents;
- (xvii) Press releases;
- (xviii) Legal documents which include, but shall not be limited to, legal memoranda and opinions, pleadings, litigation files, documents relating to cases pending in any Court or Tribunal or any other Authority empowered to give a decision on any matter shall be retained till Orders passed by any Court or Tribunal or any Authority or Judgment which are final in nature and cannot be superseded. In court cases, the connected documents / files should be retained till disposal of the case by the highest Court of appeal and the legal department should be consulted to determine the retention period of the documents;
- (xix) Any other document, certificates, statutory registers which may be required to be maintained and preserved for not less than eight years after completion of the relevant transaction under the Companies Act, 2013 and/or SEBI Regulations.

III. Category C- Documents with preservation period specified by statutory authorities under applicable laws

In addition to the documents mentioned in Categories A and B above, other documents, certificates, forms, statutory registers, records, etc. which are required to be mandatorily maintained and preserved shall be preserved for a stipulated period of time as per the existing rules/ procedures/ practices of the Company or as per the applicable statutory/ regulatory provisions in this regard.

5. Policy:

As mentioned above, disclosure of material events shall be hosted and retained on the Company's website i.e. for a minimum period of 5 (five) years. Depending upon the nature, materiality, impact and relevance of the material event, the disclosure of such a material event can continue to remain hosted on the Company's website for a longer period of time as decided by the Board from time to time.

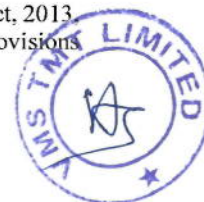
Disclosed information after more than five years shall be kept in the archives of the Company for a period of 3 years. Anyone intending to review that disclosed information may write to Compliance Officer of the Company.

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.

6. Amendment:

Any change in the Policy shall be approved by the Board of Directors of the Company. The Board of Directors shall have the right to withdraw and / or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding.

In case any provisions of the Policy are contrary to or inconsistent with the provisions of the Companies Act, 2013 rules framed thereunder and Listing Regulations ("Statutory Provisions"), the provisions of Statutory Provisions



shall prevail.

7. Officer responsible:

The Company Secretary and any other person authorized by the board of the Company shall be responsible for ensuring overall compliance of this Policy.

8. Disclosure:

This Policy will be disclosed on the Company's website www.vmstmt.com.

9. Effective Date

The policy shall become effective from listing the Company's shares on the stock exchanges.

