

ARCHIVE POLICY

1. PREAMBLE:

The Securities and Exchange Board of India (SEBI) has notified the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations, 2015") which shall be applicable to all listed entity with effect from 1st December, 2015. The Listing Regulations, 2015 shall replace the existing Listing Agreements entered into by the Company with the Stock Exchanges. Regulation 30(8) requires every listed company to disclose on its website all such events or information which has been disclosed to stock exchange(s) under this regulation, and such disclosures shall be hosted on the website of the listed entity for a minimum period of five years and thereafter as per the archival policy of the listed entity, as disclosed on its website.

2. SCOPE:

This Policy shall govern the disclosure and archival of such contents only which have been disclosed on the website of the Company pursuant to the compliance with the abovementioned Regulations and which are disclosed with stock exchanges. Other contents displayed/hosted on the website shall be out of preview of the Policy and can be archived/deleted as per the requirement of the content.

3. OBJECTIVE:

The objective of this policy is to prescribe a policy for archival of disclosures of events or information which has been disclosed to the stock exchange(s) under Regulation 30 of the Listing Regulations, 2015 and hosted on the website of the Company.

4. APPLICABILITY AND EFFECTIVE DATE:

This Policy shall be applicable to the Company with effect from **01st December, 2015**.

5. DEFINITIONS:

In this Code, unless the context otherwise requires:

"Act" means the Companies Act, 2013, Rules framed thereunder & any amendments thereto.

"Board of Directors" means the Board of Directors of "Madhur Industries Limited".

"Company" means 'Madhur Industries Limited.'

"Regulations" means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any amendment thereto;

"Policy" means "Website Content Archival Policy"

"Website" means website of the Company i.e. <https://www.madhur.co/>;

6. INTERPRETATION:

Terms that have not been defined in this policy shall have the same meaning assigned to the in the Companies Act, 2013, Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015, Listing Agreement or any other SEBI Regulation(s) as amended from time to time.

7. GUIDELINES:

The Company being listed on BSE and regularly sends various information, financial statements, notices and other disclosures as required under listing agreement to Stock Exchanges and various Acts. The same are also displayed and hosted on the website of the Company.

Regulation 46 read with Regulation 62 of Regulations requires the Listed Companies to maintain a functional website containing basis information about the Company and other prescribed details.

Regulation 30(8) requires the Listed Companies to disclose on its website all such events or information which has been disclosed to stock exchange(s) under this regulation, and such disclosures shall be hosted on the website of the Company for a period of minimum 5 years and thereafter as per the archived policy of the Company, as disclosed on its website.

8. POLICY:

The documents, information, disclosures, notices, policies as provided under the Regulations and the Act, which is required to be disclosed on the website, shall be uploaded on the website of the Company. The website of the Company shall be reviewed on regular intervals for ensuring that all the above mentioned disclosures are available on the website of the Company as required. These disclosures, unless otherwise mentioned in the Act itself, shall be hosted on the website for the five years period and thereafter shall be moved/transferred to Archives folders under the respective heads/sub-folders, in a way so that these can be searched easily as and when required by any person. The documents/disclosure shall be kept in the archive folders till such time as may be required by law.

Detailed list of information to be uploaded and updated on website of the Company is enclosed vide **Annexure –“A”** and **Annexure – “B”** forming part of this policy.



9. POLICY REVIEW:

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

10. Disclosures

The Company shall disclose the Policy on its website.

ANNEXURE – “A”

THE FOLLOWING INFORMATION SHALL BE UPLOADED ON THE WEBSITE AND SHALL BE UPDATED WITHIN TWO WORKING DAYS FROM THE DATE OF OCCURRENCE OF CHANGE.

1. Details of Company business.
2. Terms and conditions of appointment of Independent Directors.
3. Composition of various committees of Board of Directors.
4. Code of Conduct of Board of Directors and Senior Management Personnel.
5. Details of establishment of Vigil Mechanism / Whistle Blower Policy.
6. Criteria of making payments to non-executive directors, if the same has not been disclosed in annual report.
7. Policy on dealing with related party transactions.
8. Details of familiarization programmes imparted to Independent Directors.
9. E-mail address for grievance redresses and other relevant details.
10. Contact information of the designated officials who are responsible for assisting and handling investor grievances.
11. financial information including;
 - i. notice of meeting of the board of directors where financial results shall be discussed;
 - ii. financial results, on conclusion of the meeting of the board of directors where the financial results were approved;
 - iii. complete copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report etc;
12. Shareholding Pattern.
13. Details of agreements entered into with the media companies and/or their associates, etc.
14. Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange.
15. New name and the old name of the listed entity for a continuous period of one year, from the date of the last name change.
16. Items in sub-regulation (1) of regulation 47 of SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015.



ANNEXURE – “B”

THE FOLLOWING INFORMATION SHALL BE UPLOADED ON THE WEBSITE AS SOON AS IT IS DISCLOSED TO STOCK EXCHANGES AND SHALL BE ARCHIEVED AFTER A PERIOD OF FIVE YEARS

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. Explanation- For the purpose of this sub-para, the word 'acquisition' shall mean,-
 - (i) acquiring control, whether directly or indirectly; or,
 - (ii) acquiring or agreeing to acquire shares or voting rights in, a company, whether directly or indirectly, such that:
 - (a) the listed entity holds shares or voting rights aggregating to five per cent or more of the shares or voting rights in the said company, or;
 - (b) there has been a change in holding from the last disclosure made under sub-clause (a) of clause (ii) of the Explanation to this sub-para and such change exceeds two per cent of the total shareholding or voting rights in the said company.
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: The listed entity shall disclose to the Exchange(s), within 30 minutes of the closure of the meeting, held to consider the following:
 - i. dividends and/or cash bonuses recommended or declared or the decision to pass any dividend and the date on which dividend shall be paid/dispatched;
 - ii. any cancellation of dividend with reasons thereof;
 - iii. the decision on buyback of securities;
 - iv. the decision with respect to fund raising proposed to be undertaken;
 - v. increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares shall be credited/dispatched;
 - vi. 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;
 - vii. short particulars of any other alterations of capital, including calls;

- viii. financial results;
- ix. decision on voluntary delisting by the listed entity from stock exchange(s).
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 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. Corporate debt restructuring.
10. One time settlement with a bank.
11. Reference to BIFR and winding-up petition filed by any party / creditors.
12. 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.
13. Proceedings of Annual and Extraordinary General Meetings of the listed entity.
14. Amendments to Memorandum and Articles of Association of listed entity, in brief.
15. Schedule of Analyst or institutional investor meet and presentations on financial results made by the listed entity to analysts or institutional investors;
16. Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division.
17. Change in the general character or nature of business brought about by arrangements for strategic, technical, manufacturing, or marketing tie-up, adoption of new lines of business or closure of operations of any unit/division (entirety or piecemeal).
18. Capacity addition or product launch.
19. Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the normal course of business.
20. Material Agreements (viz. loan agreement(s) (as a borrower) or any other agreement(s) which are binding and not in normal course of business) and revision(s) or amendment(s) or termination(s) thereof.



21. Major 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.
22. Material Effect(s) arising out of change in the regulatory framework applicable to the listed entity.
23. Material Litigation(s) / dispute(s) / regulatory action(s) with impact.
24. Material Fraud/defaults etc. by directors (other than key managerial personnel) or employees of listed entity.
25. Options to purchase securities including any ESOP/ESPS Scheme.
26. Giving of guarantees or indemnity or becoming a surety for any third party.
27. Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.
28. Any other information/event viz. major development that is likely to affect business, e.g. emergence of new technologies, expiry of patents, any change of accounting policy that may have a significant impact on the accounts, etc. and brief details thereof and any other information which is exclusively known to the listed entity which may be necessary to enable the holders of securities of the listed entity to appraise its position and to avoid the establishment of a false market in such securities.
29. Any other disclosures of event/information as specified by the Board from time to time.