

# APIS INDIA LIMITED

## Website Content Archival Policy

[In Accordance with SEBI (Listing Obligations and Disclosure Requirement), 2015]



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## **1. PREAMBLE**

Securities and Exchange Board of India has notified Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“SEBI (LODR) Regulations”**). These regulations require every listed Company to disclose on its website all such events or information which has been disclosed to the Stock Exchange(s) 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 information/ contents only which have been disclosed on the website of the Company pursuant to the compliance with the abovementioned Regulations and which are disclosed to the stock exchanges. Other information/contents displayed /uploaded on the website shall be out of purview of the Policy and can be archived / deleted as decided by the Company considering usefulness of information/content to general public or Company itself.

## **3. OBJECTIVES OF THE POLICY**

The main objective of this policy is to ensure that all the documents, disclosures made/submitted to the stock exchanges pursuant to the SEBI (LODR) Regulations are uploaded on the website and transferred to the archives folder of the Website of the Company after the completion of five years from the date of disclosure or event.

**The major objectives of the policy are:**

- a. Identification of Information, documents, events, etc. which are required to be disclosed on the website of the Company;
- b. Ensuring that all the information is disclosed at the relevant time and with proper link and to maintain unanimity every time;
- c. Ensure that all the information, documents, events disclosed on the website of the Company, unless otherwise specified in the Act, shall remain on the website for the period of five years from the date of disclosure of such information, documents and events.
- d. After completion of five years from date of disclosure of the respective documents/information/events, shall be moved to the respective archives folder on the website of the Company.
- e. Some Documents/information, events which are required to be uploaded on the website for a particular period, shall be deleted after the due date without movement in archives folder.
- f. Some documents like Policies of the Company, Codes of Conduct and other documents which are required to be continuously displayed on the website, shall not be archived.

## **4. DEFINITIONS**

**For the purpose of interpretation of this policy, following terms defined as under:**

1. **“Act”** means the Companies Act , 2013, Rules framed there under and any amendments thereto from time to time;
2. **“Regulations”** means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any amendments thereto;

3. "Company", "This Company", "The Company", "Company" wherever occur in the policy shall mean "Kiri Industries Limited".
4. "**Board of Directors**" or "**Board**", means the collective body of the Directors of the company;
5. "**Policy**" or "**This Policy**" means, "Website Content Archival Policy."
6. "**Website**" means website of the Company i.e. [www.kiriindustries.com](http://www.kiriindustries.com)

Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013, SEBI (LODR) Regulations, Listing Agreement and/or any other SEBI Regulation(s) as amended from time to time.

## **5. GUIDELINES**

As per Regulation 46 read with Regulation 62 of SEBI (LODR) Regulations every listed entity has to maintain a functional website containing basic information about the Company and other prescribed details.

Regulation 30 (8) of SEBI (LODR) Regulations requires the listed entity 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 uploaded on the website of the such listed entity for a minimum period of five years and thereafter such information/documents shall be moved to the archive folder as per the archival policy, as disclosed on its website.

Our Company's equity shares is listed on BSE ("Stock Exchanges"), and in compliance with SEBI (LODR) Regulations, our Company has to provide regularly various information, financial statements, notices and other disclosures, as required under various SEBI regulations and provisions of Companies Act, 2013 and the same have to be uploaded on website of the Company.

## **6. 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 required disclosures are available on the website of the Company.

These disclosures, unless otherwise mentioned in the Act itself, shall be uploaded on the website for the specified period and thereafter shall be moved/ transferred to archives folder.

The documents/disclosures shall be kept in the archive folder till such time as may be required by law.

Details of suggestive list of information to be uploaded and updated on website of the Company are enclosed as annexure forming part of this policy. This list may be changed in line with changes in laws/regulations from time to time.

## **7. POLICY REVIEW**

The Board of Directors of the Company shall have the right to review/amend the policy from time to time in Compliance with applicable laws/ regulations.

**Place:** New Delhi

**Date:**

**For: APIS INDIA LIMITED**

Sd/-                                      Sd/-  
Mr. Vimal Anand                      Mr. Amit Anand

## ANNEXURE

### A. THE FOLLOWING INFORMATION SHALL BE UPLOADED ON THE WEBSITE AND SHALL BE UPDATED WITHIN TWO WORKING DAYS FROM THE DATE OF OCCURANCE 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. Email address for grievance redressal and other relevant details.
10. Contact information of the designated officials who are responsible for assisting and handling investors' 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, director's report, corporate governance report etc.
12. Shareholding pattern;
13. Details of agreements if any entered into with the media companies and/or their associates, etc.
14. Schedule of analyst or institutional investor meet and presentations made to analysts or institutional investors simultaneously with submission to stock exchange.
15. New name and the old name of the Company, for a continuous period of one year, from the date of the last name change, if applicable.
16. Items in sub-regulation (1) of regulation 47.

### B. THE FOLLOWING INFORMATION SHALL BE UPLOADED ON THE WEBSITE AS SOON AS IT IS DISCLOSED TO STOCK EXCHANGES AND SHALL BE ARCHIVED 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 percent 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 et c.
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:
  - a. 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;
  - b. any cancellation of dividend with reasons thereof ;
  - c. the decision on buyback of securities;
  - d. The decision with respect to fund raising proposed to be undertaken.
  - e. increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares shall be credited/dispatched;
  - f. 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;
  - g. short particulars of any other alterations of capital, including calls;
  - h. financial results;
  - i. Decision on voluntary delisting by the listed entity from stock exchange.
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. Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit /division.
18. Material 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).
19. Material Capacity addition or product launch.
20. Awarding, bagging/receiving, amendment or termination of awarded /bagged orders /contracts not in the normal course of business.
21. 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.
22. 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 et c.
23. Material Effect (s) arising out of change in the regulatory framework applicable to the listed entity.
24. Material Litigation(s) / dispute(s) / regulatory action(s) with impact.
25. Material Fraud/defaults etc. by directors (other than key managerial personnel) or employees of listed entity.
26. Options to purchase securities including any ESOP/ESPS Scheme.
27. Giving of guarantees or indemnity or becoming a surety for any third party.
28. Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.
29. 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.

30. Items in sub-regulation regulation 62.
31. Any other disclosures of event /information as specified by the Board from time to time.