



STERLING TOOLS LIMITED

CIN NO.: L29222DL1979PLC009668

POLICY FOR PRESERVATION AND ARCHIVAL OF DOCUMENTS

1. Preface

In terms of Regulation 9 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Board of Directors (the "Board") of Sterling Tools Limited (the "Company") has adopted a policy with regard to preservation of Documents at its meeting held on 8th February, 2016. This Policy shall be known as "Policy for Maintenance and Preservation of Documents".

This Policy is effective from 1st December, 2015.

2. Purpose of the Policy

The purpose of this Policy is to specify the type of document(s) and time period for preservation thereof based on the classification mentioned under Regulation 9 of Listing Regulations, 2015.

3. Type of documents and time period for preservation

The Company shall maintain and preserve documents as specified hereunder:

Category (A): The documents of permanent nature (listed in Annexure 1) shall be maintained and preserved permanently by the Company subject to the modifications, amendments, addition, deletion or any changes made therein from time to time.

Provided that all such modifications, amendments, addition or deletion in the documents shall also be preserved permanently by the Company.

Category (B): The documents of the company to be maintained and preserved for a specified time. The documents as listed in Annexure-2 shall be preserved by the Company for the term not less than ten years after completion of the relevant transactions subject to the modifications, amendments, addition, deletion or any changes made therein from time to time.

Provided that all such modifications, amendments, addition or deletion in the documents shall also be preserved for a term not less than ten years.

For the purpose of this policy, **document** may include the following:

- 'Books and Papers' include books of account, deeds vouchers, writings, documents, minutes and registers maintained on paper or in electronic form as defined in clause 12 of section 2 of the Companies Act, 2013;
- 'Books of Accounts' include records maintained in respect of all sums of money received and expended by a company and matters in relation to which the receipts and expenditure take place, all sales and purchases of goods and services by the company and the assets and liabilities of the company as defined in clause 13 of section 2 of the Companies Act, 2013;
- 'Documents' includes summons, notice, requisition, order, declaration, form and register, whether issued, sent or kept in pursuance of this Act or under any other law for the time being in force or otherwise, maintained on paper or in electronic form as defined in clause 36 of section 2 of the Companies Act, 2013;



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- 'Registers' means the register of companies maintained by the Registrar on paper or in any electronic mode under this Act as defined in clause 74 of section 2 of the Companies Act, 2013;

Further, the company may deem fit and possible from time to time maintain above mentioned documents in electronic form to the extent possible.

4. Suspension of Record Disposal in the event of Litigation or Claims

In case, the Company is served with any notice for request of documents or any employee becomes aware of a governmental investigation or audit concerning STL or commencement of any litigation against the Company, such employee shall inform the Departmental / Unit Heads and disposal of further documents pursuant to this policy, if any, shall be suspended until such time, as the Departmental / Unit Heads of the Company may advise or determine otherwise. The Departmental / Unit Heads in such case shall inform all the employees by e-mail, the need to retain the documents and suspension of disposal of the same.

5. Storage and Archival of Records

A record that is no longer required in which it originated or was received, and that has permanent legal, institutional, or historical value, to be archived. Hard copies or scanned copies of documentation beyond its operational date may be kept onsite for reference purposes and the IT department of the Company shall have a back-up of the electronic data at an appropriate safe location. Copies of all material disclosures made to the stock exchanges under Regulation 30 of the LODR Regulations shall be hosted on the website of the Company for a minimum period of 5 years. After a period of 5 years from the date of filing the records or documents with the stock exchanges, the copies of such records or documents shall be archived from the website of the Company.

6. Document destruction process

It must be ensured that all copies of information, which are no longer required to be retained, are permanently and completely destroyed. The information must be removed from all electronic media devices. Some records are scheduled for destruction immediately after active use; others are scheduled for destruction after the semi-active phase of retention. Physical destruction for paper-based records is defined as confidential shredding. Physical destruction for electronic documents and e-mail or physical destruction of stored media is defined as deleting the documents from active computer system repositories. Drafts of documents need not be retained, unless the concerned Departmental / Unit Head advise otherwise.

7. Disposal of Documents

The documents after the said period of 10 years (whose preservation shall not be permanent in nature) may be disposed of, in the presence of the concerned Departmental / Unit Heads. The disposal of significant documents should be documented by the relevant Departmental / Unit Heads by keeping a record of the document disposed of, the date and method of disposal, and who authorised disposal.

8. Register of Documents destroyed

The Company shall maintain a register, wherein it shall enter brief particulars of the documents destroyed and all entries made therein shall be authenticated by the respective Functional Heads at Corporate.



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9. Roles & responsibilities

The respective Departmental Heads of the Company shall be responsible for maintenance, preservation and destroying of documents in terms of this policy.

10. 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.

11. Communication

Copy of this policy duly approved shall be placed before the Board and circulated among all the Directors of the Company for their necessary action. Human Resource and Administration Department are required to notify & communicate the existence and contents of this policy to the employees/ functional head including CEO/ COO of the Company. The new employees shall be informed about the policy by the Human Resource and Administration department. This policy as amended from time to time shall be made available at the Website of the Company.

Annexure 1:

Documents whose preservation shall be permanent in nature:

S. No.	Nature of Document(s)
01	All documents and Information originally filed with ROC for Incorporation of Company
02	Memorandum of Association and Articles of Association as originally filed and updated from time to time
03	Statutory Registers
04	Minutes of General Meetings
05	Minutes of Board Meetings
06	Minutes of various Committee Meetings
07	Material Agreements/ Contracts/Property documents/Investment Certificates in the name of the Company
08	Orders issued by Courts/ Statutory Bodies
09	Licences & Statutory Approvals
10	Any other document as may be required to maintain in terms of applicable law(s), maintained and preserved from time to time.

Annexure 2:

Documents with preservation period of not less than ten years after completion of the relevant transactions:

S. No.	Nature of Document(s)
01	Books of Accounts
02	Annual Return(s)
03	Personnel Documents
04	Non- Statutory Registers/ Documents
05	Any other document as may be required to maintain in terms of applicable law(s), maintained and preserved from time to time.