

ROSMERTA DIGITAL SERVICES LIMITED

ARCHIVAL POLICY

In terms of Regulation 30(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

ARCHIVAL POLICY

1. INTRODUCTION

Regulation 30(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") requires every listed company to formulate an Archival policy for treatment of events /information disclosed to stock exchanges and hosted on the website of the company as per the Materiality Policy after 5 (five) years.

Accordingly, the Board of Directors of Rosmerta Digital Services Limited has formulated and adopted this Archival Policy pursuant to the Listing Regulations in order to have a framework in place to ensure proper hosting of events and information disclosed to the Stock Exchanges pursuant to Regulation 30 of the Listing Regulations (collectively "**Disclosed Information**")

2. PURPOSE & SCOPE

The purpose of this document is to formulate a policy for archival of the information's and events communicated to the stock exchanges and hosted on the website under Regulation 30 of the 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.

3. DEFINITIONS

"**Board of Directors**" or "**the Board**" means the Board of Directors of Rosmerta Digital Services Limited, as constituted from time to time.

"**Company**" means Rosmerta Digital Services Limited.

"**Listing Regulations**" means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

"**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. ARCHIVAL PROCESS

- (i) All Events and information identified as material as per policy on Disclosure of material events/ information and communicated to the stock exchanges and hosted on the website of the Company shall be archived so as to be available for retrieval for a minimum period of 5 (five) years. Subsequently, anyone intending to review archived information and events communicated to the stock exchanges may write to the Company Secretary and Compliance Officer of the Company.
- (ii) Depending upon the nature, materiality, impact and relevance of the material event, the disclosure of such 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.
- (iii) Disclosed information after more than five years, shall be kept in the archives of the Company for a period of 3 (three) years. Anyone intending to review those disclosed information may write to compliance officer of the Company.
- (iv) 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.

Material events for their continued disclosure on the Company's website

Sl. No.	Material Event
Events which shall be disclosed without any application of the guidelines for materiality (Materiality Policy) as specified in sub-regulation Regulation 30(4) of SEBI(LODR) Regulations 2015.	
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.
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	New Ratings or Revision in Rating(s).
4	Outcome of Meetings of the Board of Directors 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(s).
5	Agreements which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof.
5A	Agreements entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the listed entity or of its holding, subsidiary or associate company, among themselves or with the listed entity or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the listed entity or impose any restriction or create any liability upon the listed entity, shall be disclosed to the Stock Exchanges, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the listed entity is a party to such agreements
6	Fraud or defaults by a listed entity, its promoter, director, key managerial personnel, senior management or subsidiary or arrest of key managerial personnel, senior management, promoter or director of the listed entity, whether occurred within India or abroad
7	Change in Directors, Key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary & Compliance Officer etc.), and Auditors and Compliance Officer.
7A	In case of resignation of the auditor of the listed entity, detailed reasons for resignation of auditor, as given by the said auditor, shall be disclosed by the listed entities to the stock exchanges as soon as possible but not later than twenty four hours of receipt of such reasons from the auditor
7B	Resignation of independent director including reasons for resignation: In case of

	resignation of an independent director of the listed entity, within seven days from the date of resignation
7C	In case of resignation of key managerial personnel, senior management, Compliance Officer or director other than an independent director; the letter of resignation along with detailed reasons for the resignation as given by the key managerial personnel, senior management, Compliance Officer or director shall be disclosed to the stock exchanges by the listed entities within seven days from the date that such resignation comes into effect.
7D	In case the Managing Director or Chief Executive Officer of the listed entity was indisposed or unavailable to fulfil the requirements of the role in a regular manner for more than forty-five days in any rolling period of ninety days, the same along with the reasons for such indisposition or unavailability, shall be disclosed to the stock exchange(s)
8	Appointment or discontinuation of share transfer agent.
9	Resolution Plan/Restructuring in relation to loans/borrowings from banks/financial institutions.
10	One time settlement with a bank.
11	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.
15A	Audio or video recordings and transcripts of post earnings/quarterly calls, by whatever name called, conducted physically or through digital means simultaneously with submission to the recognized stock exchange(s).
16	The events listed in Clause 16 of Para A of Schedule III of Listing Regulations, in relation to the corporate insolvency resolution process (CIRP) of a listed corporate debtor under the Insolvency Code
17	Initiation of Forensic audit: In case of initiation of forensic audit, (by whatever name called), the following disclosures shall be made to the stock exchanges by listed entities
18	Announcement or communication through social media intermediaries or mainstream media by directors, promoters, key managerial personnel or senior management of a listed entity, in relation to any event or information which is material for the listed entity in terms of regulation 30 of these regulations and is not already made available in the public domain by the listed entity.
19	Action(s) initiated or orders passed by any regulatory, statutory, enforcement authority or judicial body against the listed entity or its directors, key managerial personnel, senior management, promoter or subsidiary, in relation to the listed entity, in respect of the following
20	Action(s) taken or orders passed by any regulatory, statutory, enforcement authority or judicial body against the listed entity or its directors, key managerial personnel, senior management, promoter or subsidiary, in relation to the listed entity, in respect of the following: (a)suspension; (b) imposition of fine or penalty; (c) settlement of proceedings; (d) debarment; (e) disqualification; (f) closure of operations; (g) sanctions imposed; (h) warning or caution; or (i) any other similar action(s) by whatever name called along with the following details pertaining to the actions(s) initiated, taken or orders passed: i. Name of the authority; ii. Nature and details of the action(s) taken, initiated or order(s) passed; iii. Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority; iv. Details of the violation(s)/contravention(s) committed or alleged to be committed; v. Impact on financial, operation or other activities of the listed entity, quantifiable in

	monetary terms to the extent possible.
21	Voluntary revision of financial statements or the report of the board of directors of the listed entity under section 131 of the Companies Act, 2013.
	Events which shall be disclosed upon application of the guidelines for materiality (Materiality Policy) referred Regulation 30(4) of SEBI(LODR) Regulations 2015.
1	Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division.
2	Any of the following events pertaining to the listed entity: <ul style="list-style-type: none"> a) Arrangements for strategic, technical, manufacturing, or marketing tie-up; or b) Adoption of new line(s) of business; or c) closure of operation of any unit, division or subsidiary (in entirety or in piece meal).
3	Capacity addition or product launch.
4	Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the normal course of business.
5	Agreements (viz. loan agreement(s) 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
6	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.
7	Effect(s) arising out of change in the regulatory framework applicable to the listed entity.
8	Pendency of any litigation(s) or dispute(s) or the outcome thereof which may have an impact on the listed entity.
9	Frauds or defaults by employees of the listed entity which has or may have an impact on the listed entity.
10	Options to purchase securities including any ESOP/ESPS Scheme.
11	Giving of guarantees or indemnity or becoming a surety, by whatever named called, for any third party.
12	Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.
13	Delay or default in the payment of fines, penalties, dues, etc. to any regulatory, statutory, enforcement or judicial authority.

The Board at its discretion may increase or decrease the time period for continued disclosure of any of the material events.

5. REVIEW OF THE WEBSITE CONTENT

The website of the Company shall be periodically reviewed in order to ensure updation as per regulations amended from time to time

6. AMENDMENT

Any change in the Policy shall be approved by the Board of the Company. The Board 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 SEBI Listing Regulations (“Statutory Provisions”), the provisions of Statutory Provisions shall prevail over the Policy to that extent and the Policy shall be deemed to have been amended so as to be read in consonance with the Statutory Provisions.

As this Policy is pursuant to the applicable laws, if any change to applicable laws or interpretation thereof necessitates any change to the Policy, this Policy shall be read so as to accommodate the changes.

7. OFFICER RESPONSIBLE

The Company Secretary and Compliance Officer of the Company shall be responsible for ensuring overall compliance of this Policy.

8. EFFECTIVE DATE

Provisions of the regulations under this policy shall be applicable to the company from the date when the securities of the company are listed on Stock Exchanges.

9. DISCLOSURE

This Policy will be disclosed on the Company’s website on 24th July 2024.