

Nayara Energy Limited

Registered Office:

Khambhalia Post, P.O. Box 24, District Devbhumi Dwarka – 361305, Gujarat

Archival Policy for disclosure of price sensitive information

DOCUMENT CONTROL

Document Title	Archival Policy for disclosure of price sensitive information
Document Owner	Head – Corporate Communications
Reviewed By	Company Secretary
Approved By	Management Committee
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Document Applicability	This Policy is applicable to Nayara Energy Limited
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DOCUMENT HISTORY

Version Number	Change Details	Approver	Approval date
1.0	Introduction of the Policy	Management Committee	April 1, 2022

• **Introduction and Objective**

Nayara Energy Limited (“Nayara” or “Company”) had in August 2021 raised funds by issue of Non-Convertible Debentures (“NCDs”) which were subsequently listed on BSE Limited. As a company having issued and outstanding listed debt securities i.e. the NCDs, among other compliance requirements, Nayara is required to comply with

the rules and regulations framed by the Securities and Exchange Board of India (“SEBI”) from time to time. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (“**Listing Regulations**”) prescribes the adoption of an archival policy for certain price sensitive data/information disclosed on the Company’s Website (*defined hereinafter*).

Accordingly, the Company has formulated this policy stating the archival of disclosures of price sensitive information on the Company’s Website (*defined hereinafter*) (“**Archival Policy**” or “**Policy**”).

- **Applicability and scope of the Policy**

This Policy shall be applicable to all Material Events (defined hereinafter) disclosed to the Indian Stock Exchange(s) and subsequently uploaded on the Company’s Website, pursuant to Regulation 51(3) of the Listing Regulations.

- **Effectiveness of the Policy:**

The Policy shall come into effect from the date of its approval by the Management Committee of the Company.

The Policy shall remain effective so long as the non-convertible debt securities issued by the Company remain listed with Indian Stock Exchange (s). The Policy shall cease to be effective immediately upon delisting of all listed debt securities or redemption of the entire listed debt securities of the Company, whichever is earlier.

- **Definitions**

- “**Act**” shall mean the Companies Act, 2013 and the Rules framed thereunder, including any statutory amendments, clarifications, circulars or re-enactments thereof.
- “**CEO**” shall mean any person appointed as the Chief Executive Officer pursuant to the Act.
- “**Material Events**” means information, individual transaction or arrangement or event which, are likely to have bearing on the performance/operations of the Company and/ or price sensitive information or any action that shall affect payment of interest or redemption of the listed non-convertible securities issued by the Company including but not limited to the matters required to be disclosed as per Regulation 51(2).

- **Interpretation**

Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Listing Regulations and/or the Act, as amended from time to time.

- **Uploading of Documents on website**

Regulation 62 of Listing Regulations requires listed companies to maintain a functional website containing basic information about the Company and other prescribed details. The Company maintains a functional website with the URL www.nayaraenergy.com.

All Material Events disclosed to the Stock Exchanges shall be uploaded within the

prescribed time on the website of the Company www.nayaraenergy.com or such other website that may be used as official website of the Company in future (“**Company’s Website**”) and shall be hosted on the website for a period of five years from the date of such upload.

- **Archival of Documents**

After completion of five years from uploading on the Company Website, every such disclosure of Material Events shall be kept in an ‘Archives folder’ for a further period of three years on the Company’s Website. Thereafter the said information / documents / records may be removed from the Company’s Website.

- **Disclosure:**

This Policy shall be disclosed on the Company’s Website and a web link thereto shall be provided in the Board’s report as per the law in force.

- **Amendments**

The Management Committee reserves the right to amend, modify or review this Policy in whole or in part, at any point of time, as may be deemed necessary. Any difficulties or ambiguities in the Policy will be resolved by the Management Committee in line with the broad intent of the Policy. The Management Committee may also establish further rules and procedures, from time to time, to give effect to the intent of this Policy and further the objective of good corporate governance.

In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities are inconsistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc. and such amendments shall be incorporated into the Policy with approval of the CEO. In such instances, the revised Policy shall be placed before the Management Committee for its noting at the meeting to be held following the date of such amendment(s), clarification(s), circular(s) etc.