



SEMBCORP GREEN INFRA LIMITED

(Formerly known as Sembcorp Green Infra Private Limited)

(CIN: U23200HR2005PLC078211)

Registered Off: Building 7A, Level 5, DLF Cybercity, Gurugram, Haryana – 122002

Tel: +91 124 698 6700, Fax: +91 124 698 6710

Website: www.sembcorpindia.com, Email: Complianceofficer.India@sembcorp.com

POLICY ON PRESERVATION OF DOCUMENTS AND ARCHIVAL

OF

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DEFINITIONS AND INTERPRETATION

1. Definitions

“Applicable Laws” means all applicable laws, statutes, enactments, acts of central or state legislature, ordinances, rules, regulations, notifications, guidelines, directions, directives, policies, circulars, decisions and any other pronouncements issued in accordance with the Companies Act, SEBI Act, Listing Regulations or any other law applicable to the jurisdiction of India by any central, state, local, or other governmental, administrative or regulatory authority exercising executive, legislative, judicial, regulatory or administrative functions, including but not limited to RBI and Ministry of Corporate Affairs.

“Board” means board of directors of the Company as constituted from time to time.

“Companies Act” means the Companies Act, 2013, and rules and regulations issued thereunder, as amended from time to time.

“Company” means Sembcorp Green Infra Limited (formerly known as Sembcorp Green Infra Private Limited).

“Company Secretary and Compliance Officer” means the company secretary and compliance officer as appointed by the Board.

“Document/s” or **“Records”** includes all papers, documents, agreements, filings, forms, memos, correspondences, records, files, books, etc., of the Company in physical or electronic forms.

“Electronic form” means electronic form as defined under clause (r) of sub-section (1) of section 2 of the Information Technology Act, 2000.

“Listing Regulations” means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

“Policy” means this policy on preservation of documents and archival of the disclosures made on the Company’s website of all information and events communicated to Stock Exchanges.

“Policy for Determination of Materiality of Events and Information” means the policy for determination of materiality of events and information formulated pursuant to Regulation 30 of the Listing Regulations, and approved by the Board on 29th July 2026.

“RBI” means the Reserve Bank of India.

“SEBI Act” means the Securities and Exchange Board of India Act, 1992, as amended from time to time.

“Stock Exchanges” means National Stock Exchange of India Limited and BSE Limited.

2. Interpretation

Unless defined expressly herein, all capitalised terms used in this Archival Policy shall have the meanings assigned to them under the Companies Act, SEBI Act and rules and regulations thereunder.



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INTRODUCTION

3. Background

Sembcorp Green Infra Limited (the “Company”) is required to formulate a policy on preservation of documents and archival of documents and disclose such policy on the website of the Company. This is in accordance with the Regulation 9 and Regulation 30(8) of the Listing Regulations and provisions of Companies Act.

Pursuant to Regulation 30(8) of the Listing Regulations all events or information which has been disclosed to Stock Exchange(s) shall be disclosed on the website of the listed entity for a minimum period of five years and thereafter as per the archival policy of the Company, which shall also be disclosed on the Company’s website, www.sembcorpindia.com.

This policy has been adopted by the Board of Directors on 29th July 2026 and shall come into force with immediate effect from the date of commencement of listing of the equity shares of the Company on recognized stock exchange(s) in India, except for documents mandatorily required to be preserved as per Companies Act in respect of which this policy shall be in force from immediate date upon Board’s approval.

This Policy applies to all records held by the Company, whether in paper or electronic media, including documents required under the Companies Act, SEBI Listing Regulations, or other Applicable Laws.

4. Objectives

The purpose of this Policy is:

1. to determine the period for the preservation of records/documents of the Company based on their reference value and statutory requirements. In determining such period, the following aspects have been considered such as (i) company's own information retrieval needs (reference value); (ii) statutory requirements under respective statutes; (iii) litigation requirements; (iv) ease of retrieval; (v) optimal use of storage space and cost of preservation; and (vi) timely sanitation of obsolete records.

provided that the documents not preserved permanently shall be preserved for a period of not less than eight years after the completion of the relevant transaction.

2. to formulate the procedure for archival of the disclosures made on the website of the Company for information and events communicated to the Stock Exchanges under Regulation 30 of the Listing Regulations and Regulation 46 of the Listing Regulations and in line with the Company’s Policy for Determination of Materiality of Events and Information.

5. PRESERVATION OF DOCUMENTS

The Company is required to maintain certain types of corporate records for a specified period of time under applicable corporate/ securities laws, including but not limited to the Listing Regulations and the Companies Act. There are certain types of records that need to be retained for a specified period of time, as identified below as per Regulation 9 of the Listing Regulations:

- a) **Documents to be preserved permanently:** The documents listed in Schedule I along with any other documents required legally shall be maintained and preserved permanently by the Company.
- b) **Documents to be preserved for no less than eight (8) years and prescribed period:** The documents listed in Schedule II along with any other documents required legally shall be maintained and preserved for no less than eight (8) years or prescribed period by the Company.



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- c) **Documents disseminated on website:** All such events or information which has been disclosed to stock exchange(s) under regulation 30 of SEBI Listing Regulations, such disclosures shall be hosted on the website of the listed entity for a minimum period of five (5) years

Provided that these records may be preserved for longer periods of time where required under any other Applicable Laws. Similarly, if an employee believes, or the Company requires that, Company records are relevant to litigation or potential litigation, then these records need to be preserved until the Legal Department advises otherwise.

6. MODES OF PRESERVATION

The Company shall maintain these records, as per the prescribed formats, either in physical or electronic mode. The applicable provisions of law, rules and regulations with regard to electronic maintenance of records shall be adhered to by the Company. The preserved records must be accessible at all reasonable times. Access may be controlled by the heads of the respective business divisions/ departments with preservation, so as to ensure integrity of the records and prohibit unauthorised access.

The heads of respective departments of the Company shall be responsible for preservation of the documents in terms of this Policy, in respect of the areas of operations falling under their charge of each of them.

7. DISPOSAL OF REGISTERS/DOCUMENTS

Unless required to be preserved for a particular purpose like litigation or regulatory directive and upon expiration of the specified period of time for preservation as per Applicable Laws and/or SEBI Listing Regulations, the documents which are not required to be maintained and preserved permanently may be destroyed after the expiry of the specified retention period in such mode and under the instructions approved by the Functional/ Departmental Heads. Any deviation will be approved by any of the Executive Directors jointly or severally.

The Board shall review, at least once in every three years, the list of documents that may be destroyed.

The concerned employee shall be responsible for taking in to account the potential impact on the preservation/destruction of the documents in their work area and their decision to retain/preserve/destroy documents pertaining to their area of work. The modes of destruction of records can include methods like shredding, recycling, delete or destroy electronically stored data etc. or any other mode as permissible by law.

ARCHIVAL POLICY

8. Archival Policy

- 8.1. All the relevant disclosures of information and events communicated to the Stock Exchanges under Regulation 30 of the Listing Regulations will be hosted on the website of the Company under the section entitled "*Investor Relations*" for a period of five years. In case a document or information is to be archived for a longer period as per Applicable Law then the document or information shall be archived for such period prescribed under the Applicable Law. After completion of the minimum period of five years or such other period as prescribed by the Listing Regulations and/ or Applicable Laws, the information and events shall be archived by the Company thereafter for a period of two years. Thereafter, such events or information may cease to be displayed on the website of the Company www.sembcorpindia.com
- 8.2. 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.



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9. POLICY REVIEW

- 9.1. This Policy will be periodically reviewed and amended based on any changes in the laws, rules and regulations applicable to the Company from time to time or changes in internal processes.
- 9.2. This Policy shall also be disclosed on the website of the Company.

10. CONFLICT

In the event of any conflict between the provisions of this Policy and the Companies Act, Listing Regulations or any other statutory enactments or rules as maybe applicable, the provisions of the Companies Act, Listing Regulations or any other such statutory enactments or rules shall prevail over this Policy and the part(s) so repugnant shall be deemed to be severed from the Policy and the rest of the Policy shall remain in force.

Version Control:

Sr. No.	Version No.	Date of approval
1	V-1	29 th July 2026



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Schedule I

S.No.	Section/Rules/Clause of Companies Act, 2013	Type of Document
1.	-	Documents and information filed with Registrar of Companies for incorporation of the Company
2.	-	Certificate of incorporation and certificate of change of name, if any
3.	Section 7(4)	Memorandum of Association and Articles of Association as amended from time to time
4.	Section 7(4)	Declaration in the prescribed form by an advocate, a chartered accountant, cost accountant or company secretary in practice, who is engaged in the formation of the company, and by a person named in the articles as a director, manager or secretary of the company, that all the requirements of the Companies Act, and the rules made thereunder in respect of registration and matters precedent or incidental thereto have been complied with.
5.	Section 7(4)	A declaration from each of the subscribers to the memorandum and from persons named as the first directors, if any, in the articles that he is not convicted of any offence in connection with the promotion, formation or management of any company, or that he has not been found guilty of any fraud or misfeasance or of any breach of duty to any company under the Companies Act or any previous company law during the preceding five years and that all the documents filed with the registrar for registration of the company contain information that is correct and complete and true to the best of his knowledge and belief.
6.	Section 7(4)	The address for correspondence till the registered office is established.
7.	Section 7(4)	The particulars of name, including surname or family name, residential address, nationality and such other particulars of every subscriber to the memorandum along with proof of identity, as may be prescribed.
8.	Section 7(4)	The particulars of the persons mentioned in the articles as the first directors of the Company, their names, including surnames or family names, the director identification number, residential address, nationality and such other particulars including proof of identity as may be prescribed.
9.	Section 7(4)	The particulars of the interests of the persons mentioned in the articles as the first directors of the Company in other firms or bodies corporate along with their consent to act as directors of the Company in such form and manner as may be prescribed.
10.	-	Agreements made by the Company with the Stock Exchanges and Depositories, etc.
11.	Rule 25(1)(f) of the Companies (Management and Administration) Rules, 2014 and Clause 8.1 of Secretarial Standard 1	Minutes of Board or Committee Meetings including Minutes of all Meetings of the transferor Company under a scheme of arrangement.
12.	Rule 25(1)(e) of the Companies (Management and Administration) Rules, 2014 and Clause 18.1 of Secretarial Standard 2	Minutes of General Meeting including Minutes of all Meetings of the transferor Company under a scheme of arrangement.



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13.	Regulatory / business licenses, approvals, permits, etc.	Licenses, Certificate, and permissions obtained from any statutory authority.
14.	Any other material document(s), agreements, contracts, order issued by court or statutory bodies as may be required to maintain permanently by any laws / requirements of the Company	Order from Courts and any other regulatory authorities, intellectual property documents.
15.	Section 186(9) and Rule 12(1) of the Companies (Meetings of Board and its Powers) Rules, 2014	Register of loans, guarantee, security and acquisition of securities made by the Company in form MBP 2.
16.	Section 187(3) and Rule 14(1) of the Companies (Meetings of Board and its Powers) Rules, 2014	Register of investments not held in its own name by the Company in form MBP 3.
17.	Section 189(1) and Rule 16(1) of the Companies (Meetings of Board and its Powers) Rules, 2014	Register of contracts or arrangements in which directors are interested in form MBP 4.
12.	Section 189(1) and Rule 16(1) of the Companies (Meetings of Board and its Powers) Rules, 2014	Register of charges
13.	Section 88 and Rule 15(1) of the Companies (Management and Administration) Rules, 2014	Register of Members along with index of the names
14.	Section 88 and Rule 15(4) of the Companies (Management and Administration) Rules, 2014	Foreign register of members
15.	Section 88 and Rule 15(4) of the Companies (Management and Administration) Rules, 2014	Register of Renewed and Duplicate Share Certificates



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Schedule II

Sl. No.	Document	Period
1.	Instrument creating charge or modification thereon.	8 years from the date of satisfaction of charge by the company
2.	Copies of all annual returns prepared under section 92 and copies of all certificates and documents required to be annexed thereto.	8 years from the date of filing with the Registrar of Companies.
3.	All notices in Form MBP-1 for disclosure of concern/ interest received u/s 184 of the Companies Act, 2013 and Rule 9(1) the Companies (Meetings of Board and its Powers) Rules, 2014.	8 years from the end of the financial year to which it relates
4.	The attendance register of Board & Committee Meetings.	8 financial years from the date of last entry made therein and may be destroyed thereafter with the approval of the Board.
5.	Office copies of Board Meeting Notices, Agenda, Notes on Agenda and other related papers of the company.	As long as they remain current or for 8 financial years whichever is later and may be destroyed thereafter with the approval of the Board
6.	Office copies of general meeting Notices, scrutinizers report and other related papers of the company.	As long as they remain current or for 8 financial years whichever is later
7.	Any other register /documents required by any law, for the time being in force.	8 financial years
8.	Books of Accounts.	8 financial years
9.	The postal ballot and all other papers or registers relating to postal ballot including voting by electronic means.	8 financial years
10.	All books and documents relating to the issue of share certificates, including the blank forms of share certificates under Rule 7(3) of the Companies (Share Capital and Debentures) Rules, 2014.	Not less than 30 years and in case of disputed cases shall be preserved permanently
11.	Tape recording(s) or other electronic recording mechanism used for Board meetings held through videoconferencing or audio-visual means under Rule 3(2)(d) of the Companies (Meetings of Board and its Powers) Rules, 2014.	8 financial years