MEDIA MATRIX WORLDWIDE LIMITED
Corporate Identity Number: L32100HR1985PLC144515

Registered Office: Plot No: 38, 4th Floor, Institutional Area
Sector 32, Gurugram, 122001, Haryana

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ARCHIVAL POLICY

Original Policy adopted on: November 30, 2015
Last modifid as on: May 29, 2025
Owner: Corporate Secretarial Department

Media Matrix Worldwide Ltd.

ARCHIVAL POLICY

1. Background:

The Securities and Exchange Board of India has issued the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") on September 02, 2015 to be effective from December 01, 2015.

Regulation 30 of these Listing Regulations deals with disclosure of material events by the listed entity specified under Part A of Schedule III of the Listing Regulations.

Further, SEBI has also issued Master Circular dated November 11, 2024, for compliance with the provisions of the Listing Regulations read with SEBI Circular dated December 31, 2024, i.e., Implementation of recommendations of the Expert Committee for facilitating ease of doing business for listed entities indicating the details that need to be provided while disclosing events under Regulation 30 of the Listing Regulations.

Regulation 30 and the above circulars states that:

a) the events specified in Para A of Part A of Schedule III of the Listing Regulations are deemed to be "**Material Events**" and the listed entity shall make disclosures of such events to the Stock Exchanges. (enclosed as Annexure 1);
b) the events specified in Para B of Part A of Schedule III of the Listing Regulations are to be disclosed to the Stock Exchanges, if considered "**material**" pursuant to the Company's Policy on "Reporting of Material Events under Regulation 30 of the Listing Regulations." (enclosed as Annexure II);
c) the events or information with respect to subsidiary companies, which are considered **"Material"** for the Company.

As per Regulation 30(8) of the Listing Regulations, the Company is required to disclose on its website all such events or information which is to be disclosed to the Stock Exchanges pursuant to this Regulation.

The disclosures made to the stock exchanges shall be hosted on the website of the Company for a minimum period of 05 (five) years and thereafter, as per the Archival Policy of the Company.

Thereafter, such information would be provided to the website maintenance team (WMT) by the Company Secretarial Department for uploading on the website of the Company.

2. Archival Requirement:

The disclosures made to stock exchanges would be provided to the WMT by the Company Secretarial Department for uploading in the website of the Company.

The information provided to WMT would be promptly uploaded in the website of the Company and would be hosted in the website for 05 (five) years period from the date of such hosting under "**Corporate Announcement**" in Investors Relations section.

Thereafter, the information would be archived under the heading "Past Events/Information" and would be retained in the website for such period as may be decided by the Whole Time Director.

The document and records which are no longer current, but which are required to be preserved for a specified period of time or permanently under the applicable laws/ rules/ regulations shall be archived by the Company.

The documents and records may be archived in physical and/or electronic mode and shall be stored in the premises of the Company or with an approved warehousing agency in case of physical documents and on the server of the Company and/ or the server of any third-party vendor/ service provider in case of electronic documents having appropriate security and safety measures.

The documents and records archived in electronic form shall be subjected to automatic back-up on a periodic basis as per the procedure established by the IT function of the Company.

Archived documents and records must be maintained in safe and secure place to ensure timely and proper retrieval as and when necessary.

3. Review of the Policy:

In case, there are any regulatory changes requiring modifications to the Policy, the Policy shall be reviewed and amended with due approval from the Whole Time Director.

However, the amended regulatory requirements will supersede the Policy till the time Policy is suitable amended.

4. Compliance with regulatory provisions etc.:

The compliance of applicable rules and regulatory provisions shall always be ensured. In the event of a conflict between the provisions of this Policy and those prescribed under applicable rules and regulations, the latter shall prevail.

5. Disclosure on website:

The Policy shall come into effect immediately.

A copy of the Policy including amendments thereto shall be hosted on the website of the Company at https://www.mmwl.com.

Annexure I

The Indicative list of information, whether material or not, which shall be published in the website of the Company under the "**Corporate Announcement" Section**" and would be subject to the Archival Policy of the Company, are as under:

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, buy back 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 Rating(s) or Revision in Rating(s) ;
4. Outcome of meetings of the Board of Directors in respect of ;
   - 4.1 dividends recommended or declared or the decision to pass any dividend and the date on which dividend shall be paid/dispatched;
   - 4.2 any cancellation of dividend with reasons thereof;
   - 4.3 the decision on buy back of securities;
   - 4.4 the decision with respect to fund raising proposed to be undertaken including by way of issue of securities (excluding security receipts, securitized debt instruments or money market instruments regulated by the Reserve Bank of India), through further public offer, rights issue, American Depository Receipts/ Global Depository Receipts/ Foreign Currency Convertible Bonds, qualified institutions placement, debt issue, preferential issue or any other method;
   - 4.5 increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares shall be credited/dispatched;
   - 4.6 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;
   - 4.7 short particulars of any other alterations of capital, including calls;
   - 4.8 financial results;
   - 4.9 decision on voluntary delisting by the listed entity from stock exchange(s)

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;

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:

Provided that such agreements entered into by a listed entity in the normal course of business shall not be required to be disclosed unless they, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the listed entity or they are required to be disclosed in terms of any other provisions of these regulations.

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 material personnel (Managing Director, Chief executive Officer, Chief Financial Officer, Company Secretary etc.),Senior management, Auditor 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, the following disclosures shall be made to the stock exchanges by the listed entities:

- The letter of resignation along with detailed reasons for the resignation as given by the said director.
- Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.
- The Independent Director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.

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 including the following details:

- Decision to initiate resolution of loans/borrowings;
- Signing of Inter-Creditors Agreement (ICA) by lenders;
- Finalization of Resolution Plan;
- Implementation of Resolution Plan;
- Salient features, not involving commercial secrets, of the resolution/ restructuring plan as decided by lenders.

10. One time settlement with a bank.

11. 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. A (i) Schedule of analysts or institutional investors meet at least two working days in advance (excluding the date of the intimation and the date of the meet)

(ii). Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls shall be disclosed to the recognized stock exchanges prior to beginning of such events.

Explanation I: For the purpose of this clause 'meet' shall mean group meetings or group conference calls conducted physically or through digital means.

Explanation II: Disclosure of names in the schedule of analysts or institutional investors meet shall be optional for the listed entity.

B. Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means, in the following manner:

(i) The audio recordings shall be promptly made available on the website and in any case, before the next trading day or within twenty-four hours from the conclusion of such calls, whichever is earlier;

(ii) the video recordings, if any, shall be made available on the website within forty-eight hours from the conclusion of such calls;

(iii) the transcripts of such calls shall be made available on the website along with simultaneous submission to recognized stock exchanges within five working days of the conclusion of such calls.

16. The following events in relation to the corporate insolvency resolution process (CIRP) of a listed corporate debtor under the Insolvency Code:

a) Filing of application by the corporate applicant for initiation of CIRP, also specifying the amount of default;

b) Filing of application by financial creditors for initiation of CIRP against the corporate debtor, also specifying the amount of default;

c) Admission of application by the Tribunal, along with amount of default or rejection or withdrawal, as applicable ;

d) Public announcement made pursuant to order passed by the Tribunal under section 13 of Insolvency Code;

e) List of creditors as required to be displayed by the corporate debtor under regulation 13(2)(c) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016;

f) Appointment/ Replacement of the Resolution Professional;

g) Prior or post-facto intimation of the meetings of Committee of Creditors;

h) Brief particulars of invitation of resolution plans under section 25(2)(h) of Insolvency Code in the Form specified under regulation 36A(5) of the IBBI (Insolvency Resolution Process for Corporate Persons) Regulations, 2016;

i) Number of resolution plans received by Resolution Professional;

j) Filing of resolution plan with the Tribunal;

k) Salient features, not involving commercial secrets, of the resolution plan approved by the Tribunal, in such form as may be specified;

l) Specific features and details of the resolution plan as approved by the Adjudicating Authority under the Insolvency Code, not involving commercial secrets, including details such as:

- Pre and Post net-worth of the company;
- Details of assets of the company post CIRP;
- Details of securities continuing to be imposed on the companies' assets;
- Other material liabilities imposed on the company;
- Detailed pre and post shareholding pattern assuming 100% conversion of convertible securities;
- Details of funds infused in the company, creditors paid-off;
- Additional liability on the incoming investors due to the transaction, source of such funding etc.;
- Impact on the investor – revised P/E, RONW ratios etc.;
- Names of the new promoters, key managerial personnel, if any and their past experience in the business or employment. In case where promoters are companies, history of such company and names of natural persons in control;
- Brief description of business strategy.

m) Any other material information not involving commercial secrets.

n) Approval of resolution plan by the Tribunal or rejection, if applicable;

o) Proposed steps to be taken by the incoming investor/acquirer for achieving the MPS;

p) Quarterly disclosure of the status of achieving the MPS;

q) The details as to the delisting plans, if any approved in the resolution plan.

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:

a) The fact of initiation of forensic audit along-with name of entity initiating the audit and reasons for the same, if available;

b) Final forensic audit report (other than for forensic audit initiated by regulatory / enforcement agencies) on receipt by the listed entity along with comments of the management, if any.

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.

Explanation – "social media intermediaries" shall have the same meaning as defined under the Information Technology (Intermediary Guidelines and Digital Media Ethics Code) Rules, 2021.

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:

a) search or seizure; or

b) re-opening of accounts under section 130 of the Companies Act, 2013; or

c) investigation under the provisions of Chapter XIV of the Companies Act, 2013; along with the following details pertaining to the actions(s) initiated, taken or orders passed:

- name of the authority;
- nature and details of the action(s) taken, initiated or order(s) passed;
- date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority;
- details of the violation(s)/contravention(s) committed or alleged to be committed;
- impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible.

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) taken or orders passed:

- name of the authority;
- nature and details of the action(s) taken, or order(s) passed;
- date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority;
- details of the violation(s)/contravention(s) committed or alleged to be committed;
- impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible.

Explanation- Imposition of fine or penalty shall be disclosed in the following manner along with the details pertaining to the action(s) taken or orders passed as mentioned in the sub-paragraph:

(i) disclosure of fine or penalty of rupees one lakh or more imposed by sectoral regulator or enforcement agency and fine or penalty of rupees ten lakhs or more imposed by other authority or judicial body shall be disclosed within twenty-four hours.

(ii) disclosure of fine or penalty imposed which are lower than the monetary thresholds specified in the clause (i) above on a quarterly basis in the format as may be specified.

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.

Annexure II

The indicative list of information, which if considered "**material**" in nature, shall be published in the website of the Company under the "**Corporate Announcement** Section" and would be subject to the Archival Policy of the Company, are as under:

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:

   2.1 Arrangement for strategic, technical, manufacturing, or marketing tie-up
   2.2. Adoption of new line(s) of business
   2.3 Closure of operations of any unit/division- (entirety or piecemeal)

3. Capacity addition or product launch.

4. Awarding, begging/ 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, revision(s) or amendment(s) and 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/ 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 Share Based Employee Benefit (SBEB) Scheme).

11. Giving of guarantees or indemnity or becoming a surety, by whatever name 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.