



INFIBEAM AVENUES LIMITED
(Formerly known as Infibeam Incorporation Limited)

[CIN: L64203GJ2010PLC061366]

POLICY ON PRESERVATION OF DOCUMENTS

1. PREAMBLE:

Regulation 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [hereinafter referred to as “SEBI (LODR) Regulations” or “Regulations”] requires every listed company to have a policy on Preservation of Documents / records maintained by the Company either in Physical Mode or Electronic Mode.

2. SCOPE:

This policy shall govern the maintenance and preservation of Statutory Documents which are required to be maintained by the Company under the Companies Act, 2013 and Rules made there under. Company’s other documents may be maintained according to requirement of applicable laws and/ or discretion of the management.

3. OBJECTIVES OF THE POLICY:

The main objective of this policy is to ensure that all the statutory documents maintained under the Companies Act, 2013 are preserved in compliance with the Regulations and as per Policy framed in compliance with the Regulations.

The major objectives of the policy are:

- Identification of Statutory Registers and other records of the Company which are required to be preserved.
- Identification and categorization of the Statutory Registers and other records to be maintained either for eight years or permanently.
- Decide whether the Statutory Records and documents are to be preserved in physical form or in electronic form.
- After completion of 8 years, for the statutory documents which are to be preserved for 8 years only may be disposed off as per the guidelines of the Policy or as decided by the Board of Directors at that time.
- Aiding employees of the Company in understanding their obligations in retaining and preserving the documents and records.

4. DEFINITIONS:

- **“Act”** means the Companies Act, 2013, Rules framed there under and any amendments thereto;
- **“Regulations”** means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any amendments thereto;

- **“Chief Compliance Officer”** shall mean any person responsible for all statutory and legal compliances of the Company and who shall be the Chief Risk Officer/ President-Risk of the Company;
- **“Company”**, “This Company”, “The Company”, and “Company” wherever occur in the policy shall mean **“Infibeam Avenues Limited** (Formerly known as Infibeam Incorporation Limited)”;
- **“Current”** means running matter or whatever is at present in course of passage.
- **“Board of Directors “or “Board”**, means the collective body of the Directors of the company;
- **“Book and Paper”** and **“book or paper”** includes books of account, deeds, vouchers, writings, documents, minutes and registers maintained on paper or in electronic form.
- **“Books of Account”** includes records maintained in respect of
 - (i) all sums of money received and expended by a company and matters in relation to which the receipts and expenditure take place;
 - (ii) all sales and purchases of goods and services by the company;
 - (iii) the assets and liabilities of the company; and
 - (iv) the items of cost as may be prescribed under section 148 in the case of a company which belongs to any class of companies specified under that section
- **“Policy” or “This Policy”** means, “Policy on Preservation of Documents.”
- **“Maintenance”** means keeping Documents, either physically or in Electronic Form.
- **“Preservation”** means to keep in good order and to prevent from being altered, damaged or destroyed.
- **“Electronic Form”** means any contemporaneous electronic device such as computer, laptop, compact disc, floppy disc, space on electronic cloud, or any other form of storage and retrieval device, considered feasible, whether the same is in possession or control of the Company or otherwise the Company has control over access to it.

5. INTERPRETATION:

Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013, Listing Regulations, and/or any other SEBI

Regulation(s) as amended from time to time.

In case of any dispute or difference upon the meaning/interpretation of any word or provision in this Policy, the same shall be referred to the Risk Management Committee to decide thereupon.

6. GUIDELINES:

Regulation 9 of Listing Regulations, provides that the listed entity shall have a policy for preservation of documents, approved by its Board of Directors, classifying them in at least two categories as follows:

- a) documents whose preservation shall be **permanent in nature**;
- b) documents with preservation period of **not less than eight years** after completion of the relevant transactions:

Accordingly, the preservation of Documents shall be done in the following manner:

- a) Where there is a period for which a Document is required to be preserved, as per Applicable Law, for the period required by Applicable Law.
- b) Where there is no such requirement as per Applicable Law, then for such period as the document pertains to a matter which is "Current".
- c) In case of any other Document, for such period, as a Competent Officer of the Company required to handle or deal with the Document takes a considered view about its relevance; Provided that generally speaking, a Document may be preserved for a period of 4 years from the date on which the Document was originated.

An indicative list of the Documents and the time-frame of their preservation is provided in **Annexure - I**.

7. MODES OF PRESERVATION:

The Documents may be preserved in -

- a) Physical Form; or
- b) Electronic Form.

The official of the Company required to preserve the Document shall be Authorized Person who is generally expected to observe the compliance of requirements of Applicable Law.

The preservation of Documents should be such as to ensure that there is no tampering, alteration, destruction or anything which endangers the content, authenticity, utility or accessibility of the Documents.

The preserved Documents must be accessible at all reasonable times. Access may be controlled by Authorized Person with preservation, so as to ensure integrity of the Documents and prohibit unauthorized access.

8. DESTRUCTION OF DOCUMENTS:

Destruction as a normal administrative practice usually occurs because the records are duplicated, unimportant or for short-term use only. This applies to both Physical and Electronic Documents.

The temporary Documents, excluding the Current Document(s) shall be destroyed after the relevant or prescribed period, by the Authorized Person in whose custody the Documents are stored, after the prior approval of the Board or any other authority as required under the Applicable Law pursuant to which the Documents have been preserved.

A register of the Documents disposed/destroyed shall also be maintained. It shall state the brief particulars of the Documents destroyed, date of disposal/destruction and the mode of destruction.

The entries in the register shall be authenticated by the Authorized Person.

9. REVIEW:

This policy shall be reviewed from time to time so that the policy remains compliant with applicable legal requirements. The Company Secretary will keep the policy updated as per applicable statutory guidelines.

Annexure - I

PERMANENT PRESERVATION	TEMPORARY PRESERVATION
<ul style="list-style-type: none"> ➤ The Memorandum and Articles of the Company ➤ All Documents and Information as originally filed with the Registrar of Companies for Incorporation of Company. ➤ Affidavit from the subscribers to the Memorandum and from persons named as the first directors ➤ Register of Members including foreign register, if required (with index of names if no. of members is not less than 50) (Form MGT-1) and Record of Beneficial Owners [Section 88 (1) (a) and Rule 3 of Chapter VII] ➤ Books and Documents relating to the issue of share certificates, including the blank forms of share certificates [Section 46 and Rule 7 of Chapter IV] {Preserve for Thirty years, but in case of disputed cases, permanently.} ➤ The Foreign register of Members ➤ Minutes book of General Meetings ➤ Minutes of Board Meeting and Committee Meetings ➤ Register of Contracts and Arrangement in which Directors are Interested [Section 189 & Rule 16 of Chapter XII] ➤ Register of Inter Corporate Loan & Investments [Section 186 & Rule 12 of Chapter XII] ➤ Books and Papers of Amalgamated Companies. Minutes of all Meetings of the transferor company, as handed over to the transferee company [SS-1 & SS-2] ➤ Listing Agreements entered with Stock Exchanges ➤ Register of Renewed and Duplicate Share Certificate [Section 46 & Rule 6(3) of Chapter IV] ➤ Register of Charges [Section 46 & Rule 6(3) of Chapter IV] ➤ Register of Investments made by Company not held in its own name (Form MBP-3) [Section 187 & Rule 14(3) of Chapter XII] ➤ Register of Transfer and Transmission 	<ul style="list-style-type: none"> ➤ Register of Charges (8 years) ➤ Register of Debenture Holders or any other security holders (8 years from the date of redemption of debentures or securities) ➤ Copies of all Annual Returns prepared under Section 92 of the Companies Act, 2013 and copies of all Certificates and Documents required to be annexed thereto (8 years from date of filing with the Registrar) ➤ Foreign register of debenture holders or any other security holders (8 years from the date of Redemption) ➤ All notices pertaining to disclosure of interest of directors (8 years from the end of the Financial Year) ➤ All certificates surrendered to a Company (3 years from date of surrender) ➤ Register of deposits (not less than 8 years from the date of last entry) ➤ Instrument creating a charge or modification (8 years from date of satisfaction of charge) ➤ Books of Accounts, Financial Statements, etc. (8 years from the last of Financial Year) ➤ Office copies of Notices, scrutinizer's report, and related papers (as long as they remain current or for 8 financial years), whichever is later. ➤ Attendance register of general meeting (8 years) ➤ Register of Proxies (8 years) ➤ Details / statement of unclaimed dividend (At least for eight years from the relevant financial year of transfer to IEPF) ➤ Certified copy of the order of any court or Tribunal confirming reconstruction and amalgamation of companies, Schemes, Arrangements or contract involving transfer of shares, reduction of share capital and certified copy of the order and minute, cancellation or variation of shareholders' right, compromises and arrangements with creditors and members and copy of orders in appeal. (8 years) ➤ Certificates surrendered to the Company for the purposes of cancellation [Section 46 and Rule 7 of Chapter IV] (until expiry of 3 years from date of surrender)