IB INFOTECH ENTERPRISES LIMITED

POLICY FOR PRESERVATION AND ARCHIVAL OF DOCUMENTS

**Background**

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations") every listed Company is required to disclose on its website all such events or information which has been disclosed to the Stock Exchange(s) and such disclosures shall be hosted on the website of the listed entity for a minimum period of five years and thereafter as per the archival policy of the listed entity, as disclosed on its website. . Further, in terms of Regulation 9 of SEBI Listing Regulations, the Company is required to have a policy for preservation of documents. The board of directors of IB Infotech Enterprises Limited ("Board" and "Company", respectively) in pursuance of Regulation 30(8) and Regulation 9 of the SEBI Listing Regulations and other applicable provisions (including any statutory enactments / amendments thereof), adopted preservation of documents and archival policy ("Policy").

**Purpose**

The purpose of this Policy is to ensure preservation and archival of documents and records of the Company in compliance with the applicable laws.

**Definitions**

a) 'Act' means the Companies Act, 2013 and Rules made thereunder, including any amendments or modifications thereof.

b) 'Board of Directors' or 'Board' means the collective body of the Directors of the Company.

c) 'Company' mean IB Infotech Enterprises Limited.

d) 'Documents' shall mean and include all papers, statutory records, files, books, registers, returns, forms, tapes, CDs, DVDs, electronic storage devices, etc., as required to be maintained under any law or regulation for the time being in force.

e) 'Electronic Form' means any electronic device such as computer, laptop, compact disc, floppy disc, pen drive, space on electronic cloud, or any other form of storage and retrieval device, considered feasible, whether the same is in possession of the Company or not, but the Company has control over or access to.

f) 'Key Managerial Personnel' means the officers of the Company as defined in Section 2(51) of the Companies Act, 2013 and Rules made thereunder.

g) ‘Policy’ means, ‘Policy on Preservation of Documents’.

h) ‘Preservation’ means preventing the documents from being damaged, altered or destroyed.

i) ‘Register’ means Registers maintained under the Companies Act, 2013 and Rules made thereunder and SEBI Act and Regulations.

j) ‘Regulations’ means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any amendments thereto.

k) ‘Secretarial Standards’ means standards issued by the Institute of Company Secretaries of India.

**Introduction**

Regulation 9 of the SEBI Listing Regulations mandates that a 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:

• Documents whose preservation shall be permanent in nature (Annexure-1);

• Documents with preservation period of not less than eight years after completion of the relevant transactions (Annexure-2).

Provided that the listed entity may keep documents specified in clauses (a) and (b) in electronic mode. Further, pursuant to Regulation 30 of the SEBI Listing Regulations, the Company shall disclose on its website all such events or information which has been disclosed to stock exchanges(s) under Regulation 30 and such disclosure shall be hosted on the website of the Company for a minimum period of five years and thereafter as per the archival policy of the Company.

Besides the above, as per the applicable provisions of the Companies Act, 2013, certain documents are required to be preserved permanently or up to a certain prescribed time.

**Preservation of Documents and Archival Policy**

The Company shall disclose events and information to the stock exchanges in line with the Company’s Policy on Determination of Materiality of Events and as per the SEBI Listing Regulations and shall also disclose on its website all such events or information which has been disclosed to stock exchange(s) under Regulation 30 of the SEBI Listing Regulations, and such disclosures shall be hosted on the website of the Company for a period of five years. Thereafter the same shall be archived so as to be available for retrieval for a further period of three years by storing the same on archival section of the website. Thereafter the said information, documents, records may be destroyed as per this Policy.

Annexure 1 of this policy contains the indicative list of documents whose preservation shall be permanent in nature as required by applicable laws.

Annexure 2 of this policy contains the indicative list of documents whose preservation shall be temporary in nature and shall be maintained in the following manner:

All such documents having preservation period of 8 (eight) years or period as per applicable laws, shall be preserved for such period as prescribed under the applicable laws.

All other documents for which the period of preservation is not prescribed under any laws shall be preserved by the Company for a reasonable period of time after taking into consideration nature and relevance of the document.

**Authority and Responsibility**

The functional head of the concerned department shall be responsible to maintain and destroy the records according to the time frame prescribed in the Policy. Each of the departments is responsible for keeping track of the location and contents of all documents for which they are responsible.

**Mode of Preservation**

Records / documents may be preserved either physically or in electronic form.

• An external agency can also be used for the purpose of preserving documents.

• The preservation location for physical documents will be the concerned department. If the location is other than the concerned department, the same may be documented and kept in a file for reference purpose in the respective department.

• In case of critical documents which need to be preserved for very long periods or permanently, the same will be preserved in a good condition and stored safely.

• The preservation location for electronic documents will be the computer systems, data storing devices, server of the Company and/ or the server of any third-party vendor/ service provider having appropriate security and safety measures.

• 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 shall be accessible at all reasonable times. Access may be controlled by the respective functional head of the concerned department, so as to ensure integrity of the documents and prohibit unauthorized access.

**Documents to be made available on the website of the Company**

1. As required under the SEBI Listing Regulations, the Company shall maintain a functional website.
2. The Company shall ensure that the contents of the website are correct.
3. The Company shall update any change in the content of its website within two working days from the date of such change in content.
4. The information and/or documents uploaded on the website shall be available for the current financial year and for the preceding five financial years.

**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 document may be destroyed by the Company. The functional head of the concerned department shall be responsible for taking into account the potential impact on 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.

**ANNEXURE - 1**

**Documents whose preservation shall be permanent in nature**

1. Common seal, certificate of incorporation and certificate of change of name, if any)
2. Memorandum of Association and Articles of Association as amended from time to time.
3. Agreements made by the Company with the Stock Exchanges and Depositories, etc.
4. Minutes Books of General Meetings, Board and Committee Meetings as per Companies Act, 2013 and the Regulation.
5. Licenses, Certificate and permissions obtained from any statutory authority
6. Order from Courts and any other regulatory authorities, intellectual property documents
7. Statutory registers required to be maintained under various applicable laws
8. Statutory forms except for routine compliance
9. Files relating to premises for instance Title Deeds / Lease Deeds of owned premises / land and building, etc. and related Ledger/ Register
10. Policies of the Company framed under the Companies Act, 2013 and various regulations from time to time.
11. Any other documents as may be required to be maintained in terms of applicable law(s) and preserved from time to time.

**Annexure - 2**

**Documents / Record to be preserved for a minimum period of eight years**

1. Instrument creating charge or modification (from the date of satisfaction of charge) as per Companies Act, 2013.
2. Annual Returns as per Companies Act, 2013.
3. Register of Deposits as per Companies Act, 2013.
4. Register of Allotment (from the date of each allotment) as per Companies Act, 2013.
5. Annual financial statements (including Annual accounts, Directors report, Auditors report)
6. Books of accounts including Vouchers / Voucher register as defined under the Companies Act, 2013.
7. Income Tax Returns filed under Income Tax Act, 1961.
8. All notices in form MBP – 1 received from Directors and KMPs along with any amendment thereto.
9. Return of declaration in respect of beneficial interest in any share as per Companies Act, 2013.
10. Copy of newspaper advertisement or publications.
11. Compliance Reports received from any statutory authority.
12. The postal ballot and all other papers or registers relating to postal ballot including voting by electronic means.
13. Disclosure/Return filled under SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.