

# **POLICY ON PRESERVATION, ARCHIVAL & DESTRUCTION OF DOCUMENTS**

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## 1. INTRODUCTION:

A company is required to maintain certain documents, registers and records. There are some other registers and records, the maintenance of which is not statutorily required but is essential for the smooth, efficient and systematic functioning of the company.

This Policy seeks to prescribe a set of principles in relation to the preservation, archival & destruction of various documents, registers and records as required to be maintained by Info Edge (India) Ltd. in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') and the applicable provisions of the Companies Act, 2013.

## 2. PURPOSE OF THE POLICY:

This Policy is primarily framed in accordance with the requirements of Regulation 9 & Regulation 30(8) of the Listing Regulations and the Companies Act, 2013.

The purpose of this Policy is to ensure that significant/critical documents, registers & records (hereinafter referred to as 'Documents') including the electronic resources of the Company are safeguarded and preserved to ensure their longevity.

The Policy will help systematic identification, categorization, maintenance, review, retention and destruction of documents received or created in the course of business of the Company. It contains the guidelines on how to identify Documents that need to be maintained, how long certain Documents should be retained, how and when those Documents should be disposed of, if no longer needed and how the Documents should be accessed and retrieved when they are needed.

## 3. PRESERVATION OF DOCUMENTS:

- I. The list of Documents which shall be permanently preserved is given in **Annexure-I** to this Policy.
- II. The list of Documents which shall be preserved for a period not less than 8 years after completion of the relevant transaction is given in **Annexure-II** to this Policy.
- III. The list of Documents which are to be made available on the website of the Company is given in **Annexure-III** to this Policy.

## 4. ARCHIVAL OF DOCUMENTS:

The Documents mentioned in paragraph 3 above shall be preserved/archived in the following manner:

### 4.1. Documents maintained in physical form:

- a) All Documents pertaining to current financial year and for one preceding financial year shall be kept readily available and maintained in such a manner that their retrieval is easy & quick.
- b) All Documents for periods prior to one preceding financial year shall be kept in good condition at least upto minimum period specified for their preservation in **Annexures I, II & III** aforesaid. The said records shall also be maintained in such a manner that their retrieval is easy & quick.

### 4.2. Documents maintained in electronic form:

- a) All Documents pertaining to current financial year and for one preceding financial year shall be maintained on server & backup be maintained at least every week on scheduled time and day. These should be maintained in such a manner that their retrieval is easy & quick.
- b) All Documents for periods prior to one preceding financial year shall be maintained on server, in good condition at least upto minimum period specified for their preservation in **Annexures I, II & III** aforesaid. The said records shall also be maintained in such a manner that their retrieval is easy & quick.

### 4.3. Documents on the website of the Company:

After the expiry of five financial years preceding the current financial year, the Documents shall be removed from the main website. The backup of said Documents shall be maintained/preserved in the server for a minimum period of 3 years and after expiry of the said period of 3 years, the same may be permanently removed from the server as per the policy for destruction of Documents mentioned herein.

## 5. DESTRUCTION OF DOCUMENTS:

The Documents mentioned in paragraph 3 above, other than those required to be permanently maintained, shall be destroyed in the following manner:

- a) On expiry of the minimum period specified herein for preservation of Documents maintained in physical/electronic form, the person responsible to maintain the said records shall provide the details of such Documents to the Company Secretary for destroying them.
- b) On expiry of 3 years after the Documents have been transferred from main website and are lying as backup on the server, the person responsible to maintain the said records shall provide the details of such Documents to the Company Secretary for destroying them.
- c) The Company Secretary (for secretarial records) and Chief Financial Officer (for financial records) shall evaluate the need for further preservation and, if considered fit, shall seek the approval of the Board and also of the Central Government, if required for destroying the Documents of the Company.
- d) The Board of Directors shall give its approval for such destruction and authorize a person in whose presence the Documents shall be destroyed. The backup of such Documents maintained in the server may also be destroyed with its approval.
- e) The Company Secretary shall maintain a Register containing the details of destruction of records. The entries in the register shall be endorsed by the CFO/CS along with the person responsible for maintain the Documents and a person in whose presence the Documents are destroyed.

## **6. AMENDMENTS:**

The Board of Directors can amend this Policy, as and when deemed fit. This Policy is subject to amendments, clarifications, circulars, notifications (hereinafter referred to as “Amendment”) as may be issued by relevant statutory authorities, from time to time.

In case, any such Amendment is not consistent with the provisions of this Policy, then such Amendment shall prevail and this Policy shall be assumed to stand amended accordingly from the effective date of such Amendment.

**Annexure – I**

**List of Documents which shall be permanently preserved**

*(Please refer paragraph 3-1)*

1. Copies of all documents and information as originally filed relating to incorporation of the Company.
2. Minutes of General Meetings/resolutions passed by postal ballot, meeting of Board of Directors, Committees of Board and resolutions passed by circulation.
3. The attendance register of Board & Committee Meetings.
4. Register u/s 186 of the Companies Act, 2013 (loan/ guarantee/ security or making an acquisition of securities)
5. Register u/s 189 of the Companies Act, 2013 (Register of Contracts or arrangements in which directors are interested as per section 184 & 188 of the Act.
6. Register of Renewed and Duplicate Shares.
7. Register of Charges.
8. Registers of Members along with the index.
9. Foreign Register of Members.
10. Register u/s 187 of the Companies Act, 2013 (investment held in the name of any other person), if & when applicable.
11. Disclosures received by the company under the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.
12. Record of Directors particulars.
13. Material agreements.
14. Audit reports received from Statutory Auditors/Secretarial Auditors/Internal Auditors.
15. Documents to be filed with Registrar of Companies under Companies Act, 2013/1956.
16. Copy of Memorandum & Articles of Association
17. Certificates issued by Registrar of Companies, Any court order/CLB/NCLT order etc.
18. Annual Reports

**Annexure – II**

**List of Documents which shall be preserved for a period not less than 8 years  
after completion of the relevant transaction**

*(Please refer paragraph 3-II)*

1. Books of Accounts & Tax returns alongwith all supporting documents & vouchers etc.
2. Register of Deposits accepted or renewed, if & when applicable.
3. Instrument creating charge or modification thereon.
4. Register of debenture holders or any other security holders along with the index, if & when applicable.
5. Foreign Register of debenture holders or any other security holders
6. Office copies of Board Meeting Notices, Agenda, Notes on Agenda and other related papers of the Company.
7. Office copies of general meeting Notices, scrutinizers report and other related papers of the Company.
8. Any other register /documents required by any law, for the time being in force.
9. Attendance slips for Annual General Meeting/ Extra Ordinary General meeting
10. Dividend Payment Records.
11. All documents required to be filed with SEBI, Stock Exchanges, Depositories or any other regulatory/governmental authority.

**Annexure – III**

**List of Documents available on the website of the Company**

*(Please refer paragraph 3-III)*

1. Basic information about the Company including the details of its businesses;
2. All information and/or documents required to be posted on website as specified in the Companies Act, 2013 and/or Regulation 46(2)/Regulation 30 of the SEBI (LODR) Regulations, 2015.
3. All documents required to be filed with Stock Exchanges under aforesaid Regulations.
4. Any changes in the content on the website shall be updated within 2 working days.
5. Schedule of Analyst or Institutional Investor meet and presentations made by the Company to them.
6. The information/documents provided on the website shall be for current financial year & for preceding five financial years.