



INFIBEAM INCORPORATION LIMITED
[CIN: L64203G]2010PLC061366]

WEBSITE CONTENT ARCHIVAL POLICY

1. PREAMBLE:

Securities and Exchange Board of India has notified Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. These regulations require every listed Company to give various disclosures of corporate actions, events, documents etc. on the website of the Company. These disclosures made on the website can be archived as per the Policy.

2. SCOPE:

This policy shall govern the disclosure and archival of such contents only which have been disclosed on the website of the Company pursuant to the compliance with the above mentioned Regulations and which are disclosed with stock exchanges. Other contents displayed / hosted on the website shall be out of purview of the Policy and can be archived / deleted as per the requirement of the content.

3. OBJECTIVES OF THE POLICY:

The main objective of this policy is to ensure that all the documents, disclosures made to the stock exchanges pursuant to the Regulations are hosted on the website and transferred to the Archives folder of the Website of the Company after the completion of five years from the date of disclosure or event.

The major objectives of the policy are:

- Identification of Information, documents, events, etc. which are required to be disclosed on the website of the Company.
- Ensuring that all the information is disclosed at the relevant link and there is unanimity in the same every time.
- Ensure that all the information, documents, events disclosed on the website of the Company, unless otherwise specified in the Act, shall remain on the website for the five years from the date of disclosure.
- After completion of five years of disclosure of the respective documents, shall be moved to the respective archives folder on the website of the Company.
- Documents which are required to be hosted on the website for a particular period, shall be deleted after the due date, therefore, it shall not be saved to archives folder.
- Certain documents like Policies, Codes of Conduct and other documents which are required to be continuously displayed on the website, shall not be archived.

4. DEFINITIONS:

- a) **"Act"** means the Companies Act, 2013, Rules framed thereunder and any amendments thereto;
- b) **"Compliance Owner"** shall mean any person responsible for all statutory and legal compliances of a particular unit/ division/ function of the Company."
- c) **"Regulations"** means Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- d) **"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."
- e) **"Company"**, "This Company", "The Company", "Company" wherever occur in the policy shall mean "Infibeam Incorporation Limited"
- f) **"Board of Directors" or "Board"**, means the collective body of the Directors of the company;
- g) **"Policy" or "This Policy"** means, "Website Content Archival Policy."
- h) **"Risk Management Committee"** means the Committee of Directors and Senior Managerial Personnel of the Company formulated for monitoring and reviewing the risk management and Legal Compliance framework of the Company.

5. INTERPRETATION:

Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, Listing Agreement 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:

The Company being listed on BSE & NSE, regularly sends various information, financial statements, notices and other disclosures, as required under listing agreement to Stock Exchanges where the equity shares of the Company are listed. As required under the Act and the Listing agreement the same are also displayed and hosted on the website of the Company.

Regulation 46 of Regulations requires the listed Companies to maintain a functional website containing basic information about the Company and to update the same within two days of any change taking place therein.

Regulation 30 requires the Listed Companies to disclose on its website all such events or information which has been disclosed to stock exchange(s) under this regulation, and such disclosures 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, as disclosed on its website.

7. POLICY:

The required documents, information, disclosures, notices, policies as provided under the Regulations and the Act, which is required to be disclosed on the website, shall be uploaded on the Website of the Company. The website of the Company shall be reviewed on regular intervals for ensuring that all the above mentioned disclosures are available on the website of the Company as required.

These disclosures, unless otherwise mentioned in the Act itself, shall be hosted on the website for the specified period and thereafter shall be moved/transferred to Archives folders under the respective heads / sub-folders, in a way so that these can be searched easily as and when required by any person. The documents/disclosures shall be kept in the archive folders till such time as may be required by law.

(A) The following information shall be uploaded on the website and shall be updated within two working days from the date of occurrence of change:

- Details of Company business.
- Terms and conditions of appointment of Independent Directors.
- Composition of various committees of Board of Directors
- Code of conduct of Board of Directors and Senior Management Personnel
- Details of establishment of Vigil Mechanism/ Whistle Blower policy
- Criteria of making payments to non-executive directors, if the same has not been disclosed in annual report
- Policy on dealing with related party transactions
- Policy for determining 'material' subsidiaries;
- Details of familiarization programmes imparted to Independent Directors.
- Email address for grievance redressal and other relevant details.
- Contact information of the designated officials who are responsible for assisting and handling investor grievances;
- Financial information including:

- notice of meeting of the board of directors where financial results shall be discussed;
- financial results, on conclusion of the meeting of the Board of Directors where the financial results were approved;
- Complete copy of the annual report including balance sheet, profit and loss account, director's report, corporate governance report etc;
- Shareholding pattern.
- Details of agreements entered into with the media companies and/or their associates, etc;
- Schedule of analyst or institutional investor meet and presentations made to analysts or institutional investors simultaneously with submission to stock exchange.
- New name and the old name of the Company, for a continuous period of one year, from the date of the last name change, if applicable.
- Notice of Board meeting to consider financial results published in newspapers.
- Financial Results published in newspapers.
- Statement of deviation/ variation in use of proceeds from public issue, rights issue, preferential issue etc.
- Notices given to shareholders by newspaper advertisement.
- Fraud/defaults by promoter or key managerial personnel or by Company or arrest of key managerial personnel or promoter.

(B) The following information shall be uploaded on the website as soon as it is disclosed to Stock Exchanges and shall be achieved after a period of five years:

- 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 Company or any other restructuring.
- Issuance or forfeiture of securities, split or consolidation of shares, buyback 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.
- Revision in Rating(s).
- Outcome of Meetings of the Board of Directors.

- Dividends and/or cash bonuses recommended or declared or the decision to pass any dividend and the date on which dividend shall be paid/dispatched.
- Any cancellation of dividend with reasons thereof.
- Board Decision on Buyback of securities.
- Board Decision of fund raising proposed to be undertaken.
- Increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares shall be credited/dispatched.
- 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;
- Short particulars of any other alterations of capital, including calls; Ø Financial results;
- Board decision on voluntary delisting from stock exchange(s).
- Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that it impacts management and control of the Company), 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.
- Change in Directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), Auditor and Compliance Officer.
- Appointment or discontinuation of share transfer agent. Ø Corporate debt restructuring.
- One time settlement with a bank.
- Reference to BIFR and winding-up petition filed by any party / creditors.
- 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 Company.
- Proceedings of Annual and extraordinary general meetings of the Company.
- Amendments to memorandum and articles of association of Company, in brief.
- Schedule of Analyst or institutional investor meet and presentations on financial results made by the Company to analysts or institutional investors;

- Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division.
- Material change in the general character or nature of business brought about by arrangements for strategic, technical, manufacturing, or marketing tie-up, adoption of new lines of business or closure of operations of any unit/division (entirety or piecemeal).
- Material capacity addition or product launch.
- Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/ contracts not in the normal course of business.
- Material agreements (viz. loan agreement(s) (as a borrower) or any other agreement(s) which are binding and not in normal course of business) and revision(s) or amendment(s) or termination(s) thereof.
- Major disruption of operations of any one or more units or division of the Company due to natural calamity (earthquake, flood, fire etc.), force majeure or events such as strikes, lockouts etc.
- Material effect(s) arising out of change in the regulatory framework applicable to the Company.
- Material litigation(s) / dispute(s) / regulatory action(s) with impact.
- Material fraud/defaults etc. by Directors (other than key managerial personnel) or employees of Company.
- Options to purchase securities including any ESOP/ESPS Scheme.
- Giving of guarantees or indemnity or becoming a surety for any third party.
- Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.
- Any other information/event viz. major development that is likely to affect business, e.g. emergence of new technologies, expiry of patents, any change of accounting policy that may have a significant impact on the accounts, etc. and brief details thereof and any other information which is exclusively known to the Company which may be necessary to enable the holders of securities of the Company to appraise its position and to avoid the establishment of a false market in such securities.
- Any other disclosures of event/information as specified by the Board from time to time.

8. 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.

9. DISCLOSURES:

The policy shall be continuously hosted on the website of the Company after the approval of the Board of Directors and after every amendment/updating thereof.
