

INTERNATIONAL FINANCIAL REPORTING STANDARDS FOUNDATION

RECORD RETENTION AND DESTRUCTION POLICY

Purpose

The purpose of this policy is to provide the International Financial Reporting Standards Foundation (the Foundation) with a framework to govern management decisions on treatment of particular records and documents and should be read in conjunction with the Foundation's data protection policy.

The policy is designed to address whether data should either be:

- retained – and if so, in what format and for what period; or
- disposed of – and if so, when, by what method and by whom.

This introductory section should be read in conjunction with the data retention schedules which specify for how long data should be stored appears at page 5 of this policy and schedule 14 which includes:

- details of who is responsible for ensuring that this policy is implemented;
- how to securely dispose of data; and
- miscellaneous guidance on implementation of this policy.

A template data destruction form is included at schedule 13.

This policy is designed to ensure that the Foundation:

- complies with document retention laws;
- retains valuable documents and saves time, money and space;
- protects against allegations of selective document destruction; and
- provides for a routine destruction of non-business, superfluous, and outdated documents.

Mandatory Compliance by all staff

The Foundation strives to comply with the laws, rules and regulations by which it is governed and with recognized compliance practices. All staff must comply with this policy and any litigation hold communications. Failure to do so may subject the

Foundation and its staff to serious civil and/or criminal liability. Failure to comply with this policy may result in disciplinary sanctions, including suspension or termination.

The effectiveness of the Foundation's efforts to ensure compliance with this policy depends largely on staff. If you feel that you or someone else may have violated this policy, you should report the incident immediately to your line manager. If you are not comfortable bringing the matter up with your immediate line manager, or do not believe the line manager has dealt with the matter properly, you should raise the matter with the one of the Foundation's directors.

To which records does this policy apply?

This policy applies to the following whether in hard copy or electronic format:

Examples of where the various types of information are located are:

- Appointment books and calendars.
- Audio and video recordings.
- Computer programs.
- Contracts.
- Electronic files.
- E-mails.
- Handwritten notes.
- Sales records.
- Letters and other correspondence.
- Memory in cell phones and PDAs.
- Online postings, such as on Facebook and Twitter and other sites.
- Performance reviews.
- Voicemails.

Storage

Important original documentation shall be kept onsite, in a secure location.

Original documentation which is beyond its operational date or which is not needed for day to day work may be either kept onsite (in the basement at 30 Cannon Street) or offsite depending on the nature of the documentation. The documentation should be recorded and archived at the designated offsite location which shall be arranged in conjunction with Iron Mountain (UK) Limited.

Hard copies or scanned copies of documentation beyond its operational date may be kept onsite for reference purposes.

Electronic data shall be backed-up by the IT department and the back-up files shall be kept at an offsite location. Staff are responsible for managing their own email accounts.

Litigation

All electronic and paper document destruction should automatically be suspended when a lawsuit, claim or government investigation is pending, threatened or reasonably foreseeable. In the case of electronic destruction, the IT department is responsible for ensuring that any automatic destruction programme is disabled. However, overall control shall lay with the Director of Operations. The Director of Operations and senior officers should advise staff accordingly to prevent destruction of documentation.

Destruction

When information reaches the expiry date for retention, ensure that ALL copies of that information are permanently destroyed. Where information is held in more than one media the information must be removed from all record systems, for example, paper copies – shredded; electronic copies – completely destroyed from any memory source or other media.

All documents, including electronic documents and emails that are no longer relevant to the Foundation's business should be destroyed every thirty (30) days. Drafts of documents that have been finalised should not be retained, unless a senior officer advises otherwise.

Review

The Director of Operations and the Legal Department shall periodically review this policy both internally and with external advisors as appropriate. The next review date for this policy is June 2017.

Schedules: Periods of retention

| <u>Schedule 1</u> | <u>Type of documents</u> | <u>Page No</u> |
|--------------------------|---|-----------------------|
| 1 | Corporate and Trustee documentation, agendas and minutes of Trustee and Board meetings and related correspondence | 5 |
| 2 | Minutes and Correspondence (not including minutes of meetings of Trustees, Monitoring Board and officers of the Foundation) | 6 |
| 3 | Contracts, licences and IPR registrations and ownership documents | 7 |
| 4 | Property documents | 8 |
| 5 | Accounts documents | 8 |
| 6 | Tax records | 10 |
| 7 | Banking records | 12 |
| 8 | Employee records | 12 |
| 9 | Insurance documents | 15 |
| 10 | Donations and subscription records | 15 |
| 11 | Technical, research and related documents | 16 |
| 12 | Emails | 18 |
| 13 | Sample destruction record | 21 |
| 14 | Document retention approach - general | 22 |

Schedule 1

| Corporate and Trustee documentation, agendas and minutes of Trustee and Board meetings and related correspondence | | | |
|--|----------------------------|--|---|
| Document type | Period of retention | Comments | Responsibility |
| Articles of Incorporation, constitutional documents and Bylaws | Life of the Foundation | | Director for Trustee Affairs |
| Original IRS Form 1023 – application for exempt status. | Life of the Foundation | A non-profit is required to make Form 1023 available for public inspection at its offices and must provide copies to the public upon request unless the forms are widely available on the internet | Director for Trustee Affairs |
| Form 990 – annual information return. | Life of the Foundation | A non-profit is required to make Form 990 available for public inspection at its offices and must provide copies to the public upon request unless the forms are widely available on the internet | Director for Trustee Affairs and Finance Department |
| Company Registers including registers of trustees’ and officers’ interests | Life of the Foundation | | Director for Trustee Affairs |
| Agendas and minutes of meetings of the Trustees, the Monitoring Board and the Board of | Life of the Foundation | Under the Companies Act 2006 the requirement is retention for 10 years from the date of each meeting | Director for Trustee Affairs |

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|--|------------------------|---|------------------------------|
| Directors and those of their Committees | | | |
| Documents presented to Trustees, the Monitoring Board and Board of Directors at meetings | Life of the Foundation | Retention as these documents will have informed the decision making processes | Director for Trustee Affairs |
| Policy papers | Life of the Foundation | | Director for Trustee Affairs |

Schedule 2

| Minutes and Correspondence (not including minutes of meetings of Trustees, Monitoring Board and officers of the Foundation) | | | |
|--|----------------------------|--|---|
| Document type | Period of retention | Comments | Responsibility |
| Agendas | Five years | To be reviewed on a case by case basis | Secretary to the relevant committee |
| Correspondence and papers on important issues or activities | Five years | To be reviewed on a case by case basis | Senior Management Team |
| Routine correspondence, papers and emails | Two years | | The staff member who generated paperwork or to whom it is addressed |
| Press releases | Two years | | Head of Communications |
| Public consultations | Five years | | Technical Directors |

Schedule 3

| Contracts, licences and IPR registrations and ownership documents | | | |
|---|--|--|---------------------------------|
| Document type | Period of retention | Comments | Responsibility |
| <p>Contracts with customers, suppliers or agents</p> <p>Rental/hire purchase agreements</p> <p>Indemnities and guarantees</p> <p>Other agreements/contracts</p> | <p>Seven years after expiry or termination of the contract</p> | <p>Seven years (based on US guidelines and also the UK Statute of Limitations) is generally the time limit within which proceedings founded on a contract may be brought. Note there are exceptions to this so a longer retention period may be required on a case by case basis</p> <p>If the contract is executed as a deed, the limitation period is twelve years</p> <p>Actions for latent damage may be brought up to fifteen years after the damage occurs</p> | <p>Legal department</p> |
| <p>Licensing and waiver agreements with jurisdictions</p> | <p>Life of the Foundation</p> | <p>To preserve an accurate record of the Foundation's ownership of copyright material</p> | <p>Legal department</p> |
| <p>Domain name registrations, trade mark registrations, and copyright registrations</p> | <p>Ten years following expiry of the specific registration</p> | <p>May be required for evidence purposes in disputes</p> | <p>Chief Technology Officer</p> |

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| Evidence of use of trade marks | Life of Foundation | This is required to enable the trade mark registrations to be maintained | Legal department |
| Documentation evidencing the rights to design art and work on logos used in the business | Life of Foundation | Implemented from 2013 onwards | Legal department |

Schedule 4

| Property documents | | | |
|---------------------------------------|---|-----------------|--|
| Document type | Period of retention | Comments | Responsibility |
| Deeds of title | Life of the Foundation | | Legal department |
| Leases | Fifteen years after expiry | | Legal department |
| Other agreements relating to property | Seven years after expiry/termination [see agreements section] | | Legal department and/or Chief Technology Officer |

Schedule 5

| Accounts documents | | | |
|--|--|--|-----------------------|
| Document type | Period of retention | Comments | Responsibility |
| Company accounts (giving information sufficient to comply with Companies Act 2006) | Under the Companies Act accounting records must be retained: | Best practice suggests retaining both private and public company accounts for six years from the end | Finance department |

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|--|---|--|--------------------|
| | <ul style="list-style-type: none"> - for public companies for a minimum of six years from the date they are made - for private companies for a minimum of three years from the date they are made | of the year Some accounting records will be required for tax purposes | |
| <ul style="list-style-type: none"> • Sales invoices • Supplier invoices • Cash disbursement journals • Cash receipt journals • Bank statements • General journals • General ledgers • Fixed asset registers • Financial investment registers • Financial statements • Expenses claims • Petty cash records • Creditor and debtor account records • Other accounting records that the | Seven years unless there is a legal requirement to destroy or retain for different periods | | Finance department |

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|--|--|--|--------------------|
| Foundation is required to generate under applicable laws | | | |
| Payment card information | Any PAN data will be destroyed immediately an order is taken other than through the secure payment card system in order to comply with PCI DSS | | Finance department |

Schedule 6

| Tax documents | | | |
|--|--|---|-----------------------|
| Document type | Period of retention | Comments | Responsibility |
| Tax returns and filings | Life of Foundation | | Finance department |
| Supporting documents for tax returns | Seven years | Where there is an enquiry into a tax return, records should be retained until the enquiry is complete | Finance department |
| Audit reports | Life of Foundation | | Finance department |
| Federal and state tax bills and statements | Seven years | | Finance department |
| Corporation tax | Six years from the end of the period for which the company may be required to deliver a company tax return | | Finance department |
| PAYE | For PAYE records not | Payroll records should be | Finance department |

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| | required to be sent to the Inland Revenue, not less than three years after the end of the tax year to which they relate | kept for six years | |
| Income tax and NI returns, income tax records and correspondence with HMRC | Not less than three years after the end of the financial year to which they relate | The Income Tax (Employments) Regulations 1993 (SI 1993/744) as amended, for example by The Income Tax (Employments) (Amendment No. 6) Regulations 1996 (SI 1996/2631) | Finance department |
| Correspondence on tax matters with HMRC and professional advisers | Life of the Foundation | | Finance department |

Schedule 7

| Banking records | | | |
|--|---|-----------------|-----------------------|
| Document type | Period of retention | Comments | Responsibility |
| Cheques, bills of exchange and other negotiable instruments, bank statements | Three years for limited companies Six years for public companies | | Finance department |
| Instructions to bank | Six years after ceasing to be effective | | Finance department |

Schedule 8

| Employee records | | | |
|--|--|---|-----------------------|
| Document type | Period of retention | Comments | Responsibility |
| Staff personnel records, including immigration documentation | Three years after employment ceases | The Data Protection Act specifically provides that personnel documentation should not be retained beyond what is necessary. Consider IP assignment in separate document and not part of employment contract | HR |
| Senior executives' records | Life of the Foundation for historical purposes | | HR |
| Applications and interview notes for jobs, where the | 12 months | Due to the time limits in the various discrimination | HR |

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|--|--|---|----|
| candidate is unsuccessful | | Acts, for example the Disability Discrimination Act 1995, minimum retention periods for records relating to advertising of vacancies and job applications should be at least 6 months | |
| Applications and interview notes for jobs, where the candidate is successful | Seven years after employment ceases | Successful job applicants documents will be transferred to the personnel file | HR |
| Disciplinary and appraisals, working time and training records (including CPD) | Disciplinary – <ul style="list-style-type: none"> • unsubstantiated – destroy • minor – 12 months • significant – 3 years Appraisals – retained for period of employment of relevant staff member and for 2 years following cessation of employment | | HR |
| Working time and training records (including CPD) | Seven years after employment ceases | | HR |
| Leave | Current and preceding year | | HR |
| Payroll/wages (including overtime, bonuses and expenses) | Seven years | | HR |
| Sickness records, statutory Sick Pay records, | Three years after the end of the tax year to which they | The Statutory Sick Pay (General) Regulations 1982 | HR |

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| calculations, certificates, self-certificates | relate (unless required as part of health and safety records) | (SI 1982/894) as amended | |
| Statutory maternity, paternity and adoption pay records | Three years after the end of the tax year to which they relate | The Statutory Maternity Pay (General) Regulations 1986 (SI 1986/1960) as amended | HR |
| Staff confidentiality and IPR assignment documents | Life of the Foundation | | HR |
| Employment termination records (including those for unfair dismissal and redundancy) | Six years from termination of the employment contract | | HR |
| Pension records | Twelve years after benefit ceases | | HR |
| Pension scheme investment policies | Twelve years from the ending of any benefit payable under the policy | | HR |
| Accident books | Six years after the date of the last entry (unless required as part of Health and Safety records) | | HR |
| Notifications under The Reporting of Injuries, Diseases and Dangerous Occurrences Regulations 2013 (SI 2013/1471) as amended (known as RIDDOR notifications) | Three years after the date of the last entry (unless required as part of Health and Safety records) | The Reporting of Injuries, Diseases and Dangerous Occurrences Regulations 2013 as amended | HR |
| Health and safety records | Permanently | | |

Schedule 9

| Insurance documents | | | |
|--|------------------------------|-----------------|-----------------------|
| Document type | Period of retention | Comments | Responsibility |
| Policies | Lifetime of the Foundation | | Finance department |
| Claims correspondence | Six years after settlement | | Finance department |
| Employer's liability insurance certificate | Forty years | | Finance department |
| Accident reports and relevant correspondence | Three years after settlement | | HR |

Schedule 10

| Donations and subscription records | | | |
|---|---|-----------------|------------------------|
| Document type | Period of retention | Comments | Responsibility |
| Donations granted and related funding documentation | Lifetime of the Foundation | | Director of Operations |
| Deeds of covenant | Six years after the last payment made but up to twelve years if any payments are still outstanding or there is any dispute regarding the deed | | Director of Operations |

Schedule 11

| Technical, research and related documents | | | |
|--|--|-----------------|----------------------------------|
| Document type | Period of retention | Comments | Responsibility |
| Public documents | | | Director of Technical Activities |
| Observer notes | Permanently for electronic copies | | Director of Technical Activities |
| Public due process documents (Discussion Papers, Exposure drafts, Standards, Interpretations) | Permanently for electronic and physical copies | | Director of Technical Activities |
| Public staff and other documents (Published staff drafts, staff research reports, project summaries, expert advisory panel or other working group reports) | Permanently for electronic copies | | Director of Technical Activities |
| Comment letters received on due process documents | Permanently for electronic copies and one year after final due process document issued for physical copies | | Director of Technical Activities |
| Feedback Statements and effect analyses | Permanently for electronic copies | | Director of Technical Activities |

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|--|--|--|----------------------------------|
| Communications documents (Press releases, snapshots, presentations, webcasts, podcasts, etc) | Permanently for electronic copies | | Director of Technical Activities |
| Update | Permanently for electronic copies | | Director of Technical Activities |
| Meeting summaries | Permanently for electronic copies | | Director of Technical Activities |
| Private Documents | | | |
| Board, IFRIC, SAC and other public meeting papers (which includes public and private components) | Permanently for electronic copies | | Director of Technical Activities |
| Board member comments on private drafts of due process documents (Ballot drafts, etc) | 3 months after publication of due process document for physical or electronic copies | | Director of Technical Activities |
| Papers prepared for private meetings | Permanently for electronic copies | | Director of Technical Activities |
| Research and other internal discussion papers | Permanently for electronic copies | | Director of Technical Activities |
| Private drafts of due process documents (Ballot drafts, etc) | Permanently for electronic copies | | Director of Technical Activities |
| Signed ballot forms | 3 months after publication of due process document for physical copies | | Director of Technical Activities |

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|---|-----------------------------------|--|----------------------------------|
| Internal working papers and drafts of board, due process and other papers (Staff notes, staff research for preparing board papers, etc) | No retention required | | Director of Technical Activities |
| Letters received on staff and other documents (Published staff drafts, staff research reports, project summaries, expert advisory panel or other working group reports) | Permanently for electronic copies | | Director of Technical Activities |

Schedule 12

The following is an extract from Section 32 of the Staff Handbook (Use of information technology and telecommunications) and are intended as guidance only. This guidance applies to all emails unless they fall within the scope of any of schedules 1 to 11 in which case the retention period specified in the relevant schedule shall apply. It is recommended that staff delete emails such as those addressed to IFRS Social on a weekly basis and undertake good housekeeping of all other emails

| Folder | Retention period |
|------------------|-------------------------|
| Inbox and Drafts | 12 months |
| Sent Items | 12 months |
| Deleted Items | 3 months |
| Outbox | 3 months |

| Folder | Retention period |
|----------|--|
| Calendar | 12 months |
| Tasks | 12 months |
| Notes | 12 months |
| Journal | 12 months |
| Contacts | Retained for period of employment provided that contact details are kept up to date and deleted as appropriate |

* Where possible, the above retention periods are based on US guidelines.

Relevant UK Legislation:

- Limitation Act 1980
- Companies Act 2006
- VAT Act 1994
- Finance Act 1998
- Income Tax (PAYE) Regulation 2003
- Tax Management Act 1970
- Statutory Sick Pay (General) Regulations 1982
- Data Protection Act 1998
- Freedom of Information Act 2000

Relevant US Legislation:

Fair Labor Standards Act

Fair and Accurate Credit Transactions Act

26 U.S.C. section 501(c)(3)

.S.C. section 1519, as a general anti-shredding law, and section 1520, as a retention of audit work papers law.

Schedule 13

Sample Document Destruction Record

Type of Record: _____

File Name: _____

Format: _____

Brief Description: _____

| Type of Record | File/Record Name | Format | Brief Description of contents | Department | Date record created | Date record destroyed |
|----------------|------------------|--------|-------------------------------|------------|---------------------|-----------------------|
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Schedule 14

Document retention

Any document that is required to be maintained by law should be retained for the time and in the form that is mandated by law. Documents that should be retained and the period of retention are listed in the attached schedule. The period of retention listed in the schedule is based on the time limits for potential tribunal or civil claims and aims to draw sensible conclusions as to how long keeping the records will protect the Foundation. In general, documents that are not subject to a retention requirement should be kept long enough to accomplish the task for which they were generated.

Where the recommended retention period given is six years, this is based on the six year time limit within which legal proceedings must be commenced as laid down under the Limitation Act 1980. Where documents may be relevant to a contractual claim, it is recommended that these be retained for at least the corresponding six year limitation period.

Each record of information should entail identifying when the retention period of each record is due to expire and taking immediate action to ensure its destruction in a proper and secure manner.

The Foundation has a legal duty to retain relevant documents which it knows or believes may be relevant to any legal action. Such documents include those that could lead to discovery of admissible evidence. Failure to retain relevant documentation could result in serious consequences including costs penalties, part or all of a claim or defence being struck out or contempt of court proceedings against those involved

It may also amount to obstructing or perverting the course of justice.

Roles and responsibilities

Ultimate responsibility for determining whether to retain or dispose of specific documents rests with the Director of Operations, as it is reasonable to assume that the Director of Operations should be broadly conversant with the types of documents received, generated and stored by the Foundation.

The Director of Operations may delegate the operational aspects of this function to one or more senior officers within the Foundation. In doing so, the Director of Operations should ensure that any such officer is fully conversant with this policy and is also familiar with the operational requirements of the Foundation in relation to document retention/disposal.

The internal legal department shall advise on whether minimum retention periods are prescribed by law, and whether retention is necessary to protect the Foundation's position where the likelihood of a claim has been identified by the Director of Operations and shall work with the relevant officers of the Foundation in order to ensure that this policy is complied with.

The Information Technology department is available to provide the Director of Operations and senior officers with advice and guidance on effective records management practices.

Data Protection Act

The Director of Operations and senior officers need to be aware that under the Data Protection Act personal data processed for any purpose must not be kept longer than is necessary for that purpose. In other words, retaining documents or records that contain personal data beyond the length of time necessary for the purpose for which that data was obtained is unlawful.

The Data Protection Legislation contains no interpretive provisions on this provision. It is a matter for reasonable judgment and common sense as to how long personal data should be retained.

Method of disposal

Staff at the Foundation should follow these guidelines:

- do not deposit paper documents containing personal data or confidential information in the general waste bin. This could result in unauthorised disclosure of such information to third parties and render the Foundation liable to prosecution or other enforcement act under the Data Protection Act. Such documents should be destroyed on site, using the shredders located on the ground and first floors, or placed in the marked “Confidential Waste” bins.
- Deletion: the Information Commissioner has advised that if steps are taken to make data virtually impossible to retrieve, then this will be regarded as equivalent to deletion. If data is no longer relevant it should be deleted after thirty (30) days and if data is relevant it should be backed up and stored offsite. If in doubt further advice should be sought from the Director of Operations or IT department.
- Recycling: wherever practicable, disposal should further recycling, in-line with the Foundation’s commitment to sustainable development and promoting an alternative waste disposal strategy.

Disposal of significant documents should be documented by the relevant senior officer by keeping a record of the document disposed of, the date and method of disposal, and who authorised disposal. The documenting of disposal of personnel records will be particularly important for the Data Protection Act.

Litigation Holds and Other Special Situations

The Foundation requires all staff to fully comply with its published records retention schedule and procedures as provided in this policy. All staff should note the following general exception to any stated destruction schedule: If you believe, or the Legal Department informs you, that any of the Foundation's records are relevant to current litigation, potential litigation (that is, a dispute that could result in litigation), government investigation, audit or other event, you must preserve and not delete, dispose, destroy or change those records, including e-mails, until the Legal Department determines those records are no longer needed. This exception is referred to as a litigation hold or legal hold, replaces any previously or subsequently established destruction schedule for those records. If you believe this exception may apply, or have any questions regarding whether it may possibly apply, please contact the Legal Department.