

## Policy for Preservation of Documents of J. J. Exporters Limited

### 1. Why this policy?

This policy is in pursuance to Regulation 9 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations"), on preservation of the Documents to aid the employees in handling the Documents efficiently. It not only covers the various aspects on preservation of the Documents, but also the safe disposal/destruction of the Documents and keeping a record of the same.

### 2. Definitions

2.1 "**Act**" means the Companies Act, 2013 and applicable provision of Companies Act, 1956.

2.2 "**Applicable Law**" means any law, rules, circulars, guidelines or standards under which the preservation of the Documents has been prescribed.

2.3 "**Authorised Person**" means any person duly authorised by the Board, Managing Director or any Executive Director of the Company.

2.4 "**Board**" means the Board of directors of the Company or its Committee.

2.5 "**Company**" means J. J. Exporters Limited.

2.6 "**Current Document(s)**" means any Document that still has an ongoing relevance with reference to any ongoing litigation, proceedings, complaint, dispute, contract or any like matter.

2.7 "**Document(s)**" refers to summons, notice, requisition, order, declaration, form and register, whether issued, sent or kept in pursuance of the Companies Act, 2013 or under any other law for the time being in force or otherwise maintained on paper or in electronic form and does not include multiple or identical copies.

2.8 "**Electronic Record(s)**" means the electronic record as defined under clause (t) of sub-section (1) of section 2 of the Information Technology Act, 2000.

2.9 "**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.

2.10 "**Maintenance**" means keeping Documents, either physically or in Electronic Form.

2.11 **“Preservation”** means to keep in good order and to prevent from being altered, damaged or destroyed.

2.12 **“Regulations”** means the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015

The words and phrases used in this Policy and not defined here shall derive their meaning from the Applicable Law.

### **3. Coverage**

This Policy is intended to guide the Company and its officer on maintenance of any Documents, their preservation and disposal.

### **4. Classification**

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”.

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

### **5. Modes of preservation**

5.1 The Documents may be preserved in

5.1.1 Physical form or

5.1.2 Electronic Form.

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

5.3 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.

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

In case of preservation of electronic records, a critically important factor to be considered is the inevitability of hardware, software and media obsolescence. These records must either be migrated to new versions or the old hardware and software must be retained in order to read the records. Migrating may also cause the records to change or lose their format, so good quality control procedures must be in place when migrating to ensure all information retains its original content, context and structure.

## **6. Custody of the Documents**

6.1 Subject to the Applicable Law, the custody of the Documents shall be with the Authorised Person, Where the Authorised Person tenders resignation or is transferred from one location of the Company to another, such Person shall hand over all the relevant Documents, lock and key, access control or password, or Company Disc, other storage devices or such other Documents and devices in his possession under the Policy. The Board may authorise such other person as it may deem fit as the Authorised Person.

6.2 Information of the cessation or transfer of the Authorised Person is to be also intimated to the legal and information technology department of the Company.

## **7. Authority for approval of Policy**

The Board shall have the authority for approval of this policy in pursuance to the Regulations. This authority has been granted via the Regulations.

## **8. Authority to make alterations to the Policy**

The Board is authorized to make such alterations to this Policy as considered appropriate, subject, however, to the condition that such alterations shall be in consonance with the provisions of the Acts and Regulations.

## **9. Destruction of Documents**

The period stated above is minimum retention/preservation periods and before actual destruction/disposal in terms of this policy, the retention schedule may be reviewed by the Authorised Person to check the requirement of the same for on-going business use, internal audit requirement or any other like factor.

9.1 The temporary Documents, excluding the Current Document(s) shall be destroyed after the relevant or prescribed period, by the Authorised Person in whose custody the Documents are stored. Electronic documents shall be removed, after the prescribed retention period expires, from all identified electronic repositories.

9.2 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.

9.3 The entries in the register shall be authenticated by the Authorised Person.

The format of the register has to be in accordance with Annexure-II.

## **10. Conversion of the form in which the Documents are preserved**

11.1 The physical Documents preserved may be converted, whenever required or felt necessary, into electronic form to ensure ease in maintenance of records and efficient utilization of space.

11.2 This will be done after obtaining prior approval of the Authorised Person.

## **12. Authenticity**

Where a Document is being maintained both in physical form and in Electronic form, the authenticity with reference to the physical form should be considered for every purpose.

## **13. Interpretation**

In any circumstance where the terms of this policy differ from any existing or newly enacted law, rule, Regulation or standard governing the Company, the law, rule, Regulation or standard will take precedence over these policies and procedures until such time as this policy is changed to conform to the law, rule, Regulation or standard.

## **Unauthorised retention/ destruction can lead to consequences**

Employees are made aware that premature destruction of records is expressly prohibited, and if intentional, may result in disciplinary action, up to and including termination of employment and possible civil or criminal liability.

Under no circumstance should duplicates or drafts (unofficial records) be retained longer than the official versions of the records. When records are approved for destruction, all copies in the possession of employees in all media and formats must also be discarded.

**Date: 11.08.2016**

**For and on behalf of Board of Directors**

**Place : Kolkata**

**Annexure - I**

**Indicative list -**

Permanent Preservation	Temporary Preservation
Companies Act, 2013	
<ul style="list-style-type: none"> <li><input type="checkbox"/> The memorandum and articles of the company</li> <li><input type="checkbox"/> Affidavit from the subscribers to the memorandum and from persons named as the first directors</li> <li><input type="checkbox"/> Register of members</li> <li><input type="checkbox"/> Books and Documents relating to the issue of share certificates, including the blank forms of share certificates</li> <li><input type="checkbox"/> Annual return</li> <li><input type="checkbox"/> The register of members</li> <li><input type="checkbox"/> Register of charges</li> <li><input type="checkbox"/> Minutes book of general meeting</li> </ul>	<ul style="list-style-type: none"> <li><input type="checkbox"/> Register of charges (8 years)</li> <li><input type="checkbox"/> Register of debenture holders or any other security holders (8 years from the date of redemption of debentures or securities)</li> <li><input type="checkbox"/> 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)</li> <li><input type="checkbox"/> Foreign register of debenture holders or any other security holders (8 years from the date of Redemption)</li> <li><input type="checkbox"/> All notices pertaining to disclosure of interest of directors</li> <li><input type="checkbox"/> All certificates surrendered to a company (3 years from date of surrender)</li> <li><input type="checkbox"/> Register of deposits (not less than 8 years from the date of last entry)</li> <li><input type="checkbox"/> Instrument creating a charge or</li> </ul>

	modification (8 years from date of satisfaction of charge)
Secretarial Standard	
<input type="checkbox"/> Minutes of Board/Committee meeting (SS-1)	<input type="checkbox"/> Office copies of Notices, scrutiniser's report, and related papers (as long as they remain current or for 8 financial years), whichever is later (SS-2)
	<input type="checkbox"/> Office copies of Notices, scrutiniser's report, and related papers (as long as they remain current or for 10 years or as long as they remain current.

### Annexure- II

#### The format of the register of Documents disposed/destroyed

Particulars of document alongwith provision of applicable law	Date and mode of destruction	Initials of the authorised person