

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF (COMPANY NAME) HELD AT THE REGISTERED OFFICE THE COMPANY AT (ADDRESS) ON (DAY),(DATE) AT (TIME).

RESOLUTION FOR APPOINTMENT OF ADDITIONAL DIRECTOR

“RESOLVED THAT pursuant to Section 161(1) of the Companies Act, 2013 and other applicable provisions (including any modification or re-enactment thereof), of the Companies Act, 2013, Mr._____ be and is hereby appointed as an Additional Director on the Board of Directors of the Company With effect from __ (date) __, who shall hold office up to the date of the ensuing Annual General Meeting of the Company.

FURTHER RESOLVED THAT pursuant to the provisions of section 167 of the Companies Act, 2013 and in terms of the Articles of Association of the Company, (Mr. /Ms.____), who has signified his/her consent in the Form DIR-2, will be Director of the Company, and is hereby appointed as an additional director of the Company.

FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, Mr.____, Director of the Company be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form as return of appointment with the Registrar.

For **XYZ PVT LTD**

Director Name

DIN:

DATE :

PLACE: