

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 KEY MANAGERIAL PERSONNEL
(Managing Director/Chief Executive Officer/Chief Financial Officer/Company Secretary)**

“RESOLVED THAT pursuant to the section 2(19) and section 203 and any other applicable provisions of Companies Act 2013 (including any statutory modifications or re-enactment thereof for the time being in force

_____ (NAME) hereby appointed as **Managing Director/Chief Executive Officer/Chief Financial Officer/Company Secretary** of the company with effect from _____ (dd/mm/yyyy) and at monthly remuneration of Rs. _____ to perform the duties assigned to him by the board of directors.

RESOLVED FURTHER THAT the remuneration payable to _____ (NAME OF **Managing Director/Chief Executive Officer/Chief Financial Officer/Company Secretary**) may be revised from time to time by the Board of Directors or any remuneration committee.

RESOLVED FURTHER THAT _____ (**Managing Director/Chief Executive Officer/Chief Financial Officer/Company Secretary**) be and hereby authorise to file Form DIR-12 , MR-1 and MGT-14 and other forms as may be required by registrar of companies and do all the acts and deeds as mentioned in COMPANIES ACT 2013

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby authorized to take such steps and do all other acts, deeds and things as may be necessary or desirable to give effect to this resolution.”

For **XYZ PVT LTD**

Director Name
DIN:

DATE:
PLACE: