**XXXX XXXXXXX LIMITED** *Company Name*

CIN: XXXXXXXXXXXXXXXXXXXXX · Registered Office: XXXX XXXXXXX, XXXXXX - XXXXXX

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## CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS HELD ON XX.XX.XXXX AT XX:XX XX

### Appointment of Secretarial Auditor for the financial year XXXX-XX

"RESOLVED THAT pursuant to section 204 and other applicable provisions of the Companies Act, 2013 and the rules made under it, M/s XXXX XXXXXXX & Associates, Company Secretaries *name of firm / individual*, (Certificate of Practice No. XXXXX), having their office at XXXX XXXXXXX, XXXXXX - XXXXXX, who have given their consent, be and are hereby appointed as Secretarial Auditor of the Company to conduct the secretarial audit for the financial year XXXX-XX, on a remuneration of ₹XX,XXX plus applicable taxes and out-of-pocket expenses.

RESOLVED FURTHER THAT Mr / Ms XXXX XXXXXXX, Director (DIN: XXXXXXXX) *or Company Secretary*, be and is hereby authorised to issue the letter of appointment, to file any form required with the Registrar of Companies, and to do all acts necessary to give effect to this resolution."

Certified true copy · For **XXXX XXXXXXX LIMITED**

*(Signature)*

**XXXX XXXXXXX** - Director, DIN: XXXXXXXX · Place: XXXXXX · Date: XX.XX.XXXX