XXXX XXXXXXX PRIVATE LIMITED *Company Name*

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

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 Mr / Ms XXXX XXXXXXX as Whole-Time Director

"RESOLVED THAT pursuant to sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the rules made under it, and subject to the approval of the members at the next general meeting, the consent of the Board be and is hereby accorded to appoint Mr / Ms XXXX XXXXXXX *name* (DIN: XXXXXXXX) as Whole-Time Director of the Company for a period of XX (XXXXX) years from XX.XX.XXXX to XX.XX.XXXX, on the terms and remuneration set out in the draft agreement placed before the meeting, namely a salary of ₹XX,XX,XXX per annum with perquisites as set out in the agreement.

RESOLVED FURTHER THAT where in any financial year the Company has no profits or its profits are inadequate, the above remuneration be paid as minimum remuneration within the limits of Schedule V.

RESOLVED FURTHER THAT Mr / Ms XXXX XXXXXXX, Director (DIN: XXXXXXXX), be and is hereby authorised to sign the agreement, to file the necessary forms with the Registrar of Companies, and to do all acts necessary to give effect to this resolution."

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

(Signature) _____

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