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

Offer of equity shares on rights basis

"RESOLVED THAT pursuant to section 62(1)(a) and other applicable provisions of the Companies Act, 2013 and the rules made under it, and the articles of association, the consent of the Board be and is hereby accorded to offer XX,XXX *number* equity shares of ₹XX each at par *or at a premium of ₹XX per share*, aggregating ₹XX,XX,XXX (Rupees XXXXX only), to the existing equity shareholders whose names appear in the register of members as on XX.XX.XXXX *record date*, in the ratio of XX new share(s) for every XX share(s) held.

RESOLVED FURTHER THAT the offer shall be made by a letter of offer and shall remain open for XX days from the date of the offer *not less than 15 and not more than 30 days*, failing acceptance within which it shall be deemed to have been declined; that shareholders may renounce the shares offered in favour of any other person; and that shares not taken up may be disposed of by the Board in a manner not disadvantageous to the shareholders and the Company.

RESOLVED FURTHER THAT Mr / Ms XXXX XXXXXXX, Director (DIN: XXXXXXXX), be and is hereby authorised to issue the letter of offer 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