

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

(a) The Board approves the appointment of ___(name)___, aged ___(age)___, as the Company Secretary of the **company** according to section 383A of the Act, holding prescribed qualification under section 2(45) of the Companies Act, 1956 read with Rule 2(1) of the Companies (Appointment and Qualifications of Secretary) Rules 1988, and presently residing at ___(address)___, on terms specified in the draft agreement 'and'/'or' appointment letter, placed on the table duly initiated by the Chairman.

(b) The Board authorises the Company Secretary to perform duties which may be performed by a secretary under the Companies Act, 1956 and any other duties assigned to him by the Board or the Chief Executive and to report to the Chief Executive of the **Company**.

For **(COMPANY NAME)**

(Director Name)