**ALLOTMENT OF EQUITY SHARES TO FOREIGN COMPANY FOR ESTABLISHING WHOLLY OWNED SUBSIDIARY**

"RESOLVED THAT in terms of Secretariat for Industrial Assistance, Ministry of Industry, Government of India approval letter bearing no. …………………………… dated \_\_\_\_\_\_\_\_\_\_\_\_ and in terms of Article \_\_\_\_\_\_\_\_ of the Articles of Association, \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Equity shares of Rs. ………….……… each aggregating to Rs. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ be and are hereby allotted in the share capital of the company to M/s. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ by way of private placement

FURTHER RESOLVED THAT share certificate in respect of the above allotment be issued to M/s. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ under the common seal of the Company under the signatures of Mr. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ and Mr. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, Directors of the Company and Mr. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ as the authorised signatory.

RESOLVED FURTHER THAT Mr. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, Director of the Company be and is hereby authorised to sign and file with the Registrar of Companies, a return of allotment in the prescribed form and also sign and file a declaration in the prescribed form with the Reserve Bank of India along with such other documents as are required to be submitted therewith and to do such other acts, deeds and things as he may consider necessary to give effect to the allotment of shares to M/s\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_".