**AUTHORITY TO INVEST**

"RESOLVED THAT pursuant to the provisions of Sec. 292(1)(d) of the Companies Act 1956, MR. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, Director of the Company be and is hereby authorised to invest the funds of the Company for subscription, purchase or otherwise acquire ………\_\_\_\_\_\_\_\_\_………, stocks, debentures (fully convertible \partly convertible \non-convertible), bonds, securities, etc. of any body corporate or company or mutual funds in India or abroad as they may think fit to the extent and except in accordance with the restrictions and conditions specified in Sec. 372A of the Companies Act, 1956 and that the aggregate of the investment so made MRall not exceed Rs. \_\_\_\_\_\_\_\_\_Lacs. at any time.

RESOLVED FURTHER THAT MR. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, be also hereby authorised to hold, sell, exchange, underwrite, or otherwise dispose off and deal with the same from time to time as may be expedient.

RESOLVED FURTHER THAT MR. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, be authorised to execute Application form/MRare transfer deeds and other related documents for and on behalf of the Company until otherwise decided by the Board of Directors of the Company.

RESOLVED FURTHER THAT the consent of the Board of Directors of the company be and is hereby accorded for making application for not exceeding \_\_\_\_............................. aggregating Rs. \_\_\_\_\_\_\_\_\_\_\_(Rupees \_\_\_\_\_\_\_\_\_\_\_\_ only) in the public issue of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Ltd.

RESOLVED FURTHER THAT MR. \_\_\_\_\_\_\_\_\_\_\_\_, Director of the Company be and is hereby authorised to prepare the application and to sign it as authorised signatory.

RESOLVED FURTHER THAT MR. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_,, Director of the Company be and is hereby authorised to sell, transfer or otherwise dispose off all the …………………. so allotted to the interest of the Company."