**APPOINTMENT OF A RELATIVE OF**

 **DIRECTOR [SECTION 314(1)]**

"RESOLVED THAT the pursuant to provisions of Section 314(1) of the Companies Act, 1956, the authority be and is hereby accorded to the Board of Directors to appoint Mr.\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ as \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ holding office of profit under the company he being a relative of the Whole-time Director, Mr. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, of the Company, for a period of \_\_\_\_\_\_\_\_ years with effect from \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, 200\_\_\_\_\_\_\_\_\_\_\_\_\_, pursuant to he terms and conditions including relating to the remuneration as contained in an agreement between the company of the one part and the said Mr. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ of the other part, a copy whereof initialed by the Chairman was placed before this meeting.

RESOLVED FURTHER THAT Mr. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, Director of the Company be and is hereby authorized to all acts, deeds and things as he may deem necessary in this regard.

RESOLVED FURTHER THAT a draft of the resolution together with the explanatory statement, a draft of which is tabled before the meeting be included in the notice to be issued for convening of Extra Ordinary General Meeting."