

(printed corporate letterhead)

Board Resolution for Recommendation of Final Dividend

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF ----- HELD
ON ----- AT THE REGISTERED OFFICE OF THE COMPANY AT --- A. M. /P.M**

“RESOLVED THAT the dividend for the year ended March 31, 20... at the rate of ...% per share on the amount paid up on the equity capital of the company subject to the approval of the shareholders be and is hereby declared for payment to those whose names appeared on the Register of Members as on the date of Annual General Meeting.”

“RESOLVED FURTHER THAT the consent of the shareholders of the company be obtained at the ensuing Annual General Meeting for the payment of the aforesaid dividend to the Equity Shareholders of the company.”

“RESOLVED FURTHER THAT a separate Bank Account be opened with the Bank for depositing the total amount of dividend and to make payment of dividend to the equity shareholders of the Company for the year

“RESOLVED FURTHER THAT Mr..... and/or Mr. of the Company be and are hereby severally authorised to sign the necessary forms and documents for the purpose of the opening of the said bank account for and on behalf of the Company and the said bank be advised to honour all dividend warrants/cheques for equity shares bearing the signature of (Name of the Authorized person) by debiting the said dividend account, ensuring remittance of dividends to all the eligible shareholders and to do all such acts, deed and things as may be necessary to give effects to the foregoing resolutions.”