

SWAGTAM TRADING & SERVICES LIMITED

Regd. Office: R-489, GF-A, New Rajinder Nagar, New Delhi – 110060

Tel: 011-42475489 E-mail: swagtam1984@gmail.com Website: www.swagtam.com

CIN: L51909DL1984PLC289131

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY AT THEIR MEETING HELD ON MONNDAY, 12TH FEBRUARY, 2024 AT REGISTERED OFFICE OF THE COMPANY AT R - 489, GF-C, NEW RAJINDER NAGAR, NEW DELHI - 110 060 AT 04.30 P.M.

I. APPOINTMENT OF Ms. VINOD BALA (DIN: 09790881) (PAN: AJYPB0318D) AS AN ADDITIONAL WOMAN EXECUTIVE DIRECTOR

Company Secretary placed, before the meeting, Consent Letter/ Engagement Letter, DIR – 2 pursuant to Section 152(5) and Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014, MBP – 1 pursuant to Section 184(1) and Rule 9(1) of Companies (Appointment and Qualification of Directors) Rules, 2014, DIR -8 pursuant to 164(2) and Rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014, ID Proofs, Resume, etc., as received from Ms. VINOD BALA (DIN: 09790881) (PAN: AJYPB0318D) and other Papers, as forwarded & recommended by Audit Committee & Nomination & Remuneration Committee.

The matter was placed, explained, deliberated upon, and discussed and it was unanimously :

“RESOLVED THAT pursuant to the provisions of Section 161 and other applicable provisions (including any modification or re-enactment thereof), if any, of the Companies Act, 2013 and provisions of Articles of Association of the Company and pursuant to the recommendation of the Audit Committee and Nomination & Remuneration Committee, Consent of the Board of Directors be and is hereby accorded, to appoint Ms. VINOD BALA (DIN: 09790881) (PAN: AJYPB0318D) as an “Additional Woman Executive Director” on the Board of Directors of the Company, subject to consideration / approval of Members at the ensuing/forthcoming General Meeting of the Company.

RESOLVED FURTHER THAT any of the Director(s) and/or the Company Secretary, for the time being, be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter, etc.) as may be required for this purpose and to file necessary E-form with the Registrar of Companies/MCA, to intimate/ communicate to Stock Exchange(s), Regulatory Authority(ies) & Others and to do all such acts, deeds and things as may considered expedient and necessary and desirable to give effect to this resolution.

RESOLVED FURTHER THAT any one of the Director(s) and/or the Company Secretary, for the time being, be and are hereby severally authorised to sign the certified true copy of the resolution to be given as and when required.”

II. APPOINTMENT OF Ms. VINOD BALA (DIN: 09790881) (PAN: AJYPB0318DD) AS AN WHOLE TIME DIRECTOR & CHIEF FINANCIAL OFFICER

Company Secretary placed, before the meeting, Consent Letter/ Engagement Letter, DIR – 2 pursuant to Section 152(5) and Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014, MBP – 1 pursuant to Section 184(1) and Rule 9(1) of Companies (Appointment and Qualification of Directors) Rules, 2014, DIR -8 pursuant to 164(2) and Rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014, ID Proofs, Resume, etc., as received from Ms. VINOD BALA (DIN: 09790881) (PAN: AJYPB0318DD)) and other Papers, as forwarded & recommended by Audit Committee and Nomination & Remuneration Committee and a draft Appointment Letter was also placed stating the terms & conditions, remuneration, duties & powers, code of conduct, etc.

The matter was placed, explained, deliberated upon, and discussed and it was unanimously :
“RESOLVED THAT pursuant to the provisions of Section 196, 197, and 203 read with Schedule V and provisions of Articles of Association of the Company and all other applicable provisions (including any modification or re-enactment thereof), if any, of the Companies Act, 2013 and pursuant to the recommendation of the Audit Committee and Nomination & Remuneration Committee, Consent of the Board of Directors be and is hereby accorded, to appoint Ms. VINOD BALA (DIN: 09790881) (PAN: AJYPB0318D) as an ‘Whole Time Director & Chief Financial Officer’ (‘WTD & CFO’) & Key Managerial Personnel (KMP), on the Board of Directors of the Company, on the terms, remunerations, conditions, etc., as agreed to between the Board and WTD & CFO, for a period

For SWAGTAM TRADING & SERVICES LIMITED
Director Auth. Sign. 12/02/24

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of 5(five) years w.e.f. 12.02.2024, subject to the approval & consideration of shareholders/members at the forthcoming General Meeting & she shall be liable to retire by rotation.

RESOLVED FURTHER THAT any of the Director(s) and/or the Company Secretary, for the time being, be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter, etc.) as may be required for this purpose and to File necessary E-form with the Registrar of Companies/MCA, to intimate/ communicate to Stock Exchange(s), Regulatory Authority(ies) & Others and to do all such acts, deeds and things as may considered expedient and necessary and desirable to give effect to this resolution.

RESOLVED FURTHER THAT any one of the Director(s) and/or the Company Secretary of the Company, for the time being, be and are hereby severally authorised to sign the certified true copy of the resolution to be given as and when required.”

CERTIFIED TRUE COPY

For Swagtam Trading & Services Limited

Sumit Gupta
Director
DIN No. 06911742

Date : 12.02.2024
Place : New Delhi

For SWAGTAM TRADING & SERVICES LIMITED

Director/Auth. Sign.

12/02/24