



**SANWARIA GROUP**  
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# Sanwaria Agro Oils Ltd.

CIN - L15143MP1991PLC006395



**CERTIFIED TRUE COPY OF RESOLUTIONS PASSED IN THE MEETING OF BOARD OF DIRECTORS OF THE COMPANY "SANWARIA AGRO OILS LIMITED" HELD ON MONDAY, 18<sup>TH</sup> MAY, 2015 AT 11.00 AM AT THE REGISTERED OFFICE OF THE COMPANY AT E-1/1, ARERA COLONY, BHOPAL-462016**

**GENERAL NOTICE IN FORM MBP-1 BY THE DIRECTORS:**

The Chairman informed the Board that pursuant to Section 184(1) of the Companies Act, 2013, it is necessary for the board members to disclose their concern or interest, in any Company or companies or bodies corporate, firms, or other association of individuals which shall include the shareholding, in form MBP-1 at the first Board Meeting in every financial year.

He further informed the Board that as per section 117(3) read with Section 179(3) of the Companies Act, 2013 and Rules made there under, the resolution passed to take note of the said form MBP-1 towards disclosure of interest by the directors is to be filed with concerned Registrar in E-form MGT-14.

The notice of disclosure of interest in prescribed form MBP-1 as received from Directors was placed before the meeting.

The Board discussed the matter and passed the following resolution:

**"RESOLVED THAT** pursuant to Section 184 (1) of the Companies Act, 2013 read with Rule 9 (1) of the Companies (Meetings of Board and its Powers) Rules, 2014, and other applicable provisions of Companies Act, 2013, the general notice of disclosure of interest or concern in Form MBP-1 received from Directors of the Company, as placed before the meeting, be and is hereby noted and taken on record by the Board.

**"RESOLVED FURTHER THAT** Mr. Anil Agrawal, Directors of the Company, be and are hereby severally authorized to digitally sign and file E-form MGT-14 with the Registrar of Companies, West Bengal."

Certified True Copy

**For SANWARIA AGRO OILS LIMITED**

Anil Agrawal  
Director  
DIN: 00256539

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**Branch Office** : 304-Midas, Sahara Plaza Complex, J.B. Nagar, Near Kohinoor Hotel, Andheri-Kurla Road, Chakala, Andheri (East) Mumbai - 400 059. Ph.: (022) 40026634, E-mail : [dpujare@sanwariaagro.com](mailto:dpujare@sanwariaagro.com)

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**APPOINTMENT OF COMPANY SECRETARY AND COMPLIANCE OFFICER**

**"RESOLVED THAT** pursuant to the provisions of Section 203 of the Companies Act, 2013 and any amendments thereto, M/s. Priyanka Shrivastava, an Associate Member of the Institute of the Company Secretaries of India, who possesses the requisite qualification as prescribed under the Companies (Appointment and Qualifications of Secretary) Rules, 1988, be and is hereby appointed, on such terms and conditions as may be decided by the management, as the Company Secretary of the Company, w.e.f 18<sup>th</sup> May, 2015, to perform the duties of the Secretary as required under the Companies Act, 2013 and any other duties assigned by the Board of Directors from time to time."

**RESOLVED FURTHER THAT** Ms. Priyanka Shrivastava, Company Secretary, be and is hereby appointed/ designated as the Compliance Officer of the Company as per Clause 47(a) of Equity Listing Agreement entered with Stock Exchanges.

**"RESOLVED FURTHER THAT** on the recommendation of Nomination and Remuneration committee, the consent of the Board be and is hereby given to appoint Ms. Priyanka Shrivastava, who is appointed as a Company Secretary, as the Key Managerial Personnel of the Company with immediate effect pursuant to the provisions of section 203(1) of the Companies Act, 2013, read with Rule 8 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the terms and conditions of appointment including the remuneration, as per copy of appointment letter placed before the Board, be and is hereby approved."

**"RESOLVED FURTHER THAT** Shri. Anil Agrawal, Director of the Company, be and is hereby authorized to digitally sign and file respective E-forms with the Registrar of Companies, Madhya Pradesh to do all such acts, deeds and things as may be necessary to give effect to the above resolution."

Certified True Copy

**For SANWARIA AGRO OILS LIMITED**



Anil Agrawal

Director

DIN : 00256539