

BOARD RESOLUTION

For Issue of Convertible Debentures

Certified True Copy of the Resolution Passed at the Meeting of the Board of Directors of [Company Name], held on [Date] at [Place/Registered Office] at [Time]:

RESOLVED THAT pursuant to the provisions of the Companies Act, 2013 and the rules made thereunder, the relevant SEBI regulations, and all other applicable laws and subject to such approvals as may be necessary, consent of the Board be and is hereby accorded to issue and allot up to [Number] ([In Words]) unsecured/secured, listed/unlisted, redeemable, fully/partly paid-up, convertible debentures of the nominal value of Rs. [Amount] each aggregating up to Rs. [Total Amount], on such terms and conditions and in such manner as may be decided by the Board.

RESOLVED FURTHER THAT the debentures so issued may be converted into equity shares of the Company at such conversion price and at such time and on such terms and conditions as may be determined by the Board in accordance with the applicable laws.

RESOLVED FURTHER THAT Mr./Ms. [Name], [Designation] of the Company be and is hereby authorized to sign all the necessary documents, forms, filings with regulatory authorities, and to do all such acts and things that may be necessary to give effect to the above resolution."

For [Company Name]

[Name of Director/Authorized Signatory]

[Designation]

Date: _____

Important Notes:

- Ensure the resolution details align with your company's Articles of Association and all applicable laws.
- Board approval must be obtained before issuing any convertible debentures.
- All terms of issue, including conversion ratio and schedule, must be clearly defined.
- Required regulatory approvals, including from RBI or SEBI (if applicable), should be secured.
- Maintain a copy of the signed resolution in the company's records for future reference and statutory compliance.