

Board Resolution

FOR PRIVATE PLACEMENT OF SHARES

Certified True Copy of the Resolution Passed at the Meeting of the Board of Directors of [Company Name], a company incorporated under the Companies Act, [Year], having its registered office at [Registered Address], held on [Date] at [Time] at [Venue].

RESOLVED THAT pursuant to the provisions of Section 42 and 62(1)(c) and other applicable provisions, if any, of the Companies Act, [Year] and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and in accordance with the provisions of the Articles of Association of the company, consent of the Board be and is hereby accorded to offer, issue, and allot up to [Number of Shares] equity shares of face value ₹[Face Value] each, at a price of ₹[Issue Price] per equity share, aggregating up to ₹[Total Amount], by way of private placement to the following person(s):

S. No.	Name of Allottee	Number of Shares
1	[Name]	[Number]

RESOLVED FURTHER THAT the draft Offer Letter in Form PAS-4, as placed before the Board, be and is hereby approved and the same be issued to the proposed allottees invited for the private placement of shares.

RESOLVED FURTHER THAT Mr./Ms. [Name], Director of the Company, be and is hereby authorized to file the necessary forms with the Registrar of Companies and to do all such acts, deeds, and things as may be necessary to give effect to this resolution."

Certified True Copy

Dated: [Date]

Place: [City]

For and on behalf of
[Company Name]

[Name of Director]

Director

DIN: [DIN]

IMPORTANT NOTES

- This is a sample format; details must be customized for each specific private placement.
- Ensure compliance with all applicable provisions of the Companies Act and relevant rules/regulations.
- Private placement requires filing of requisite forms (like PAS-4, PAS-3) with the Registrar of Companies.
- Board resolution should mention allottees, issue size, and price; maintain necessary records.
- Legal and professional advice is recommended before proceeding with a private placement.