

CERTIFIED TRUE COPY OF THE BOARD RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF THE COMPANY HALDER VENTURE LIMITED AT DIAMOND HERITAGE, 16 STRAND ROAD, 10TH FLOOR, ROOM NO- 1012 KOLKATA 700001 IN HELD ON 20TH DECEMBER, 2017.

TIME OF COMMENCEMENT: 3:00 PM

TIME OF CONCLUSION: 4:00 PM

APPOINTMENT OF COMPANY SECRETARY & COMPLIANCE OFFICER

The Chairman informed the Board that pursuant to provisions of the Companies Act, 2013, the Company is required to appoint a Company Secretary to look after over all secretarial functions of the Company.

He further informed that the board had placed on the table in the Meeting of the Nomination and Remuneration Committee of the Company held this morning the proposal for appointment of a new Company Secretary and recommended the appointment of Mr Abhishek PAL (ACS 50031) as Company Secretary and Compliance Officer of the Company. The Directors discussed the matter and passed the following resolutions unanimously:

" RESOLVED THAT in compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 2(24) & Section 203 read with Rule made thereunder and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force Mr Abhishek Pal an Associate Member of the Institute of Company Secretaries of India (ACS 50031), who possesses the requisite qualification as prescribed under the Companies (Appointment and Qualifications of Secretary) Rules, 1988, be and is hereby appointed as Company Secretary and Compliance Officer of the Company on the recommendation of the Nomination and Remuneration Committee to perform the duties of a Secretary and any other duties assigned by the Board of Directors from time to time at a Salary and other terms & conditions as per the draft letter of appointment placed before the Meeting and Sri Prabhat Kumar Halder, Director be and is hereby authorised to issue such Letter of Appointment to Mr Abhishek Pal "

"RESOLVED FURTHER THAT Shri Prabhat Kumar Halder or Shri Keshab Kumar Halder, Directors of the Company be and is hereby authorized to sign and file the necessary Forms relating to the appointment of Mr Abhishek Pal as the Company Secretary and Compliance Officer of the Company under Companies Act by applying his Digital Signature to the Registrar of Companies, West Bengal on behalf of the Company."

For M/s HALDER VENTURE LIMITED
HALDER VENTURE LIMITED

Keshab Kumar Halder

Keshab Kumar Halder **Director**

Director

(DIN - 00574080.)

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APPOINTMENT OF INTERNAL AUDITOR

The Chairman informed the Board that M/s. Gautam K Datta & Associates. (Firm Registration No. 328566E) be appointed as the internal auditors of the Company . The matter was discussed and the following resolution was carried out unanimously:

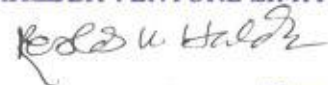
“RESOLVED THAT consent of the board of directors of the company be and is hereby accorded for the appointment of M/s. Gautam K Datta & Associates. (Firm Registration No. 328566E) of 48, Justice M.N. Bose Lane, Masterpara, P.O. – Konnagar, Dist- Hoogly, Pin- 712235, as an Internal Auditor of the company for the F.Y. 2017-18 and any Director of the company be and is hereby authorised to fix the remuneration from time to time in consultation with the Audit Committee.

“RESOLVED FURTHER THAT the engagement letter as per draft placed before the board and signed by the Chairman for the purpose of identification for the appointment of M/s. Gautam K Datta & Associates as Internal Auditor of the company for the F.Y. 2017-18 be and is hereby approved.”

“RESOLVED FURTHER THAT Shri Prabhat Kumar Halder or Shri Keshab Kumar Halder, Director of the Company be and is hereby authorized to all acts, deeds, and things that may be necessary for the purpose of giving effect to the aforesaid Resolution.”

“RESOLVED FURTHER THAT Audit Committee shall, in consultation with the Internal Auditors, formulate the scope, functioning, periodicity and methodology for conducting the Internal Audit.”

For M/s HALDER VENTURE LIMITED
HALDER VENTURE LIMITED



Director

Keshab Kumar Halder
Director

(DIN - 00574080.)