



SIROHIA & SONS LTD.

6, Bishop Lefroy Road, 4th Floor
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CIN No.: L51109WB1990PLC049105

EXTRACT OF THE RESOLUTION OF THE MEETING OF THE BOARD OF DIRECTORS OF M/S SIROHIA & SONS LIMITED HELD AT ITS REGISTERED OFFICE 16 BONFIELD LANE, KOLKATA – 700 001 ON MONDAY, THE 10th DAY OF JULY, 2017 AT 11:30 A.M.

APPOINTMENT AND REMUNERATION OF INTERNAL AUDITOR U/S 138 OF THE COMPANIES ACT, 2013

The Chairman informed the Board that as the Company is listed, Internal Audit needs to be carried out for the Financial Year 2017-18. The Audit Committee recommended the appointment of M/s Rahul R Choudhary & Co., Chartered Accountants as the Internal Auditor of the Company for the Financial Year 2017-18. The Board after discussion noted and approved the recommendations of the Audit Committee and passed the following resolution with the consent of all the directors present in the meeting:

“RESOLVED THAT pursuant to section 138 of Indian Companies Act 2013 read with Rule 13 of Companies (Accounts) Rules, 2014 and other applicable provisions if any of the Companies Act 2013, consent of the Board be and is hereby given for appointment of M/s Rahul R Choudhary & Co., Chartered Accountants, (M No. 300859) as Internal Auditors of the Company and Directors of the Company be and is hereby authorized to fix the remuneration from time to time in consultation with Audit Committee”.

“RESOLVED FURTHER THAT the engagement letter has been placed before the Board and the same has been signed by the Director for the purpose of identification of appointment of M/s Rahul R Choudhary & Co., Chartered Accountants as Internal Auditors of the Company”

“RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to file necessary forms with Registrar of Companies and to do all such act, deeds and things as may be considered necessary to give effect to the above said resolution”

APPOINTMENT AND REMUNERATION OF SECRETARIAL AUDITOR U/S 204(1) OF THE COMPANIES ACT, 2013

The Chairman informed the Board that as the Company is listed, Secretarial Audit needs to be carried out for the Financial Year 2017-18. The Audit Committee recommended the appointment of M/s Agarwal A & Associates, Company Secretaries (CP No. 13493) as the Secretarial Auditor of the Company for the Financial Year 2017-18. The Board after discussion noted and approved the recommendations of the Audit Committee and passed the following resolution with the consent of all the directors present in the meeting:

“REOLVED THAT pursuant to the provisions of Section 204(1) of the Companies Act 2013, rule 9 of the Companies (Appointment and Remuneration of Managerial personnel) Rules 2014 and other





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applicable provisions if any of the Companies Act 2013, Consent of the Board be and is hereby given for appointment of CS M/s Agarwal A & Associates, Company Secretaries (CP No. 13493), as Secretarial Auditors of the Company and Directors of the Company be and is hereby authorized to fix the remuneration from time to time in consultation with Audit Committee”.

“RESOLVED FURTHER THAT the engagement letter has been placed before the Board and the same has been signed by the Director for the purpose of identification of appointment of M/s Agarwal A & Associates, Company Secretaries (CP No. 13493) as Secretarial Auditors of the Company”

“RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to file necessary forms with Registrar of Companies and to do all such act, deeds and things as may be considered necessary to give effect to the above said resolution”

Certified True Copy

For SIROHIA & SONS LTD.

Director

