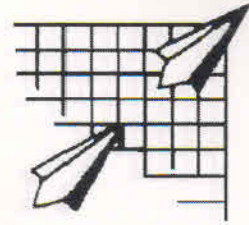


HARDOLI PAPER MILLS LTD.



Regd. Off. : "Krishna Kunj", 1st Floor, Bhavsar Chowk, C.A. Road, NAGPUR-440032.
Ph. (O) (0712) 2770168, 2770968, 2733846 FAX (0712) 2770168
CIN : L21010MH1995LCO85883 E-mail : hardolipaper@gmail.com

CERTIFIED TRUE COPY OF RESOLUTION PASSED AT THE BOARD MEETING (BM 02/2021-22) OF HARDOLI PAPER MILLS LIMITED AT 2.30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT KRISHNA KUNJ, FIRST FLOOR BHAVSAR CHOWK, C.A. ROAD, NAGPUR-440002.

1. APPROVAL OF AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2021 ALONG WITH DRAFT AUDITORS REPORT: -

"RESOLVED THAT the draft Audited Financial Statements for the year ended on 31st March, 2021 be and are hereby approved and the same be signed for and on behalf of the Company, by Mr. Kailashchandra Agarwal, Whole-time Director (DIN: 00367292), Mr. Anilkumar Lakhotiya, Managing Director (DIN: 00367361), Mr. Omprakash Rathi, Whole-time Director (DIN: 00895316), Mr. Jarnailsingh Saini (Directors and Chief Financial officer) and Mr. Mayank Luniya (Company Secretary) of the Company as required under the provisions of Section 134(1) of the Companies Act, 2013 and be forwarded to the Statutory Auditors of the company for their report thereon".

"RESOLVED FURTHER THAT any of the Director and the Company Secretary be are hereby severally authorized to do all such acts, deeds and things (including filing of necessary forms with the concerned authorities) as may be necessary in the above matter".

2. APPROVAL OF BOARD'S REPORT & ANNEXURE THEREOF: -

"RESOLVED THAT the draft Board's Report and other applicable reports as annexures to the shareholders of the company for the year ended 31st March 2021 as submitted to the meeting, be and is hereby approved and the same be signed by Mr. Kailashchandra Agarwal, Whole-time Director (DIN: 00367292) and Mr. Anilkumar Lakhotiya, Managing Director (DIN: 0367361) as required under the provisions of Section 134(6) of the Companies Act, 2013, for and on behalf of the Board of Directors".

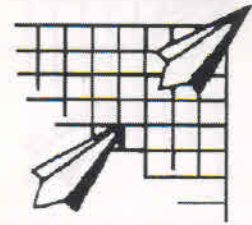
"RESOLVED FURTHER THAT any of the Director and Company Secretary be are hereby severally authorized to do all such acts, deeds and things (including filing of necessary forms with the concerned authorities) as may be necessary in the above matter."

3. APPOINTMENT OF SECRETARIAL AUDITOR FOR THE FINANCIAL YEAR 2021-22

"RESOLVED THAT pursuant to provisions of Section 204(1) of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014 and other applicable provisions of Companies Act, 2013, Mr. Girish Murarka, proprietor of GIRSIH MURARKA & CO., Practicing Company Secretaries under COP - 4576, be and is hereby appointed as the Secretarial Auditor of the Company for the financial year 2021-22 at a remuneration to be decided mutually between the Board of Directors and Auditors, if any, incurred during the course of audit.

RESOLVED FURTHER THAT the appointment letter has been placed before the board and the same has been approved by the Board of Directors of the Company and signed by the Chairman for the purpose of the appointment of Mr. Girish Murarka, as Secretarial Auditor of the Company.

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RESOLVED FURTHER THAT any Director be and is hereby authorized to file the necessary forms, if required, in connection with the appointment of the Secretarial Auditor with the Registrar of Companies, within the stipulated time."

4. APPOINTMENT OF INTERNAL AUDITOR FOR THE FINANCIAL YEAR 2021-22.

"RESOLVED THAT pursuant to the provisions of section 138 of the Companies Act, 2013, Rule 13 of the Companies (Accounts) Rules, 2014 and other applicable provisions of Companies Act, 2013, M/s. AKRG & ASSOCIATES, Chartered Accountants, Mumbai, having FRN 123670W, be and is hereby appointed as Internal Auditor of the Company for the financial year 2021-2022 at a remuneration to be decided mutually between the Board of Directors and Auditors, if any, incurred during the course of audit.

RESOLVED FURTHER THAT the appointment letter has been placed before the board and the same has been approved by the Board of Directors of the Company and signed by the Chairman for the purpose of the appointment of M/s. AKRG & ASSOCIATES, as Internal Auditor of the Company.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally/ jointly authorized to do all such acts, deeds, matters and things (including filing of necessary forms with the concerned authorities) as may be necessary in the above matter".

**//CERTIFIED TRUE COPY//
FOR HARDOLI PAPER MILLS LIMITED**

**ANILKUMAR LAKHOTIYA
MANAGING DIRECTOR
(DIN: 00367361)**

HARDOLI PAPER MILLS LTD.



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4. APPOINTMENT OF INTERNAL AUDITOR FOR THE FINANCIAL YEAR 2021-22.

"RESOLVED THAT pursuant to the provisions of section 138 of the Companies Act, 2013, Rule 13 of the Companies (Accounts) Rules, 2014 and other applicable provisions of Companies Act, 2013, M/s. AKRG & ASSOCIATES, Chartered Accountants, Mumbai, having FRN 123670W, be and is hereby appointed as Internal Auditor of the Company for the financial year 2021-2022 at a remuneration to be decided mutually between the Board of Directors and Auditors, if any, incurred during the course of audit.

RESOLVED FURTHER THAT the appointment letter has been placed before the board and the same has been approved by the Board of Directors of the Company and signed by the Chairman for the purpose of the appointment of M/s. AKRG & ASSOCIATES, as Internal Auditor of the Company.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally/ jointly authorized to do all such acts, deeds, matters and things (including filing of necessary forms with the concerned authorities) as may be necessary in the above matter".

**//CERTIFIED TRUE COPY//
FOR HARDOLI PAPER MILLS LIMITED**

**ANILKUMAR LAKHOTIYA
MANAGING DIRECTOR
(DIN: 00367361)**