**BOARD RESOLUTION OF [YOUR COMPANY NAME]**

**DULY PASSED ON [DATE]**

The undersigned, being all the directors of [YOUR COMPANY NAME], hereby sign the following amended resolutions:

**RESOLVED THAT:**

1. The financial statements of the company for the fiscal year ended [MONTH AND DAY], prepared by [ACCOUNTANT’S NAME], Chartered Accountants, under their comments dated [DATE], are approved which approval shall be evidenced by the signature on the balance sheet.

OR

1. The financial statements of the company for the fiscal year ended [MONTH AND DAY], prepared by [AUDITORS' NAMES], under their audit report dated [DATE], are approved, which approval shall be evidenced by the signature on the balance sheet.
2. The approved financial statements are placed before the annual meeting of shareholders of the company.
3. [ACCOUNTANTS] are appointed the accountants of the company for the current fiscal year.
4. By-Law No. [NUMBER] is passed as a by-law of the company to be proposed at a meeting of company shareholders for confirmation.
5. The application to amend the Articles of Incorporation [OR LETTERS PATENT] of the company in the draught form appended as Appendix A to these resolutions is approved to be proposed at a meeting of company shareholders for confirmation.
6. The company sells substantially all its assets to [PURCHASER NAME] in accordance with the draught agreement of purchase and sale appended as Appendix A to these resolutions.
7. [CHAIRMAN NAME] is elected as Chairman of the Board of Directors.
8. A dividend of [AMOUNT] per share is declared on the issued [CLASS NAME] shares of the company held by the [CLASS NAME] shareholders of record as of this date.
9. The salary of the [OFFICER] of the company is fixed at [AMOUNT] per annum effective [DATE].
10. The company executes the [CONTRACT/INSTRUMENT] in the draught form appended as Appendix A to these resolutions.
11. The transfer of [NUMBER AND CLASS OF SHARES] from [TRANSFEROR NAME] to [TRANSFEREE NAME] is approved.
12. The address of the head office [OR REGISTERED] of the company is changed to [YOUR COMPLETE ADDRESS].

It is hereby certified by the undersigned that the foregoing resolution was duly passed by the Board of Directors of the above-named Company on the [DAY] day of [MONTH, YEAR], in accordance with the Memorandum or By-Laws and Articles of Incorporation of the Company and the laws and by-laws governing the Company and that the said resolution has been duly recorded in the Minute Book and is in full force and effect.

[DIRECTOR]

[DIRECTOR]

[DIRECTOR]