CIN: L25200GJ1994PLC021666

SHREE GANESH ELASTOPLAST LIMITED

REGISTERED OFFICE :
119, Ground Floor, Kamdhenu Complex, Opp. Sahajanand College, Polytechnic, Ahmedabad - 380 015.
E-mail : ganeshelastoplast@gmail.com, elastoplast.inv@gmail.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY SHREE GANESH ELASTOPLAST LIMITED IN THEIR DULY CONVENED, HELD AND CONDUCTED MEETING ON THE SATURDAY THE 21ST DAY OF MARCH 2015 AT THE REGISTERED OFFICE OF THE COMPANY WHERE PROPER QUORUM AS REQUIRED BY LAW WAS REMAIN PRESENT.

(1) APPROVAL OF RESIGNATION OF MS. SHARMISHTHABEN R. SHAH AS DIRECTOR OF THE COMPANY FROM THE BOARD OF DIRECTORS OF THE COMPANY.

The Director of Company Mr. Bharatbhai V. Mashruwala put on table the Letter of Resignation as Director of Ms. Sharmishthaben R. Shah (Holding valid Director Identification Number : 06792757) letter dated 19th March 2015 which was hand delivered by him to the Director Mr. Bharatbhai V. Mashruwala . He further informed that, in view of the provisions of law, it is now necessary to approve his resignation in a meeting of the Board of Directors and file necessary intimation / forms with Registrar of Companies Office and also to various government authorities for change in constitution of the Board of Directors.

The Board considered the matter and after due deliberations passed following resolutions unanimously.

(1) **APPROVAL OF RESIGNATION OF MS. SHARMISHTHABEN R. SHAH AS DIRECTOR:**

RESOLVED THAT pursuant to provisions of section 168 of the Companies Act 2013 read with relevant article of the Articles of Association of the Company the Letter of Resignation as Director Dated 19th March 2015 of Ms. Sharmishthaben R. Shah (Holding a valid Director Identification Number: 06792757) as placed on the table, read out, discussed and considered be and is hereby approved and confirmed and accepted w.e.f. 21st March 2015 as per instructions given by the Director in his letter and that Mr. Sharmishthaben R. Shah be and is hereby relieved from all the legal and financial responsibilities of the Company w.e.f. 21st March 2015 i.e. the date of his resignation letter.

RESOLVED FURTHER THAT particulars of Resignation as Director of Ms. Sharmishthaben R. Shah be entered in the statutory Register of Directors maintained by the company under section 170 of the Companies Act 2013 and all other statutory records of the company.

RESOLVED FURTHER THAT Mr. Bharatbhai V. Mashruwala (Approved DIN: 03440503), a director of the company be and is hereby authorized, empowered and instructed to file necessary form in the office of the Registrar of Companies under her digital signature, and Mr. Kamlesh. M. Shah, a Practicing Company Secretary of M/s. Kamlesh M Shah And Co., be and is hereby requested to certify such forms under his digital signature, and also to intimate all other statutory authorities in time about changes in the constitution of the board of directors of the company within time with necessary supporting documents.

DATE: 21ST March, 2015.
PLACE: AHMEDABAD

For SHREE GANESH ELASTOPLAST LIMITED.

(MR. Bharatbhai V. Mashruwala)
Whole time Director.
(DIN: 03440503)

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF SHREE GANESH ELASTOPLAST LIMITED IN THEIR DULY CONVENED HELD AND CONDUCTED MEETING ON THE SATURDAY 21ST MARCH 2015 AT THE REGISTERED OFFICE OF THE COMPANY WHERE PROPER QUORUM AS REQUIRED BY LAW WAS REMAIN PRESENT.

(1) APPOINTMENT OF MRS. BINA V. PATEL AS DIRECTOR ON THE BOARD.

The Chairman introduced Mrs. Bina V. Patel to the Board who was present at the meeting by special invitation. He also put on table the Letter of consent to act as Director, Letter of Appointment, Passport size photograph and other relevant papers. He proposed that the board may consider appointing her as Independent Woman Director of the company for the further period of 5 years.

The boards considered the matter and after due deliberations it was resolved unanimously as under:

(1) APPOINTMENT OF MRS. BINA V. PATEL AS DIRECTOR:

"RESOLVED THAT pursuant to section 149(1) & 149(6) of the Companies Act, 2013 refer to Companies (Directors Appointment & Qualification) Rules, 2014, Mrs. Bina V. Patel (Holding a valid Director Identification Number: 07121537) is not disqualified for being appointed as a Independent Woman Director of the company in term of the section 164 of the Companies Act, 2013 or any other applicable provisions and had given his consent to for appointment as a Independent woman Director be and is hereby appointed as Independent Director of the company with effect from 21ST March, 2015 for the further period of 5 years."

"RESOLVED FURTHER that as per the provision of section 149(10) of the Companies Act, 2013 Mrs. Bina V. Patel is appointed for the period of 5 years as an Independent Director of the Company is not eligible for Retire by rotation.

"RESOLVED FURTHER that Mr. Bharatbhai Mashruwala , Whole-time Director of the Company, be and is hereby authorized to sign all the forms and necessary documents in this reagards and He is authorized to take such other steps as may be necessary in this regards"

Date: 21ST March 2015
Place: Ahmedabad

For Shree Ganesh Elastoplast Limited

BHARAT MASHRUWALA
(WHOLE-TIME DIRECTOR)
(DIN: 03440503)