necessary documents for the purpose of giving effect to this resolution for and on behalf of the Company."

2. **To Consider And To Approve The Auditor's Report Of The Company For The Financial year Ended 31st March 2019**

"**RESOLVED THAT** the Audit Report prepared by M/s Kapil Dev & Associates, Statutory Auditors of the company with unmodified opinion for the Financial Year ended 31st March 2019 be and is hereby noted, considered and taken on records.

RESOLVED FURTHER THAT Mr. Anand Kumar, Managing Director of the Company, be and is hereby authorized to sign the Declaration for Audit Report with unmodified opinion as per the requirements of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

RESOLVED FURTHER THAT all the Directors of the Company and/or Mr. Shree Ram (PAN: CFTPR2232H), Chief Financial Officer of the Company, be and are hereby severally authorized to forward the said Audit Report alongwith the Declaration for Audit Report with unmodified opinion to the Stock Exchanges where the securities of the company are listed and to sign and e file Form MGT-14 and other necessary Forms with the office of the Ministry of Corporate Affairs, New Delhi and to do all such acts, deeds, matters and things as may deem necessary, proper and expedient and to sign and execute all necessary documents for the purpose of giving effect to this resolution for and on behalf of the Company."

3. **Appointment of Secretarial Auditor of the Company for the Financial Year 2019-20**

"**RESOLVED THAT** pursuant to the provisions of Section 204 of the Companies Act, 2013, read with the relevant Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, **M/s Kundan Agarwal & Associates**, Practicing Company Secretary **(Firm Registration No – S2009DE113700 & CP No. 8325)**, be and is hereby appointed as Secretarial Auditor of the Company for the Financial year 2019-20 at such fees and on such terms & conditions as may be mutually agreed upon between the Board and M/s Kundan Agarwal & Associates, the Secretarial Auditor of the Company.

RESOLVED FURTHER THAT all the Directors of the Company and/or Mr. Shree Ram (PAN: CFTPR2232H), Chief Financial Officer of the Company, be and are hereby severally authorized to intimate the Stock Exchanges where the securities of the company are listed about the appointment of M/s Kundan Agarwal & Associates, Practicing Company Secretary as the Secretarial Auditor of the Company and to sign and e file Form MGT-14 and other necessary Forms with the office of the Ministry of Corporate Affairs, New Delhi and to do all such acts, deeds, matters and things as may deem necessary, proper and expedient and to sign and execute all necessary documents for the purpose of giving effect to this resolution for and on behalf of the Company."

4. **Appointment of Internal Auditor of the Company for the Financial Year 2019-20**

"**RESOLVED THAT** pursuant to the provisions of Section 138 of the Companies Act, 2013, read with Rule 13 of the Companies (Accounts) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, **M/s Sanghi & Co.**, Chartered Accountants (**Firm Registration No- 012619N**), be and is hereby appointed as an Internal Auditor of the Company for the Financial

year 2019-20 at such fees and on such terms & conditions as may be mutually agreed upon between the Board and M/s Sanghi & Co., the Internal Auditor of the Company.

RESOLVED FURTHER THAT all the Directors of the Company and/or Mr. Shree Ram (PAN: CFTPR2232H), Chief Financial Officer of the Company, be and are hereby severally authorized to intimate the Stock Exchanges where the securities of the company are listed about the appointment of **M/s Sanghi & Co.**, Chartered Accountants as the Internal Auditor of the Company and to sign and e file Form MGT-14 and other necessary Forms with the office of the Ministry of Corporate Affairs, New Delhi and to do all such acts, deeds, matters and things as may deem necessary, proper and expedient and to sign and execute all necessary documents for the purpose of giving effect to this resolution for and on behalf of the Company."

5. **To Appoint Ms. Bhavya Kochhar as the Company Secretary and Compliance Officer of the company.**

"RESOLVED THAT pursuant to the provisions of Section 203 of the Companies Act, 2013 read with Companies (Appointment & Remuneration of Managerial Personnel) Rules,2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the Board be and is hereby accorded to appoint Ms. Bhavya Kochhar (CS Membership No. ACS 58665) as the Company Secretary and Compliance Officer of the Company under Section 2(24) of the Companies Act, 2013 read with clause (c) of sub section (1) of section 2 of the Companies Secretaries Act, 1980 with effect from 30th May, 2019 to perform the duties which may be performed by a Company Secretary under the Companies Act, 2013 and such other duties as may be assigned to her by the Board of Directors of the Company from time to time.

RESOLVED FURTHER Ms. Bhavya Kochhar, Company Secretary, be and is hereby further designated as the Key Managerial Personnel (KMP) of the Company as per the requirements of Section 203 of the Companies Act, 2013

RESOLVED FURTHER THAT all the Directors of the Company and/or Mr. Shree Ram (PAN: CFTPR2232H), Chief Financial Officer of the Company, be and are hereby severally authorized to intimate the Stock Exchanges where the securities of the company are listed about the appointment of Ms. Bhavya Kochhar, as the Company Secretary of the Company and to sign and e file Form/s DIR-12, MGT-14 and other necessary Forms with the office of the Ministry of Corporate Affairs, New Delhi and to do all such acts, deeds, matters and things as may deem necessary, proper and expedient and to sign and execute all necessary documents for the purpose of giving effect to this resolution for and on behalf of the Company."

CERTIFIED TRUE COPY
For Sai Moh Auto Links Limited

Anand Kumar
Managing Director
DIN: 01381489

SAI MOH AUTO LINKS LIMITED NEW DELHI