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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF (NAME OF THE COMPANY) HELD AT THE REGISTERED OFFICE OF THE COMPANY AT (ADDRESS) ON (DATE) AT (TIME)

The Chairman informed the Board that M/s (Borrower) has requested the Company for a corporate guarantee for availing a loan facility (hereinafter referred to as "The said guarantee") for a sum of upto Rs. _____ (Rupees _____) to meet out the Funding Loan Facility (either extended presently or to be extended later on) in favour of Bajaj Capital Limited.

The Board was also informed that, the members of the company have already approved to provide Corporate Guarantee in terms of the provisions of Section 186 and other applicable provision, if any, of the Companies Act, 2013.

After discussion it was unanimously:

"RESOLVED THAT in terms of provision of Section 186 and other applicable provision, if any, of the Companies Act, 2013 read with Articles of Association of the Company, Consent of the Board be and is hereby accorded to provide Corporate Guarantee for a sum of upto Rs. _____ (Rupees _____) in favour of Bajaj Capital Limited for enabling the Company/(Borrower) for availing the Loan facility(ies).

RESOLVED FURTHER THAT pursuant to provision of Section 179 and other applicable provision of the Companies Act 2013 read with applicable rules, approval of the Board of Directors of the Company be and is hereby accorded to give Corporate Guarantee to the extent of Rs. ____ (Rupees _____) in favour of Bajaj Capital Limited, for the credit facilities/Sanctioned/to be sanction to M/s. ____ (Borrower) in the form of loan facility on the basis of terms and conditions as may be agreed with the Bajaj Capital Limited.

FURTHER RESOLVED THAT the Company will provide any Security (including but not limited to pledge/transfer shares and Securities and/or Mortgage of Property etc.) as acceptable to Bajaj Capital Limited.

RESOVLED FURTHER THAT we, the Corporate Guarantor have understood that in case of default/recall of the loan by the lender, the liability of the Guarantor will be as of the Principal Borrower and the security provided by us as Guarantor shall be considered as primary security of the lender and lender will be at total liberty to sell/dispose off or otherwise the security provided by us before selling/disposing off the security of the Borrower.

RESOLVED FURTHER THAT any one of the Directors of the Company or Mr. _____, and Mr. _____ Authorized Signatories of the Company be and are hereby severally authorised to execute the Deed of Guarantee and such other documents, including any modification/alteration/amendments thereto, as may be required, and to do all necessary acts which are required, consequential or deemed expedient for providing the



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Philippines



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Table of Contents Sample Board Resolution For Corporate Guarantee

1. Understanding the eBook Sample Board Resolution For Corporate Guarantee
 - The Rise of Digital Reading Sample Board Resolution For Corporate Guarantee
 - Advantages of eBooks Over Traditional Books
2. Identifying Sample Board Resolution For Corporate Guarantee
 - Exploring Different Genres
 - Considering Fiction vs. Non-Fiction
 - Determining Your Reading Goals
3. Choosing the Right eBook Platform
 - Popular eBook Platforms
 - Features to Look for in an Sample Board Resolution For Corporate Guarantee
 - User-Friendly Interface
4. Exploring eBook Recommendations from Sample Board Resolution For Corporate Guarantee
 - Personalized Recommendations
 - Sample Board Resolution For Corporate Guarantee User Reviews and Ratings
 - Sample Board Resolution For Corporate Guarantee and Bestseller Lists
5. Accessing Sample Board Resolution For Corporate Guarantee Free and Paid eBooks
 - Sample Board Resolution For Corporate Guarantee Public Domain eBooks
 - Sample Board Resolution For Corporate Guarantee eBook Subscription Services
 - Sample Board Resolution For Corporate Guarantee Budget-Friendly Options
6. Navigating Sample Board Resolution For Corporate Guarantee eBook Formats

- ePub, PDF, MOBI, and More
 - Sample Board Resolution For Corporate Guarantee Compatibility with Devices
 - Sample Board Resolution For Corporate Guarantee Enhanced eBook Features
7. Enhancing Your Reading Experience
 - Adjustable Fonts and Text Sizes of Sample Board Resolution For Corporate Guarantee
 - Highlighting and Note-Taking Sample Board Resolution For Corporate Guarantee
 - Interactive Elements Sample Board Resolution For Corporate Guarantee
 8. Staying Engaged with Sample Board Resolution For Corporate Guarantee
 - Joining Online Reading Communities
 - Participating in Virtual Book Clubs
 - Following Authors and Publishers Sample Board Resolution For Corporate Guarantee
 9. Balancing eBooks and Physical Books Sample Board Resolution For Corporate Guarantee
 - Benefits of a Digital Library
 - Creating a Diverse Reading Collection Sample Board Resolution For Corporate Guarantee
 10. Overcoming Reading Challenges
 - Dealing with Digital Eye Strain
 - Minimizing Distractions
 - Managing Screen Time
 11. Cultivating a Reading Routine Sample Board Resolution For Corporate Guarantee
 - Setting Reading Goals Sample Board Resolution For Corporate Guarantee
 - Carving Out Dedicated Reading Time
 12. Sourcing Reliable Information of Sample Board Resolution For Corporate Guarantee
 - Fact-Checking eBook Content of Sample Board Resolution For Corporate Guarantee
 - Distinguishing Credible Sources
 13. Promoting Lifelong Learning
 - Utilizing eBooks for Skill Development
 - Exploring Educational eBooks
 14. Embracing eBook Trends
 - Integration of Multimedia Elements
 - Interactive and Gamified eBooks

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