

Certified true copy of the Resolution passed by the Board of Directors of M/s. Interarch Building Products Pvt. Ltd. held at its registered office at Haveli 8, Dera Mandi Road Mandi Village, Mehrauli, New Delhi, on Saturday the 7th August'2021 at 9:30a.m

**RESOLVED THAT** pursuant to the provisions of sec 196, 197, 203 Schedule V and any other applicable provisions of the Companies Act, 2013 read with Rule 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof) and subject to the approval of shareholders, the approval of the members be & is hereby accorded to the appointment of Mr. Arvind Nanda (DIN:00149426) as the Managing Director of the Company for a term of 5 years commencing from 09/08/2021 till 08/08/2026 at a remuneration fixed by the Board and on such terms and conditions mutually agreed upon by the Board and Mr. Arvind Nanda as specified on the Explanatory Statements pursuant to the provisions of sec 102 (1) of the companies act, 2013 annexed to the EGM Notice.

**FURTHER RESOLVED THAT** the Board be & is hereby authorize to alter the terms & conditions of the appointment and/or remuneration as fixed by the Board subject to maximum Annual remuneration of Rs One crores plus perquisite, subject to the same not exceeding the limit as specified under Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force).

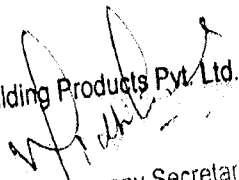
The following terms and conditions to be considered:

- a) Tenure: 5 years
- b) Basic Pay: Rs. 1,33,367/- per month
- c) Special Allowance: Rs 66,684/- per month
- d) Ex- Gratia: 1.5 month of Gross salary
- e) LTA: 0.5 month of Gross salary
- e) Gratuity: as per the Rules of the company,
- f) Provident Fund: Company's contribution to provident fund to the extent the same is not taxable under the Income Tax Act, 1961;

**Benefits, Perquisites and Allowances:**

- g) Provision of a Car with driver and such driver's remuneration/expenses shall be reimbursed to him, if he is not provided with Company's driver.
- h) Free use of Company's mobile phone and telephone at his residence
- i) Rent free Accommodation

For Interarch Building Products Pvt. Ltd.

  
Company Secretary

**INTERARCH BUILDING PRODUCTS PVT LTD**

Head Office : B-30, Sector 57, Noida - 201301, India.

Tel.: +91 120 4170200, Fax: +91 120 2581017, CIN: U45201DL1983PTC017029, GST No.: 09AAACI0106J1ZY



INNOVATORS

Registered Office: Farm No-8, Khasra No. 56/23/2, Dera Mandi Road, Mandi Village, Tehsil Mehrauli, New Delhi - 110047, India.

info@interarchbuildings.com www.interarchbuildings.com



RESOLVED FURTHER THAT Mrs Nidhi Goel, company Secretary of the company be and are hereby authorized severally to file all necessary e-forms and returns as may be required under the Companies Act, 2013 and rules made there under and amended time to time for giving effect to the aforesaid resolution.

Certified True Copy

For INTERARCH BUILDING PRODUCTS PVT. LTD

Company Secretary

NIDHI GOEL  
COMPANY SECRETARY

M.No. - A19279

INTERARCH BUILDING PRODUCTS PVT LTD

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CERTIFIED TRUE COPY OF THE **SPECIAL RESOLUTION** PASSED BY MEMBERS OF M/S. INTERARCH BUILDING PRODUCTS PVT. LTD. IN THE EXTRA ORDINARY GENERAL MEETING HELD AT ITS REGISTERED OFFICE AT HAVELI 8, DERA MANDI ROAD MANDI VILLAGE, MEHRAULI, NEW DELHI, ON SATURDAY THE 7TH AUGUST 2021 AT 4 PM

**RESOLVED THAT** pursuant to the provisions of sec 196, 197, 203 Schedule V and any other applicable provisions of the Companies Act, 2013 read with Rule 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof) and subject to the approval of shareholders, the approval of the members be & is hereby accorded to the appointment of Mr. Arvind Nanda (DIN:00149426 ) as the Managing Director of the Company for a term of 5 years commencing from 09/08/2021 till 08/08/2026 at a remuneration fixed by the Board and on such terms and conditions mutually agreed upon by the Board and Mr. Arvind Nanda as specified on the Explanatory Statements pursuant to the provisions of sec 102 (1) of the companies act, 2013 annexed to this Notice.

**FURTHER RESOLVED THAT** the Board be & is hereby authorize to alter the terms & conditions of the appointment and/or remuneration as fixed by the Board subject to maximum Annual remuneration of Rs One crores plus perquisite, subject to the same not exceeding the limit as specified under Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force).

The following terms and conditions to be considered:

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- b) Basic Pay: Rs. 1,33,367/- per month
- c) Special Allowance: Rs 66,684/- per month
- d) Ex- Gratia: 1.5 month of Gross salary
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- e) Gratuity: as per the Rules of the company,
- f) Provident Fund: Company's contribution to provident fund to the extent the same is not taxable under the Income Tax Act, 1961;

For Interarch Building Products (P) Ltd.

Director

**INTERARCH BUILDING PRODUCTS PVT LTD**

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**Benefits, Perquisites and Allowances:**

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- h) Free use of Company's mobile phone and telephone at his residence
- i) Rent free Accommodation

**Certified True Copy  
For INTERARCH BUILDING PRODUCTS PVT. LTD**

For Interarch Building Products (P) Ltd.

**GAUTAM SURI  
DIRECTOR**

Director

**DIN NO: 00149374**

**Address: F-36, Radhe Mohan Drive  
Gadaipur Bandh New Delhi-110030**

**INTERARCH BUILDING PRODUCTS PVT LTD**

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## EXPLANATORY STATEMENT U/S 102(1) OF THE COMPANIES ACT, 2013

### ITEM NO.1

As per the requirement of sections 196, 197, 203 and Schedule V of the Companies Act, 2013 read with the prescribed rules of the Companies Rules, 2014, company seeks the approval of the shareholders by way of special resolution for the appointment of Mr. Arvind Nanda as the Managing Director from 09/08/2021 till 08/08/2026 .The director shall follow the code of conduct of the company and perform the duties as prescribed by the directors from time to time subject to the provisions of section 166 of the Companies act, 2013.

The terms and conditions regarding the appointment and remuneration are mentioned below:

(i) Term: 5 years commencing from 09/08/2021 till 08/08/2026

(ii) Basic salary: As provided in the resolution

(iii) Allowance & Perquisites: As provided in the resolution

Mr. Arvind Nanda is a Promoter Director of the Company and has been serving as a Director of the Company since 1983. He has been actively involved in the operations of the Company. He has rich and varied experience in top-level management; expertise in systems and finance of over 45 years. It would be in the interest of the Company to designate him as Managing Director. Mr. Arvind Nanda is a qualified Chartered Accountancy from UK, Graduate from Shri Ram College of Commerce. He has guided the Company through decades of diversification and growth. On October 16, 2024, Mr. Arvind Nanda will attain the age of 70 years, Hence in accordance with proviso to Section 196 3(a), the Company seeks consent of the members by way of special resolution for continuation of his holding the office of Managing Director even after attaining the age of 70 years during the currency of his proposed tenure.

Mr. Arvind Nanda and Mr Viraj Nanda existing directors of the company are interested in the proposed Resolution. .

Place: New Delhi  
Dated: 07/08/2021

By the order of the Board  
  
GAUTAM SURI  
DIRECTOR

DIN NO: 00149374

Address: F-36,Radhe Mohan Drive  
Gadaipur Bandh New Delhi-110030

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