

**MKCL**

Creating a Knowledge Lit World

MAHARASHTRA KNOWLEDGE CORPORATION LIMITED

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www.mkcl.org

Date: December 13, 2012

Ref.: P:MKCL:CMP:Indp.Director1:2011-12

Dr. Dilip B. Boralkar
Flat No. 602, Amar Residency,
Sion-Trombay Road, Punjabwadi,
(Opp.Telecom Factory), Deonar, Mumbai 400 088

Sub.: Appointment as Independent Director on the Board of
Maharashtra Knowledge Corporation Limited (MKCL).

Dear Sir,

We are pleased to inform you that the Board of MKCL in its meeting held on December 04, 2012 has appointed you as Independent Non-executive Director in the expert category 'Environment'. On behalf of the Board of MKCL, I extend you a warm welcome and look forward to a fruitful association. Given below is the resolution passed unanimously by the Board -

"RESOLVED that pursuant to the provisions of Article 43 of the Articles of Association of the Company and provisions of Section 260 of the Companies Act, 1956 ("the Act"), Dr. Dilip B. Boralkar (DIN 02515249), subject to his consent, be and is hereby appointed as a Director in the expert category 'Environment' (Independent Non-executive Director).

RESOLVED FURTHER that the aforesaid appointment shall be effective from the date of receipt of his consent and he shall hold the office of Director upto the 12th Annual General Meeting of the Company and shall then be eligible for re-appointment.

RESOLVED FURTHER that subject to the provisions of section 255 and section 256 of the Act, the tenure of Dr. Dilip B. Boralkar as a Director shall not exceed in the aggregate, a period of three consecutive years from the effective date of his first appointment, on the Board of the Company.

RESOLVED FURTHER that incase, Dr. Dilip B. Boralkar ceases to be a Director before 12th Annual General Meeting of the Company due to resignation or pursuant to section 274 and/or section 283 of the Act or any other reason, then the vacancy such caused shall be filled by the Board of Directors pursuant to Section 260 of the Act.

RESOLVED FURTHER that the Managing Director and the Company Secretary be and are hereby authorized jointly and/or severally to do all such acts, deeds and things as are necessary for giving effect to this resolution."

Kindly sign the enclosed letter of Consent to act as Director and return the same at the earliest for further procedural compliances.

With warm regards,

Sincerely yours,

Vivek Sawant
Managing Director & CEO

Encl.: As above