

DEHRA DUN CLUB LTD. (BY GUARANTEE) – DEHRA DUN NOTICE OF THE ANNUAL GENERAL MEETING

Notice is hereby given that the 119th Annual General Meeting of the Dehra Dun Club Ltd. will take place at Dehra Dun Club Ltd. through Video Conferencing on Monday 29th June, 2020 at 11.30 a.m.

A G E N D A

1. To elect the Managing Committee for the year 2020 – 2021.
2. To appoint Auditors for the year 2020 – 2021 and to fix their remuneration.
3. To consider and adopt the Annual Report by the Committee, the Audited Balance Sheet and Statement of Income and Expenditure Account for the year ended 31st March 2020.

By order of the Managing Committee



Ashok Ahuja

Secretary

Dehra Dun Club Ltd.

Dehra Dun

Dated: 02nd June, 2020

Note:

1. Members who desire to propose motions, ask question regarding the Notice at the meeting are requested to submit these to the Secretary at least five (5) clear days before the meeting or email at secretary@dehradunclub.com
2. As per Government guidelines physical attendance of the Members is not required to AGM venue on 29-06-2020 as the same will be held by Video Conference and may participate only through video conference.

Explanatory Statement

1. The Statutory Auditors M/S Ansul Agrawal & Co. Chartered Accountants have been appointed on 13th February 2020 for the year 2019-2020 and have to conduct the Audit for the said financial year, as such the second point of the Agenda shall not be considered for voting.
2. In view of the tough time the world is going through due to Covid-19 pandemic and the lockdown imposed by the Government, the books of accounts of the Club could not be closed and audited due to the closure of office. In this regard the Club had approached the ROC Uttarakhand and received an extension of 3 months for presenting the Annual Accounts and Report to the General House. In view of the facts stated above the third point of the Agenda shall not be considered for voting.

Your kind Attention to the Club Rules

Rule 1. For contesting for Membership of the Committee a Permanent Member should have minimum of 10 (Ten) years standing in the Club as Member from the date of selection. He /she should not have been a defaulter/suspended at any time during the last 5 (five) years.

Rule 2. For contesting the election of the President he/she should also have been a Member of the Managing Committee for at least 2 (Two) terms.

Rule 3. No member shall be entitled to be elected to the Managing Committee, nor entitled to propose or second a candidate for permanent membership, or as his/her nominee for election to the Managing Committee nor entitled to vote at coming Annual General Meeting or any Extraordinary General Meeting, if any Club bill is due from him/her for over 15 days from the date of posting by the Club. (See Article 28)

Note: Please arrange payment of all Club bills, ending April'20 by 20th June 2020, (in cash or e payment) failing which you may not be allowed to vote or seek election.

For and on behalf of the Managing Committee



Ashok Ahuja
Secretary
Dehra Dun Club Ltd.

CONSENT FOR WILLINGNESS TO SERVE ON THE MANAGING COMMITTEE FOR THE YEAR 2020 - 2021

Your consent of willingness to serve on the Managing Committee of Dehra Dun Club Limited Dehra Dun for year 2020-2021, must reach the Club Office by **12th June 2020 till 4.00 PM**. Last date for withdrawal **15th June 2020 till 4.00 PM**.

The Consent Form can be submitted physically to the Secretary on any working day, except Saturday/Sunday, between 10 AM and 4 PM. Alternatively a scanned copy of the same duly signed can be sent by email at secretary@dehradunclub.com for which you may download the form from www.dehradunclub.com

1. Name of Member (in Capital Letters).....
2. Residential Address.....
3. Permanent Membership No..... Date...../...../ 2020, Time.....
4. Willing to serve as President / Member of the Managing Committee – please tick one.
5. DIN no.....

(DIN Number is mandatory for acceptance of nomination. Without DIN Number no nomination will be approved.)

Signature of Member

Proposer's Name.....
Membership No.....

Seconders Name.....
Membership No.....

Signatures.....

Signatures.....

Annexure to the Notice of AGM Dated 2nd June 2020

Members desirous to propose motions, ask question regarding the Agenda at the AGM are requested to submit these to the Secretary or email at secretary@dehradunclub.com at least **Five (5) clear days** before the AGM.

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Dehra Dun Club Ltd. is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.dehradunclub.com. Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
6. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

1. **The remote e-voting period begins on 23, June, 2020 at 9:00 A.M. and ends on 25, June, 2020 at 5:00 PM and shall also be allowed at the AGM being held through video conference on Monday, 29, June, 2020 between 11.30 am and 1.30 pm and shall not be allowed other than this time.**

The remote e-voting module shall be disabled by NSDL for voting at 5.00 pm on 25, June 2020 and at 1.30 pm on 29, June 2020.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.

5. If your email ID is not registered, please contact Dehra Dun Club office and provide your email id before 12th June 2020

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:

1. Click on “[Forgot User Details/Password?](#)” option available on www.evoting.nsdl.com
2. If you are still unable to get the password by aforesaid option, you can send a request at evoting@nsdl.co.in
3. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

1. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
2. Now, you will have to click on “Login” button.
3. After you click on the “Login” button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.

7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders/Members

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

1. Mrs. Kanika Arora, Company Secretary, has been authorised by the Club to be the Official Scrutinizer for the E-Voting at this AGM email id kanika.arora05@yahoo.com.
2. Mr. Ramesh K. Sharma Advocate, has been authorised by the Club to be the Election Officer of the Club email id ramesh899995@gmail.com (for any grievances)

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, Membership No., email id, mobile number at secretary@dehradunclub.com.
6. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name Membership No., email id, mobile number at secretary@dehradunclub.com. The same will be replied by the company suitably.
7. Those shareholders/Members who have registered themselves as a speaker with the Secretary, Dehra Dun Club Ltd. at secretary@dehradunclub.com up to 23, June, 2020, will only be allowed to express their views/ask questions during the meeting, details for login will be provided by NSDL.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.