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Date: 03.09.2024

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014]

To,

The Chairman,
EOGM of the members of Dehradun Club Ltd.,
Held on 31st Day of August, 2024 at 5:00 PM,
At 15RB Ugrasen Road.
Dehradun- 248001

Sub: Consolidated Scrutinizer Report on the process of Remote E-Voting through electronics means and the paper ballot voting at the Extra Ordinary General Meeting (EOGM) of Dehradun Club held on 31st Day of August, 2024 at 5:00 PM at 15 RB Ugrasen Road, Dehradun- 248001.

Dear Sir,

1. I, **Sankalp Chaturvedi, Advocate (Enrolment No. UK/356/2019)** has been appointed as Scrutinizer by the Managing Committee of Dehradun Club (the "Club") at their meeting for scrutinizing the remote e-voting process pursuant to Section 109 of the Companies Act 2013 read with Companies (Management and Administration) Rules, 2014 as amended and the paper ballot voting process in a fair and transparent manner, in respect of the resolution proposed at the EOGM of the Dehradun Club Ltd. held on Saturday, 31st Day of August, 2024 at 5:00 PM.
2. The members of the Club whose name were recorded in the register of members maintained by the Club as on the "cut off" date i.e., i.e., 09.08.2024 were entitled to vote on the proposed resolution as mentioned in the notice dated 09.08.2024 .
3. The Club has dispatched the Notice of the EOGM to the members by email/ post, whose names appeared on the register of members maintained by the company in compliance with the Companies (Management and Administration) Rules, 2014.
4. The Club had provided the facility of voting on the resolution proposed at the EOGM through electronic means i.e., remote e-voting and voting through paper ballot in the meeting at the venue of the EOGM to persons who were members as the cut-off date i.e., i.e., 09.08.2024.

5. In accordance with the EOGM Notice dated 09.08.2024 sent to the members and the "Advertisement published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 and any amendments through corrigendum and its advertisement thereto, the Remote e-voting system was commenced from 28.08.2024, Wednesday at 09:00 a.m. and ended on 30.08.2024, Friday at 05:00 p.m. After closing of the remote e-voting, the Members were also permitted to vote by Paper Ballot at the club on the date of the EOGM i.e., 31.08.2024 between 06:00 PM and 09:00 PM except those members who already voted through the remote e-voting process.
6. Pursuant to Companies (Management and Administration) Rules, 2014 the company had dispatched the notice through post/emails. The members were requested to communicate their assent or dissent on the proposed resolutions through the remote e-voting system which was commenced from 28.08.2024, Wednesday at 09:00 a.m. and ended on 30.08.2024, Friday at 05:00 p.m. After closing of the remote e-voting, the Members were also permitted to vote by Paper Ballot at the club on the date of the EOGM i.e., 31.08.2024 between 06:00 PM and 09:00 PM except those members who already voted through the remote e-voting process.
7. The scheduled timing for the meeting was from 05:00 PM to 06:00 PM on 31.08.2024. However, due to lengthy discussions among the members during the EOGM, the meeting was extended until 06:10 PM. As a result, paper ballot voting commenced at 06:10 PM after the conclusion of the EOGM and ended at 09:10 PM. After closing of the remote e-voting, the Members were also permitted to vote by Paper Ballot at the club on the date of the EOGM i.e., 31.08.2024 between 06:10 PM to 09:10 PM except those members who already voted through the remote e-voting process.
8. The e-votes cast by members during remote e-voting process were locked by National Securities Depository Limited after completion of the remote e-voting. Moreover, after completion of the stipulated time for physical ballot paper voting the result of the remote e-voting was unblocked by NSDL.
9. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means i.e., by e-voting and voting through ballot papers at the venue of the EOGM for the resolution contained in the Notice of the EOGM of the members the company. My responsibility as a scrutinizer is to scrutinize the voting process of voting through electronic means i.e., by remote e- voting and the voting through ballot paper at the venue of the EOGM and is restricted to make a scrutinizer's report of the votes cast in "favour" or "against the resolution stated above, based on the results of physical voting through ballot paper and also based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL).
10. The agency authorised under the rules and engaged by the company to provide remote e-voting facilities for voting through electronic means before the EOGM was facilitated on the basis of the data provided by the company.
11. The Notice of EOGM was hosted on the website of the Dehra Dun Club Limited.
12. Particulars of the votes cast by electronic means have been highlighted in the list of members separately maintained for the purpose.
13. All votes cast in respect of resolution contained in the notice of EOGM held on Saturday, 31.08.2024 between 06:10 PM to 09:10 PM have been considered for my scrutiny.

14. Members who were physically present at the venue of EOGM and had already cast their vote using remote e-voting were not allowed to vote again at the venue of EOGM in any manner. As Scrutinizer I had the access, after the closure of the remote e-voting and before the start of the EOGM, the details relating to the members, such as their names who were cast their votes through remote e-voting platform of NSDL therefore, none of the votes were found invalid.
15. Members were not allowed to change his/her votes once cast.
16. I have obtained a complete record of votes cast by remote e-voting from NSDL, which was blocked by NSDL on 30.08.2024 at 05:00 PM.
17. I have immediately after expiry of the time specified for voting at the EOGM of the company, first scrutinized the counting of the paper ballot votes cast at the EOGM and thereafter obtained the report for the Remote e-votes cast before the EOGM in the presence of two witnesses who are not in employment of the company namely Mr. Jitender Virmani and Mr. Mohit Goel.
18. I unblocked the votes cast by the eligible members through remote e-voting after the EOGM and also scrutinized the votes cast by the members at the EOGM through ballot paper voting process and on the basis of report generated from NSDL e-voting website and the votes cast through ballot paper voting process the result of voting is as under:

Item No. 1: To alter the limit of Club Members in Article 1 of the Articles of Association (AOA) of the Company and increase it from 2500 to 3000 and in this regard consider and if thought fit to pass with or without modification the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the applicable provision of section 14 of the Companies Act, 2013 read with applicable rules and the provisions of the Articles of Association of the company and subject to the approval of the Central Government, if required, and pursuant to the recommendation made by the Managing Committee through its resolution passed on 06.08.2024 the limit of members in Article 1 of the Articles of Association of the Company, be and hereby altered with the following content i.e.,

For the purpose of Registration, the Club is declared to consist of 3000 Members;

RESOLVED FURTHER THAT Mr. Ajai Kumar Garg, Assistant Secretary be and is hereby authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Managing Committee be and is hereby authorized to make such modifications, alterations, and amendments to the Articles of Association as may be required or directed by the Registrar of Companies or any other regulatory authority.

RESOLVED FURTHER THAT a copy of the altered Articles of Association, as approved by the members, be filed with the Registrar of Companies within the time prescribed under the Companies Act, 2013.”

Particulars	Assent	Dissent

Voting through (NSDL) remote e-voting system.	472	62
Voting through Ballot paper system.	75	27
Total	547	89

Result: The resolution was passed with 86.01% Votes.

Item no.2: The proposed amendment to Article 4 of the Company's Articles of Association (AOA) aims to facilitate the processing of all applications for Eligible Dependents. Specifically, it seeks to extend the consideration period for pending applications in the Dependent categories and assigns the responsibility to the Managing Committee for implementing the necessary procedures to induct eligible applicants as members of the Dehra Dun Club Ltd. This amendment is accepted as a one-time measure. It also revises the limit of candidates for selection between two successive AGMs. In this regard, the following resolution is considered for passing, with or without modification, as a Special Resolution:

"RESOLVED THAT, in accordance with the pertinent provisions of Section 14 of the Companies Act, 2013, read in conjunction with the applicable rules and the provisions of the Articles of Association of the company, and following the recommendation put forth by the Managing Committee through its resolution passed in the committee meeting convened on 06.08.2024 the existing Article 4 of the Articles of Association of the Company, be and hereby altered and substituted with the following content i.e.,

Candidate for admission to the Club as Permanent member who is more than 25 years old may be selected by the Managing Committee of the Club up to the maximum of 160 during the tenure of the Managing Committee between two successive Annual General Meetings as under:

- a) Regular Category 100
- b) Dependents 50
- c) Corporate 10

In addition to the adjustments outlined in clause 1 of the article, all long-term pending applications from Eligible Dependents Applicants till the date of the EOGM 31.08.2024 shall be deemed eligible as a one-time measure during 2024-25. This is intended to alleviate the backlog of pending applications of Dependent Category."

RESOLVED FURTHER THAT Mr. Ajai Kumar Garg, Assistant Secretary be and are hereby authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Managing Committee be and is hereby authorized to make such modifications, alterations, and amendments to the Articles of Association as may be required or directed by the Registrar of Companies or any other regulatory authority.

RESOLVED FURTHER THAT a copy of the altered Articles of Association, as approved by the members, be filed with the Registrar of Companies within the time prescribed under the Companies Act, 2013."

Particulars	Assent	Dissent
Voting through (NSDL) remote e-voting system.	473	61
Voting through Ballot paper system.	74	30
Total	547	91

Result: The resolution was passed with 85.74 % Votes.

Item No.3: NEW ARTICLE 4-A: For induction of 10 new members in the club every year as Permanent members. In this regard, the following resolution is considered for passing, with or without modification, as a Special Resolution:

"RESOLVED THAT, in accordance with the provisions of Section 14 of the Companies Act, 2013, and the applicable rules, and in accordance with the Articles of Association of the company, subject to the approval of the Central Government, if required, and based on the recommendation of the Managing Committee as per its resolution passed in the meeting held on 06.08.2024, a new article, Article No. 4-A, is hereby introduced after Article No. 4 in the Articles of Association of the Company, with the following content:

“Up to 10 people may be inducted every year as Permanent members of the club on priority basis by paying INR 20,00,000/- plus applicable GST per member. Candidates for this membership may be selected either from the existing waiting list of the Regular category or from fresh applicants.

This opportunity will be available to the first ten (10) qualifying applicants who meet the required payment and the conditions set by the Club’s Management Committee in accordance with the articles of association and applicable law”.

RESOLVED FURTHER THAT Mr. Ajai Kumar Garg, Assistant Secretary be and are hereby authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Managing Committee be and is hereby authorized to make such modifications, alterations, and amendments to the Articles of Association as may be required or directed by the Registrar of Companies or any other regulatory authority.

RESOLVED FURTHER THAT a copy of the altered Articles of Association, as approved by the members, be filed with the Registrar of Companies within the time prescribed under the Companies Act, 2013.”

Particulars	Assent	Dissent
Voting through (NSDL) remote e-voting system.	456	78
Voting through Ballot paper system.	68	35
Total	524	113

Result: The resolution was passed with 82.26 % Votes.

Item No.4. The proposed amendment to Article 13 of the Company's Articles of Association (AOA) outlines the Membership Selection Procedure and seeks to reduce the quorum from seven members to five members. In this regard, the following resolution is considered for passing, with or without modification, as a Special Resolution:

“RESOLVED THAT, in accordance with the provisions of Section 14 of the Companies Act, 2013, and the applicable rules, and in accordance with the Articles of Association of the company, subject to the approval of the Central Government, if required, and based on the recommendation of the Managing Committee as per its resolution passed in the meeting held on 06.08.2024 the existing Article 13 of the Articles of Association of the Company, be and hereby altered and substituted with the following content i.e.,

The particulars of candidate shall be entered in a list which shall be placed on the Notice Board and shall remain there for not less than one month prior to the selection of members. If any member has any objection to a name on this list, he/she is at liberty to write a confidential letter to the Club President. The candidate, along with his/her spouse, shall be called to meet the Managing Committee members and their spouses at an "AT HOME" event before being finally considered for membership by the Committee. The final selection shall be made by a secret ballot, requiring a two-thirds majority of the Managing Committee members present at the meeting. For such meetings, a quorum shall be formed by five members.

Additionally, effective from the date of the Extraordinary General Meeting (EOGM) 31.08.2024, the quorum requirement is reduced from seven members to five members throughout the current Articles of Association.

RESOLVED FURTHER THAT Mr. Ajai Kumar Garg, Assistant Secretary be and is hereby authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Managing Committee be and is hereby authorized to make such modifications, alterations, and amendments to the Articles of Association as may be required or directed by the Registrar of Companies or any other regulatory authority.

RESOLVED FURTHER THAT a copy of the altered Articles of Association, as approved by the members, be filed with the Registrar of Companies within the time prescribed under the Companies Act, 2013.”

Particulars	Assent	Dissent
Voting through (NSDL) remote e-voting system.	468	66
Voting through Ballot paper system.	70	32
Total	538	98

Result: The resolution was passed with 84.59% Votes.

Item No.5. To alter Article 16 of the Company's Articles of Association (AOA) by revising the current provision with the proposed amendment along with the revised entrance fee amount. This amendment is hereby accepted, and it is proposed to consider and, if deemed appropriate, to pass the following resolution as a Special Resolution:

"RESOLVED THAT, in accordance with the pertinent provisions of Section 14 of the Companies Act, 2013, read in conjunction with the applicable rules and the provisions of the Articles of Association of the company, and following the recommendation put forth by the Managing Committee through its resolution passed in the committee meeting convened on 06.08.2024, the existing Article 16 of the Articles of Association of the Company, be and hereby altered and substituted with the following content i.e.,

If a member under regular category is accepted by the Managing Committee, they must pay the entrance fee within one month from the date of acceptance of their membership. Failure to pay the entrance fee within this time frame will result in the cancellation of membership and the member will not be able to enjoy Club privileges until the entrance fee is settled.

However, if a member accepted by the Managing Committee is a salaried employee (not Director or Managing Director of a Company), they have the option to pay 50% of the entrance fee upfront, amounting to Rs. 2,50,000/- plus applicable taxes, and the remaining balance in 10 equal installments of Rs. 25,000/- each plus applicable taxes. Defaulting on any installment will result in forfeiture of previously paid amounts and termination of membership.

Furthermore, until the full entrance fee is paid, the member's name will not be entered into the Permanent Member Register. They will have access to Club facilities but without the right to vote.

RESOLVED FURTHER THAT Mr. Ajai Kumar Garg, Assistant Secretary be and is hereby authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Managing Committee be and is hereby authorized to make such modifications, alterations, and amendments to the Articles of Association as may be required or directed by the Registrar of Companies or any other regulatory authority.

RESOLVED FURTHER THAT a copy of the altered Articles of Association, as approved by the members, be filed with the Registrar of Companies within the time prescribed under the Companies Act, 2013."

Particulars	Assent	Dissent
Voting through (NSDL) remote e-voting system.	463	71
Voting through Ballot paper system.	79	25
Total	542	96

Result: The resolution was passed with 84.95 % Votes

Item No.6. To alter the Article 30 of the Articles of Association (AOA) of the Company by substituting the existing article with the proposed amendment i.e., Effective from the date of the EOGM 31.08.2024 onwards, all applications from the Regular Category, Single Lady & Corporate applicants shall necessitate a non-refundable application form fee of Rs. 5,000/-, along with applicable GST. Similarly, starting from the date of the EOGM 31.08.2024 onwards, applications from Dependents will be subject to a non-refundable application form fee of Rs. 2,500/-, plus applicable GST. Upon induction as a permanent member, applicants are required to submit a refundable interest-free deposit of INR 20,000/- to the Company at the time of induction in Article 30 of the AOA of the Company and term Security deposit will be termed as Deposit and in this regard consider and if thought fit to pass with or without modification the following resolution as a Special Resolution:

"RESOLVED THAT, in accordance with the provisions of Section 14 of the Companies Act, 2013, read in conjunction with applicable rules and the Articles of Association of the company, and subject to the approval of the Central Government, if required, and following the recommendation presented by the Managing Committee through its resolution passed in the committee meeting convened on 06.08.2024, the existing Article 30 of the Articles of Association of the Company is hereby altered and fully substituted with the following content:

Effective from the date of the EOGM 31.08.2024 onwards, all applications from the Regular category, Single Lady & Corporate applicants shall necessitate a non-refundable application form fee of Rs. 5,000/-, along with applicable GST. Similarly, starting from the date of the EOGM 31.08.2024 onwards, applications from Dependents will be subject to a non-refundable application form fee of Rs. 2,500/-, plus applicable GST.

Upon becoming a permanent member, it is obligatory to submit a refundable interest-free deposit of INR 20,000/- to the Company at the time of induction, which shall not be utilized by the Club and will only be kept in unencumbered fixed deposits in the scheduled banks to be renewed from time to time. This interest free deposit shall only be refunded or adjusted on the expulsion, resignation of member from membership, surrender of membership by the member or demise of the member and after the adjustments of club dues, if any.

Starting from the date of the EOGM 31.08.2024 the term Security Deposit throughout in the existing Articles of Association of the Company is hereby termed as Deposit.

RESOLVED FURTHER THAT Mr. Ajai Kumar Garg, Assistant Secretary be and is hereby authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Managing Committee be and is hereby authorized to make such modifications, alterations, and amendments to the Articles of Association as may be required or directed by the Registrar of Companies or any other regulatory authority.

RESOLVED FURTHER THAT a copy of the altered Articles of Association, as approved by the members, be filed with the Registrar of Companies within the time prescribed under the Companies Act, 2013."

Particulars	Assent	Dissent
Voting through (NSDL) remote e-voting	469	64

system.		
Voting through Ballot paper system.	75	28
Total	544	92

Result: The resolution was passed with 85.53% Votes

Item No.7. To alter the Article 31 of the Articles of Association (AOA) of the Company by substituting the existing article with the proposed amendment, specifically addressing an increase in monthly subscription and in this regard consider and if thought fit to pass with or without modification the following resolution as a Special Resolution:

"RESOLVED THAT, in accordance with the provisions of Section 14 of the Companies Act, 2013, read in conjunction with applicable rules and the Articles of Association of the company, and subject to the approval of the Central Government, if required, and following the recommendation presented by the Managing Committee through its resolution passed in the committee meeting convened on 06.08.2024, the existing Article 31 of the Articles of Association of the Company is hereby altered and fully substituted with the following content:

"All members, except temporary members under Article 20, shall pay Rs. 600/- plus applicable taxes as monthly subscription. For senior members (aged 65 years with club membership of 10 years standing), the subscription shall be 50% of the basic subscription plus applicable taxes rounded off to the nearest rupee. Senior members (aged 65 years with club membership of 45 years standing), shall pay a token subscription of Rs. 11/- plus applicable taxes only.

However, in the event of a membership transfer, the new membership number will be allocated to the transferee member, and the membership period will be calculated from the date of allotment of the new membership number."

RESOLVED FURTHER THAT Mr. Ajai Kumar Garg, Assistant Secretary be and is hereby authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Managing Committee be and is hereby authorized to make such modifications, alterations, and amendments to the Articles of Association as may be required or directed by the Registrar of Companies or any other regulatory authority.

RESOLVED FURTHER THAT a copy of the altered Articles of Association, as approved by the members, be filed with the Registrar of Companies within the time prescribed under the Companies Act, 2013."

Particulars	Assent	Dissent
Voting through (NSDL) remote e-voting system.	466	68
Voting through Ballot paper system.	68	35
Total	534	103

Result: The resolution was passed with 83.83% Votes.

Item No.8. To alter the Article 43 of the Articles of Association (AOA) of the Company by substituting the existing article with the proposed amendment, specifically addressing the formation of Managing Committee, their tenure, voting means and the status of Mess Members and one nominated member for the term of 2024-25. This amendment also aims to substitute the existing term "Nominated Mess Members" with the amended term "Special Invitees" throughout the current articles of association and in this regard consider and if thought fit to pass with or without modification the following resolution as a Special Resolution:

"RESOLVED THAT, in accordance with the provisions of Section 14 of the Companies Act, 2013, read in conjunction with applicable rules and the Articles of Association of the company, and subject to the approval of the Central Government, if required, and following the recommendation presented by the Managing Committee through its resolution passed in the committee meeting convened on 06.08.2024, the existing Article 43 of the Articles of Association of the Company is hereby altered and fully substituted with the following content:

1. At each Annual General Meeting of the Club, the election of the managing committee occurs to appoint six Committee members and one President, collectively forming the Managing Committee. The term of service for the elected Managing Committee members begins from the date of their appointment at the AGM and extends until the next Annual General Meeting. Members of the Managing Committee are elected through a combined process involving traditional ballot paper voting and e-voting at the Club's Annual General Meeting.

2. To fill the vacant position the Managing Committee will appoint one qualifying permanent member as a Nominated Committee Member for the year 2024-25. Subsequently, from 2025-2026 all Committee members, including the President, will be elected members of the Managing Committee of the company.

3. Voting through electronic means / physical voting:

(i) Club shall provide to its members the facility to exercise their right to vote at general meetings by electronic means/Physical Voting as applicable.

(ii) A member may exercise his right to vote at any general meeting by electronic means / physical voting in the Club. The members may pass any resolution in accordance with the provisions of this Article.

(iii) The process of Voting at any AGM or EOGM should be as per Section 108 of Companies Act 2013 and the Rules made there under, as per Companies Management & Administration Rules 2014 as amended from time to time.

(iv) A member will cast only one vote for President and only six votes for Managing Committee (not less/ more than these numbers) or vacant positions. No dissent option will be in election process.

4. The Managing Committee shall appoint a General meeting coordinator cum Chief Election / Polling officer for all Annual and Extraordinary General Meetings. It shall be the duty of such Officer to check and verify the eligibility of all the candidates who have filed their nominations and also to oversee the complete process of holding of AGM / EOGM and voting

thereat. His duties and powers shall be separate from that of the Scrutinizer to be appointed by the Managing Committee as per the provisions contained under section 108 of the Companies Act, 2013, and Rules thereof as per Companies Management and Administration Rules 2014 (as amended).

5. Starting from the date of the EOGM 31.08.2024, three Mess Members will be considered as Special Invitees.

6. The term Nominated Mess Members throughout in the existing Articles of Association of the Company is hereby from the date of the EOGM 31.08.2024 will be considered as Special Invitees.

7. A candidate for the Presidentship who fails to be elected as President shall not qualify to be a member of the Managing Committee. Upon election, the President shall automatically become a member of the Managing Committee. Candidates filing nominations for the election shall specify whether their candidature is for President or Committee Member. The nomination form must be proposed by one and seconded by another Permanent Member of the Club.

RESOLVED FURTHER THAT Mr. Ajai Kumar Garg, Assistant Secretary be and is hereby authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Managing Committee be and is hereby authorized to make such modifications, alterations, and amendments to the Articles of Association as may be required or directed by the Registrar of Companies or any other regulatory authority.

RESOLVED FURTHER THAT a copy of the altered Articles of Association, as approved by the members, be filed with the Registrar of Companies within the time prescribed under the Companies Act, 2013.”

Particulars	Assent	Dissent
Voting through (NSDL) remote e-voting system.	462	72
Voting through Ballot paper system.	77	26
Total	539	98

Result: The resolution was passed with 84.62 % Votes.

Item No.9. To alter the Article 44 of the Articles of Association (AOA) of the Company by substituting the existing article with the proposed amendment regarding the number of members in the Managing Committee after the EOGM dated 31.08.2024 and, in this regard, consider and if thought fit to pass with or without modification the following resolution as a Special Resolution:

"RESOLVED THAT, in accordance with the provisions of Section 14 of the Companies Act, 2013, read in conjunction with applicable rules and the Articles of Association of the company, and subject to the approval of the Central Government, if required, and following the

recommendation presented by the Managing Committee through its resolution passed in the committee meeting convened on 06.08.2024, the existing Article 44 of the Articles of Association of the Company is hereby altered and fully substituted with the following content i.e.,

A permanent committee composed of seven members, all of whom will hold permanent membership of the Dehra Dun Club, will be established to supervise diverse facets of the Dehra Dun Club affairs, including financial management and other relevant matters. This committee will comprise the President along with six other Committee members. The selection of Managing Committee members will take place through both ballot paper voting and e-voting procedures during the Club's Annual General Meeting.

RESOLVED FURTHER THAT Mr. Ajai Kumar Garg, Assistant Secretary be and is hereby authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Managing Committee be and is hereby authorized to make such modifications, alterations, and amendments to the Articles of Association as may be required or directed by the Registrar of Companies or any other regulatory authority.

RESOLVED FURTHER THAT a copy of the altered Articles of Association, as approved by the members, be filed with the Registrar of Companies within the time prescribed under the Companies Act, 2013.”

Particulars	Assent	Dissent
Voting through (NSDL) remote e-voting system.	473	61
Voting through Ballot paper system.	76	26
Total	549	87

Result: The resolution was passed with 86.32 % Votes.

Item No.10. To alter the Article 46 of the Articles of Association (AOA) of the Company by substituting the existing article with the proposed amendment regarding the removal of role of nominated mess members in the selection of vice-president of the club and, in this regard, consider and if thought fit to pass with or without modification the following resolution as a Special Resolution:

"RESOLVED THAT, in accordance with the provisions of Section 14 of the Companies Act, 2013, read in conjunction with applicable rules and the Articles of Association of the company, and subject to the approval of the Central Government, if required, and following the recommendation presented by the Managing Committee through its resolution passed in the committee meeting convened on 06.08.2024, the existing Article 46 of the Articles of Association of the Company is hereby altered and fully substituted with the following content i.e.,

Members elected at the Annual General Meeting will choose one of their own member to serve as Vice-President for the upcoming year. This selection must achieve by a 2/3 majority

within one week of the AGM. The Vice-President assumes the duties of President in the written absence of the President. If the President passes away, resigns, or becomes physically unable to fulfill their duties, the Vice-President acts as interim President until a new President is elected by the General House, ideally within two months.

If a member of the Managing Committee decides to contest the election for the post of President, they must resign from the Committee and seek re-election as President. Any resulting vacancy in the Committee will be filled by co-opting new member(s) as outlined in Article 48. Additionally, any member elected as President may serve a maximum of two terms in that role throughout their lifetime.

RESOLVED FURTHER THAT Mr. Ajai Kumar Garg, Assistant Secretary be and is hereby authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Managing Committee be and is hereby authorized to make such modifications, alterations, and amendments to the Articles of Association as may be required or directed by the Registrar of Companies or any other regulatory authority.

RESOLVED FURTHER THAT a copy of the altered Articles of Association, as approved by the members, be filed with the Registrar of Companies within the time prescribed under the Companies Act, 2013.”

Particulars	Assent	Dissent
Voting through (NSDL) remote e-voting system.	469	64
Voting through Ballot paper system.	74	29
Total	543	93

Result: The resolution was passed with 85.38% Votes.

Item No.11. To amend Article 62 of the Company's Articles of Association (AOA) by replacing the existing article with the proposed changes regarding the removal of voting rights for nominated mess members. In this regard, the following resolution is considered for passing, with or without modification, as a Special Resolution:

"RESOLVED THAT, in accordance with the provisions of Section 14 of the Companies Act, 2013, read in conjunction with applicable rules and the Articles of Association of the company, and subject to the approval of the Central Government, if required, and following the recommendation presented by the Managing Committee through its resolution passed in the committee meeting convened on 06.08.2024, the Proviso a in the existing Article 62 of the Articles of Association of the Company is hereby deleted and the remaining existing Article 62 of the Articles of Association of the Company is hereby altered and substituted with the following content i.e.,

At the General Meeting convened for the election of the Management Committee of the Dehra Dun Club, Permanent Members have the right to vote using both physical and electronic ballot systems. However, Permanent Members may only exercise their voting

rights to elect seven Permanent Members, including the President, to serve on the Management Committee, who are not associated with Military Messes.

RESOLVED FURTHER THAT Mr. Ajai Kumar Garg, Assistant Secretary be and is hereby authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Managing Committee be and is hereby authorized to make such modifications, alterations, and amendments to the Articles of Association as may be required or directed by the Registrar of Companies or any other regulatory authority.

RESOLVED FURTHER THAT a copy of the altered Articles of Association, as approved by the members, be filed with the Registrar of Companies within the time prescribed under the Companies Act, 2013.”

Particulars	Assent	Dissent
Voting through (NSDL) remote e-voting system.	464	70
Voting through Ballot paper system.	72	30
Total	536	100

Result: The resolution was passed with 84.28% Assent.

Item No.12. To amend Article 90 of the Company's Articles of Association (AOA) by replacing the existing article with the proposed changes regarding the increase in limit of capital expenditure from Rs. 5,00,000/- to Rs. 10,00,000/-. In this regard, the following resolution is considered for passing, with or without modification, as a Special Resolution:

"RESOLVED THAT, in accordance with the provisions of Section 14 of the Companies Act, 2013, read in conjunction with applicable rules and the Articles of Association of the company, and subject to the approval of the Central Government, if required, and following the recommendation presented by the Managing Committee through its resolution passed in the committee meeting convened on 06.08.2024, the existing Article 90 of the Articles of Association of the Company is hereby altered and substituted with the following content i.e.,

Any unforeseen Capital Expenditures (under different heads) subject to maximum of Rs. 10,00,000.00, which is not approved in the budget, can be undertaken without the prior approval of the House.

RESOLVED FURTHER THAT Mr. Ajai Kumar Garg, Assistant Secretary be and is hereby authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Managing Committee be and is hereby authorized to make such modifications, alterations, and amendments to the Articles of Association as may be required or directed by the Registrar of Companies or any other regulatory authority.

RESOLVED FURTHER THAT a copy of the altered Articles of Association, as approved by the members, be filed with the Registrar of Companies within the time prescribed under the Companies Act, 2013.”

Particulars	Assent	Dissent
Voting through (NSDL) remote e-voting system.	465	69
Voting through Ballot paper system.	68	31
Total	533	100

Result: The resolution was passed with 84.20% Assent.

Item no.13: For the approval of annual budget of the company as per article 61 of the Articles of Association of the Company for the period from 01st of July, 2024 to 30th June, 2025 and in this regard consider and if thought fit to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the provisions of the Articles of Association of the company and pursuant to the recommendation made by the Managing Committee through its resolution passed in the committee meeting held on 06.08.2024 the proposed annual budget for the period 01st of July, 2024 to 30th June, 2025, be and is hereby approved as the annual budget of the company for the period of 01st of July, 2024 to 30th June, 2025.

RESOLVED FURTHER THAT Mr. Ajai Kumar Garg, Assistant Secretary be and is hereby authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution.

Particulars	Assent	Dissent
Voting through (NSDL) remote e-voting system.	470	64
Voting through Ballot paper system.	68	16
Total	538	80

Result: The resolution was passed with 87.06% Assent.

19. The electronic data and all other relevant records relating to the e-voting and paper ballot voting are under safe custody and will be handed over to the president of the Managing Committee of the Company for preserving safely after the chairman considers, approves and signs the minutes of the EOGM dated 31.08.2024.

Place: Dehradun



Adv. Sankalp Chaturvedi (Scrutinizer)
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