

MINUTES OF THE 120<sup>th</sup> ANNUAL GENERAL OF THE DEHRADUN CLUB LIMITED ("CLUB") HELD ON SATURDAY 27.11.2021 AT 04:00 PM IN THE CLUB PREMISES.

The meeting was opened by the president Mr. Sammaant Virmani, who was also proposed by the members present at the Meeting to be appointed as chairman of the Meeting ("chairman")

The Chairman welcomed all the Members present at the club for the meeting and the presence of 56 members was noted.

The chairman declared the meeting to be open and welcomed the Members present at the 120<sup>th</sup> AGM.

1. The chairman requested the members to please stand in homage to members who expired since the last AGM. He read out their epituary(s) and all present observed a two minutes silence in their memory.

2. The chairman apprised the Members that the Notice & Agenda for this AGM was circulated to the Members by Email/Post, uploaded on the club's website and published in the newspaper in compliance with the provisions of the Companies Act 2013.

3. The Chairman informed the Members that those who have not cast their vote through the Remote E voting system can now cast their vote at the system present in the club premises 5.00 PM to 8.00 PM.

4. The Chairman read out the Agenda for the Meeting - Item No. 1 - 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 2021.

#### Resolution No. 1 - ORDINARY RESOLUTION

Resolved that the Audited Balance Sheet for the financial year ending on 31-3-2021 and the profit & loss Account for the year ending on that date, together with the Auditors' Report thereon and the Directors Report thereon be and are hereby considered and adopted.

Item No. 2 - To appoint Auditors for the year 2021-2022 and to fix their remuneration.

#### Resolution No. 2 - ORDINARY RESOLUTION

Resolved that M/s Khattak Kochhar & Co. Chartered Accountants are appointed

as statutory Auditors for financial year 2021-2022 at the same remuneration of Rs. 1.00 Lac as paid in the previous year.

The above resolutions were proposed by Mr. Mohit Goyal (M. No. P-0063) and seconded by Mr. Vidur Saklani (M. No. P-1675)

5. Conclusion of election process of the Managing Committee on account of non-participation of candidates.

The Managing Committee in its Board Meeting date had issued notices for convening the 120<sup>th</sup> Annual General Meeting on 27.11.2021, inter alia to hold elections for the managing committee for the year 2021-2022. The Managing Committee notified 4:00 PM, 12.11.2021 as the last date for filing of nomination and 18.11.2021 as the last date for withdrawal of nomination.

As no nomination were received till the afternoon of 12.11.2021, the members of the Managing Committee deemed it appropriate to file their nominations in order to avert uncertainty with respect of the quorum of Managing Committee. However, on 19.11.2021, the President received emails from Club Member.

Mr. Anurag Sangal and Mr. Anil Bakshi wherein Mr. Anurag Sangal alleged "fraud" committed by the members of the Managing Committee to manipulate the elections. Allegedly on the grounds that the Managing Committee had advised the members to clear their dues till the last date of AGM, in case they wish to vote at the club during on voting window opened till the last date of AGM. The said advice was accordance with the past convention followed by the Club and also did not contravene the provisions of Article 63 and Article 37 of the Article of Association.

The managing Committee convened an emergent meeting on 20.11.2022 to consider the objection raised by Mr. Anurag Sangal and Mr. Anil Bakshi. In order to maintain highest standard of probity, the Managing Committee unanimously resolved to withdraw their nomination and not contest the forthcoming elections. Consequently, the agenda no.3 regarding the election of the managing committee stood frustrated. The Managing Committee also clarified that the decision to withdraw their

nomination does not violate the provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rule, 2014 or the Articles of Association as there is no bar in either of the foregoing laws/article on withdrawal of nomination / consent to act as directors.

The aforesaid fact circumstances were placed before the general body on the AGM date and were deliberated at length. The general body recognized that the Managing Committee could not hold the AGM in June 2021 due to the government-imposed lockdown on account of the COVID-19 pandemic. Once the lockdown restrictions were ease, the Managing Committee initiated steps for preparation of the books of accounts and notified the date for AGM. The step initiated by the Managing Committee for preparing the books of accounts and initiating the process for convening the AGM in the backdrop of COVID-19 Lockdown were lauded by the general body, especially as the same was being convened within the extended timeline permitted by the MCA vide its General Circular No. 10/2021 (F. No. 2/6/2020-CL-V) dated 23.06.2021.

As regard the issues of frustration of item no. 3, views were invited from senior members of the club. The following senior members forth their views:

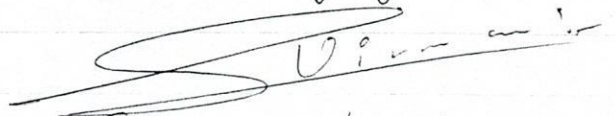
1. Mr. D. S Mann, PP
2. Mr. Harish Virmani, PP
3. Mr. Sanjeev Bhasin
4. Mr. H. S. Kushwaha
5. Mr. Prashant Kochhar
6. Mr. Krishan Kumar Verma
7. Mr. A.S. Bains
8. Mr. BL Ahuja
9. Mr. Navin Gupta
10. Mr. B.S. Bojaj
11. Mr. Vimal Deep Singh
12. Mr. Harshit Gupta

After Long discussion the general body advised the Managing Committee to re-initiate fresh election process of the Managing Committee by convening an EGM within a period of two months in order to elect a new Managing Committee for the year 2021-2022 till 30 June'2021. Until then, the incumbent Managing Committee shall continue to remain in office.

The above decision was unanimous Accepted by the house.

With the aforesaid observations, the 120<sup>th</sup> AGM was declared as concluded.

For and on behalf of the Managing Committee



Sammaant Vimmani  
President