



DEHRA DUN CLUB LTD.

15, RBUGRASEN ROAD, DEHRA DUN. 248 001

Phones : 0135 2656660, 7505775750

CIN - U91110UR1957NPL000040

www.dehradunclub.com, email : secretary@doonclub.com

MINUTES OF THE EXTRA ORDINARY GENERAL MEETING (EGM) OF THE DEHRADUN CLUB LIMITED ("CLUB") HELD ON THURSDAY 31ST AUGUST'2023 AT 05.30 PM IN THE CLUB PREMISES.

The meeting was opened by the president Mr. Suneet Mehra, 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 43 members was noted.

The chairman declared the meeting to be open and welcomed the Members present at the Extra Ordinary General Meeting (EGM).

1. The Chairman requested the members to stand in homage to the members who passed away from last EGM held on 05.08.2023 to present EGM i.e. 31st August'2023. He read out their obituary (s) and all present observed a two minutes silence in their memory.
2. The Chairman apprised the Members that the Notice & Agenda for this EGM was circulated to the Members by Email / Post, uploaded on the club's website and published in the newspaper, and was in compliance with the provisions of the Companies Act'2013.
3. The Chairman read out the Agenda for the Meeting-

Item No. 1 – To appoint Auditors for the year 2023-2024 and fix their remuneration.

Resolution No. 1 – ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors Rules), 2014 (the Rules), including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendation made by the Managing Committee through its resolution passed on August 8, 2023, M/s Dang & Company, Chartered Accountants, Dehra Dun having

firm's registration no. 019904C, be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the withdrawal of consent by M/s Khattak Kochhar & Co, Chartered Accountants, Dehra Dun;"

"RESOLVED FURTHER THAT Dang & Company, Chartered Accountants Dehra Dun having firm's registration no. 019904C, be and are hereby appointed as the Statutory Auditors of the Company from this Extraordinary General Meeting and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the ensuing Annual General Meeting and that they shall conduct the Statutory Audit for the period ended 31st March, 2024 and such other audit/review/certification/work as may be required and/or deemed expedient, on such remuneration and out-of-pocket expenses, as may be fixed by the Managing Committee of the Company, in consultation with them;"

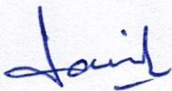
Item No. 2 – To approve the Annual Budget for the year 2023-2024

Resolution No. 2 – 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 8th Day of August, 2023, the proposed annual budget for the period 01st of April, 2023 to 31st March, 2024, be and is hereby approved as the annual budget of the company for the period of 01st of April, 2023 and ending on 31st March, 2024;"

4. The Chairman informed the Members that those who have not cast their vote through the Remote E voting so far can now cast their vote through Paper Ballot voting in the club premises between 6.00 PM to 9.00 PM.

As regard to the above, views were invited from members. The members expressed their views on the agenda item, as well as on other issues relating to the Club. The issues specific to agenda item have been captured in details in accordance with the provisions of the Companies Act, 2013 and the secretarial standards referred to therein. The rest of the issues, as they do not pertain to the agenda have been referred to separately. The following members put forth their views as under-



A. Mr. Vimal Deep Singh (M. No. 447) has raised his concern that there should be only Paper Ballot voting and E voting system should be eliminated. Further submitted that at least committee should explore the possibility for not sharing the OTP.

B. Mr. Krishan Kr. Verma (M. No. 1350) has raised his concern that why the Statutory auditors have been changed so frequently and why not the Club members become the Statutory Auditors as we are not governed by the Companies Law.

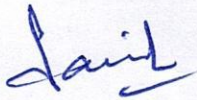
Chairman Mr. Suneet Mehra clarified to Mr. Vimal Deep Singh that E voting is mandatory being a limited company and having more than 1000 members, hence it cannot be eliminated. Further clarified to Mr. Krishan Kumar Verma that existing auditors M/s Khattak Kochhar & Co. had withdrawn their consent and resigned due to objection raised by MCA, hence other auditor (M/s Dang & Company) has proposed to appoint and being a limited company we are governed by Co.'s Law, hence it was necessary to appoint statutory auditor.

C. Mr. Ajay Shangari (M. No. 55) has raised following issues-

- I. Status of reply given to MCA (agst. Show cause notice) by the Club is not known to him & other members.
- II. Final reply given to MCA must be shared first with Past Presidents of last five years and after their consent it should be submitted to authority.

Mr. Anupam Nagalia replied that reply to ROC was prepared in consultation with senior lawyers, consultant and Company Secretaries. Draft reply was open for all members of the Club (which was intimated to all club members that interested members may come in club office and can see and submit their views / feedback), against which only one member had visited to club office and submitted his view points in writing. Draft reply was also provided through email to Past Presidents of last five years along with two senior members of the Club. Views / opinions submitted by Past Presidents were incorporated in the final balanced reply submitted to ROC, Uttarakhand.

Mr. Ajay Shangari further raised his concern that why the managing committee members are asking particular portfolios of their choice, all the managing committee members came on the board to provide their services to the club which is in the interest of the Club. Asking the portfolios of their choice should not be there. Further submitted that Membership for Sub



Committee should be allotted to Club members only not to their spouse or dependents.

D. Mr. Rajeev Nangia (M. No. 1544) has submitted his view points –

- In the E voting system option of Dissent should not be there.
- There are few clubs like Delhi Gymkhana Club, Tollyganj Club & Roshanara Club where option of Dissent is not there, we should deep studied of Co.'s law for the same.
- Lot of matters are pending with ROC
- As far E voting is concern, it cannot be eliminated.
- At present we are conducting E voting through NSDL, which is most reliable agency in corporate world.
- Sharing of OTP is an offence.

E. B. Mr. Krishan Kr. Verma (M. No. 1350) further raised his concerns that three days tome for E voting should not be there. One vote from one IP should be allowed. Capital Budget should also be considered to pass from members in the EGM and it should be shared in advance to members.

F. Mr. Vimal Deep Singh (M. No. 447) has further raised his concern that Mess Committee members (from IMA, Sub Area & Clement Town) are not attending any meeting, hence quorum is not being completed to take further Regular / Dependent members.

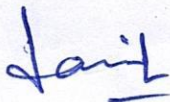
Convener Finance Mr Anupam Nagalia informed that we are in process to contact and convince them to attend the meetings.

G. Mr. Iqbal Wasu (M. No. 11) raised the following points related to MCA / ROC matters -

- a. Final reply submitted to ROC not shared with past committee members.
- b. Contradictory statements were mentioned in the draft reply shared with past committee members.
- c. Refund of security money amount to applicants who have applied during past committee period (2022-23).
- d. Managing committee should refer the order given to Delhi Gymkhana Club.

F. Mr. Vimal Deep Singh (M. No. 447) mentioned followings –

- a. E voting should be eliminated.
- b. Only Paper Ballot should be opted.



- c. How the Scrutinizer & Chief Election office has identified the Invalid vote during election on AGM on 29.06.2023.
- d. Why the list provided by NSDL not shared with the members of the Club.
- e. Further suggested that next time onwards, voting should be in the premises in the club only.

G. Mr. Sanjeev Bhasin (M. No. 1184) submitted his view points and repeated the contents / issues which was raised in his past few mails / letter to the Club regarding process of Assent & Dissent opted in the election during EGM on 29.06.2023, total numbers are different resolution wise and how the invalid votes have been identified. Further mentioned that Club has not properly / satisfactorily replied his queries raised in his past few mails.

The Chairman requested Chief Election Officer Mr. Rajeev Nangia to explain the Paper Ballot Voting procedure for the present EGM due to be held shortly to the General House.

Chief Election officer Mr. Rajeev Nangia informed about his election team, he further elaborated as below –

- Ballot Paper Voting will stop at 9.00 PM sharp.
- No Dues slip will be issued till 8.30 PM only.
- Ballot voting is open in club premises from 6.00 PM on 31.08.2023.

With the aforesaid points, the Extra Ordinary General Meeting was declared as concluded with a vote of Thanks to the Honourable House by the Chairman Mr. Suneet Mehra.

Inserted at the conclusion of the voting by electronic means as conducted by NSDL and compilation of Ballot votes by Chief Election Officer Mr. Rajeev Nangia & Scrutinizer Mr. Sankalp Chaturvedi at 21.25 hrs on the same day. The results are as under –

EGM - FINAL RESULT (31.08.2023)

Resolution: 1 -

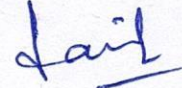
Resolution: 1	Assent	Dissent	Total	Result
To appoint Auditors for the year 2023-2024 and fix their remuneration	E vote- 17 Physical- 40	E vote- 0 Physical- 0	-	Passed Assent- 57 Dissent- 0

Sanil

Resolution: 2 -

Resolution: 2	Assent	Dissent	Total	Result
To approve the Annual Budget for the year 2023-2024.	E vote- 16 Physical- 35	E vote- 1 Physical- 4	-	Passed Assent- 51 Dissent- 5 No vote-1

For and on behalf of the Managing Committee,



SUNEET MEHRA
President

LIST - MEMBERS ATTENDED EOGM ON DATED - 31/08/2023

S. NO	M. NO	MEMBERS NAME
1	1538	Mr. RAJIV SHARMA
2	2297	Mr. AMIT KHANDELWAL
3	1590	DR. MUNISH SAWHNEY
4	1685	Mr. SALIL CHANDRA JHALDIYAL
5	383	CAPTAIN RAJESH TALWAR
6	1730	Mr. RAMAN NARULA
7	1624	Mr. SUNIT VADEHRA
8	1350	Mr. KRISHAN KUMAR VERMA
9	1236	Mr. M P BHARTARI
10	200	Mr. JITENDER VIRMANI
11	12	Mr. Rajeev Nangia
12	723	Mr. SUDHIR K GUPTA
13	426	Mr. A K DHAND
14	1869	Mr. VIRENDERA GULATI
15	1382	Mr. MANOJ SURI
16	55	Mr. AJAY SHANGARI
17	464	Mr. DEEPAK NAGALIA
18	2349	Mr. SIDDHARTH TRIVEDI
19	2304	Mr. HARBANS LAL TALWAR
20	447	Mr. VIMAL DEEP SINGH
21	1562	Mr. SANJAY PAHWA
22	786	Mr. SUNEET MEHRA
23	238	Mr. SUSHIL KAPOOR
24	782	Mr. R K GUPTA
25	929	Mr. AMAL GAHLOT
26	2412	Mr. MAN MOHAN LAMBA
27	3155	Mr. S P SINGH
28	2169	Mr. KAPIL ARORA
29	2751	Mr. HARCHARAN SINGH PASRICHA
30	1465	Mr. SUNIL JOLLY
31	948	Mr. V B ARORA
32	11	Mr. IQBAL WASU
33	728	CAPT PIMAL DHAWAN
34	942	CAPT R N DEWAN
35	2411	Mr. VINAY SINGH
36	8	Mr. P K KAPUR
37	192	Mr. AJAY MANKAD
38	1917	Mr. SURENDER KUMAR GULATI
39	34	Mr. B K GULATI
40	2023	Mr. VARUN SINGHAL
41	1543	Mr. RAJIVE REKHI
42	2395	Mr. JITENDER SINGH CHANDEL
43	1677	Mr. VIJAY KHANNA

David
President

DEHRADUN CLUB LTD