



DEHRA DUN CLUB

15, RB UGRASEN ROAD, DEHRA DUN. 248 001

Phones: 0135 2656660, 7505775750

CIN - U91110UR1957NPL000040

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

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that the Extra Ordinary General Meeting of the Members of Dehra Dun Club will be convened at the Club premises, 15, RB, Ugrasen Road, Dehradun, Uttarakhand 248001 on Friday 12th day of April'2024 at 5.00 PM to transact the following businesses:

SPECIAL BUSINESS:

- 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 3500 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 25.01.2024, the existing 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 3500 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.”

- 2. To amend Article 3 of the Articles of Association (AOA) of the Company by substituting the existing part in article "provided that in all such meetings (7) committee members shall form the quorum" with the proposed amendment i.e., "Provided that in all such meetings (5) Committee members shall form the quorum", and be it hereby accepted 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 applicable provision of Section 14 of the Companies Act, 2013, read together with the relevant rules and provisions of the Articles of Association of the company, and subject to the approval of the Central Government, if required, and further to the recommendation put forth by the Managing Committee through its resolution passed on 25.01.2024, the existing Article 3 of the Articles of Association of the Company, be hereby altered and substituted with the following provision:

"All Gentlemen/Ladies received in general society are eligible for acceptance as Permanent or Temporary Members. The decision of the Managing Committee in accepting or rejecting any member shall be deemed final.

Provided that a minimum of (5) Committee members shall constitute the quorum for all meetings."

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."

3. To alter Article 4 of the Articles of Association (AOA) of the Company with the proposed amendment, regarding the processing of applications for Eligible Dependents and Regular Applicants. Specifically, the amendment will allow for pending applications to be considered until the 31st day of December, 2023, for the Dependent category and the first fifty applicants in order of seniority for the Regular category be and hereby, accepted additionally as a onetime measure in the year 2023-24 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 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 25.01.2024, the existing Article 4 of the Articles of Association of the Company, be and hereby altered and substituted with the following content i.e.,

(1) 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 110 during the tenure of the Managing Committee between two successive Annual General Meetings as under:

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

(2) However, all the applications of Eligible Dependents till 31st Day of December, 2023 and first fifty Regular Applicants seniority wise, be, accepted additionally as a one-time measure during the year 2023-24, be and is hereby accepted and approved as Article 4 of the AOA."

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."

4. To alter Article 12 of the Articles of Association (AOA) of the Company by substituting the existing article with the proposed amendment specially addressing the limit of the quorum be and hereby, accepted 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 25.01.2024, the existing Article 12 of the Articles of Association of the Company, be and hereby altered and substituted with the following content i.e.,

- (1) Each candidate seeking Permanent Membership must be proposed by one Permanent Member and seconded by another Permanent Member.
- (2) The nomination should be submitted in the prescribed form addressed to the Committee. The form, signed by both the proposer and seconder, must include the candidate's full name, residence, rank, profession, business or occupation. Additionally, the candidate must disclose if they have been previously proposed and rejected by the Committee.
- (3) The Secretary will maintain a Register of these applications, duly initialed in a serial order, indicating the date of receipt.
- (4) Applicants will be considered in the order of their application. Candidates will be invited for an ‘AT HOME’ event twice. Failure to attend such an event by the Candidate(s) will result in the loss of seniority.
- (5) Both proposer and seconder, for both temporary and permanent memberships, may face suspension if false information is provided in the application form. However, the suspension can only take effect upon approval by the Management Committee.
- (6) Provided that the quorum for such meetings shall consist of 5 Committee 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.”

5. To alter Article 13 of the Articles of Association (AOA) of the Company by substituting the existing article with the proposed amendment specially addressing the limit of the quorum be and hereby, accepted 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 25.01.2024, the existing Article 13 of the Articles of Association of the Company, be and hereby altered and substituted with the following content i.e.,

- (1) The provided details will be recorded in a list, which will be displayed on the Notice Board for a minimum of "one month" before the member selection process begins. Should any member have objections to a name on the list, they have the option to submit a confidential letter to the Club President.

(2) Candidates, along with their spouses, will be invited to meet the Managing Committee members and their wives at an "AT HOME" event before the final consideration for membership by the Committee. The ultimate selection will be determined through a secret ballot, requiring a two-thirds majority approval from the Managing Committee members present at the meeting. Provided that the quorum for such meetings shall consist of 5 Committee 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.”

6. To alter Article 29 of the Articles of Association (AOA) of the Company by substituting the existing article with the proposed amendment, specifically addressing an increase in the entrance fee for Permanent and Corporate Members 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 in the committee meeting held on 25.01.2024, the existing article 29 of the Article of Association of the Company, be and hereby altered and substituted with the content i.e., The entrance fee for the permanent membership of the club is as under:

A) i) The entrance fee for Permanent Membership shall be set at Rs. 5,00,000/- (Rupees Five Lakh Only) plus applicable taxes. ii) For Corporate Membership, the entrance fee shall be Rs. 10,00,000/- (Rupees Ten Lakh Only) plus applicable taxes for each nominated executive.

B) The entrance fee for Permanent Membership of the Club for dependent sons/daughters of Permanent Members shall be 50% of the entrance fee outlined in Article 29(A) i).

C) The entrance fee for dependent sons/daughters of confirmed Permanent Members, as per the Register of Members as on 24th March 2011, is fixed at Rs. 25,000/- (Rupees Twenty-Five Thousand) plus applicable taxes. Article 29(B) shall not be applicable to such dependent sons/daughters. However, after 24th March 2011, all dependent members inducted as Permanent Members shall be subject to the provisions of Article 29(B).

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.”

- 7. 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 EGM 12th April'2024 onwards, all applications from the General 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 EGM 12th April'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 mandatory interest-free monetary stake of INR 20,000/- to the Company at the time of induction in Article 30 of the AOA of the Company 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 25.01.2024, 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 EGM 12th April'2024 onwards, all applications from the general 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 EGM 12th April'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 monetary stake 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 scheduled banks to be renewed from time to time. This interest-free monetary stake shall only be refunded or adjusted on the rejection, resignation, expulsion or demise of a member and after adjustment of Club dues, if any. This proposed alteration is hereby approved as the amended Article 30 of the AOA of the Company."

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."

- 8. 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 25.01.2024, 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."

9. 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 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 25.01.2024, the existing Article 43 of the Articles of Association of the Company is hereby altered and fully substituted with the following content:

(1) The election of the managing committee is scheduled to take place at every Annual General Meeting of the Club to appoint Six Committee members and one President, collectively forming the Managing Committee. The term of service for the elected Managing Committee members is set for one year, commencing from the date of their appointment. The Managing Committee members will be elected through a ballot paper voting process and e-voting process at the Annual General Meeting of the Club.

(2) To fill the vacant position the Managing Committee will appoint one Committee member as the Nominated Member for the year 2023-24. Subsequently, from 2024-2025 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 EGM 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.

(4) The Managing Committee shall appoint a General meeting coordinator cum 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 / EGM 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, maximum up to three Mess Members will have the designation of Special Invitees."

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."

10. To alter the Article 44 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 and the voting means 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 25.01.2024, the existing Article 44 of the Articles of Association of the Company is hereby altered and fully substituted with the following content i.e.,

The Managing Committee of the club comprises 7 members, all of whom are permanent members of the club. This committee is established to oversee various aspects of the club, including financial and other matters. Its members include the President and six other Committee members. The election of Managing Committee members will take place through both a traditional ballot paper voting process and an e-voting process during the Annual General Meeting 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."

11. To alter the Article 62 of the Articles of Association (AOA) of the Company by substituting the existing article with the proposed amendment i.e., Permanent

members of the Dehra Dun Club are entitled to exercise their voting rights in person during the General Meeting convened for the election of the Management Committee of the Club. From the date of the EGM 12th Day of April'2024 the Nominated Mess Members will only be designated as special invitees in 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 25.01.2024, the existing Article 62 of the Articles of Association of the Company is hereby altered and fully substituted with the following content i.e.,

Permanent members of the Dehra Dun Club are entitled to exercise their voting rights in person during the General Meeting convened for the election of the Management Committee of the Club. From the date of the EGM 12th April'2024 onwards the Nominated Mess Members will only be designated as special invitees in 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."

For and on behalf of Managing Committee,

**Ajai Kumar Garg
Asstt. Secretary
Dehra Dun Club**

Date: 18.03.2024

Place: DEHRADUN, Uttarakhand

NOTES:

- 1)The members can also refer the Agenda and Notice of EOGM which is being uploaded on the website of the Club www.dehradunclub.com.
- 2)In line with the Ministry of Corporate Affairs (MCA) Circulars, the Notice calling the EOGM is being uploaded on the website of the Company at www.dehradunclub.com. The Notice will also be available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e.www.evoting.nsdl.com.
- 3)Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”) setting out material facts concerning the special businesses of the Notice is annexed hereto.
- 4)**Voting through electronic means (E-voting):** 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 the Company is providing facility of remote E-Voting to its Members in respect of the business to be transacted at the EOGM. 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. For the remote E-Voting the Company has entered into Bipartite Agreement with National Securities Depository Limited (NSDL).

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

- The remote e-voting period begins on 9th Day of April, 2024, Tuesday at 09:00 a.m. and ends on 11th Day of April, 2024, Thursday at 05:00 p.m.
- The Permanent Members, whose names appear in the Register of Members as on the record date (cut-off date) i.e., 18th March, 2024, may cast their vote electronically through remote e-voting system OR by ballot paper voting system at EOGM.

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

- I. NSDL will send User id and password at your registered email id and Mobile Number provided the Member has registered his/her updated email id and mobile number with the company up-till 05:00 PM on Tuesday, 26th March, 2024.
- II. Once you receive email from NSDL, to obtain user id and password, open the attached PDF file viz.: “e-voting.pdf” with your Membership No. as Password.

Note: Membership number should be alphanumeric only, it should not contain any special characters like (-,/: etc). for example, if membership number is P-0333 then use P0333 to open attached PDF file.

- III. You will also receive User ID and password through SMS at your mobile number if mobile number is registered with Dehradun Club Ltd.
- IV. The procedure for the conduct of e-voting will be as under:
 - a. Please visit NSDL website and open the web browser by typing the following URL <https://www.evoting.nsdl.com>.

- b. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder / Member’ section.
 - V. Click on Login button at Shareholder/ Member tab. The system will prompt you enter your user id. Insert the User ID received in E-mail/SMS and opt for any one of the two Login Types available (namely Password or OTP) and proceed as follows for each-
 - a. **Password-** Insert the User-id and the password provided by NSDL in the E-mail/SMS. Insert the verification code, Password (as in email) and agree to all terms and conditions. The system will prompt for resetting of the Password (one time) to a Password of your own choice (your new password must contain (minimum one Capital, one Special character & one numeric) minimum of 8 digits). After you change the Password, and re-login using the new Password the default page of NSDL E-Voting will be displayed.
 - b. **One Time Password (OTP) -** Insert the User-id and if the OTP option is selected, Insert Verification Code and agree to all terms and conditions. NSDL system will automatically send a One Time Password (OTP) on your registered mobile number and/or E-mail id. Post insertion of the correct OTP, the member will be prompted to the NSDL E-Voting page.
 - VI. After successful login, at the home page of e-voting you will be able to see EVEN.
 - VII. Select “EVEN” to cast the vote.
 - VIII. Now you are ready for e-Voting as the Voting page opens.
 - IX. Cast your vote by selecting appropriate options for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
 - X. Upon confirmation, the message “Vote cast successfully” will be displayed.
 - XI. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
 - XII. **It is strongly recommended not to share your password and OTP for E-Voting with any other person and take utmost care to keep your password and OTP for E-Voting confidential.**
 - XIII. In case you face any problems/experience any difficulty please feel free to contact 022 - 4886 7000 and 022 - 2499 7000 or contact on email id evoting@nsdl.co.in.
- 5) The facility for **voting through Ballot Paper System** shall also be made available at the Extra Ordinary General Meeting at 15, RB, Ugrasen Road, Dehradun, Uttarakhand 248 001 on 12th Day of April, 2024, Friday between 6.00 PM to 9.00 PM and permanent members of the Company as on cut-off date i.e., 18th March, 2024, attending the meeting who have not already cast their vote by REMOTE E-VOTING SYSTEM shall be able to exercise their voting right at the meeting.
- 6) **THE INSTRUCTIONS FOR MEMBERS FOR VOTING BY BALLOT PAPER ON THE DAY OF THE EOGM ARE AS UNDER: -**

- a. The EOGM will start at 05:00 PM sharp in the evening and likely to end at 6.00 PM in the evening.
 - b. That, after conclusion of the EOGM the committee or any authorized person may address the members/house and formally initiate the physical voting system.
 - c. That, for voting the member has to receive the No Dues Clearance Receipt from the Club counter established at the entry point of meeting area.
 - d. That slip shall be verified by the polling officer's team at the entry of voting area.
 - e. That, after verification/checking the polling officer's team will allow the respected member to enter in the voting area.
 - f. That, after entrance of the respected member; the polling officer's team will issue the ballot paper to the member for voting.
 - g. After voting kindly drop the ballot paper in the drop box.
 - h. After voting the respected member may kindly leave the room from the exit gate.
 - i. That it is mandatory to collect the no dues clearance receipt from the counter before 08:30 PM, after which the counter will not provide the receipt.
 - j. Only eligible voters, polling team and the scrutinizer will be allowed in the voting area. Strict actions will be initiated by the Club against any other person who enter in the voting area without permission of election officer.
- 7)The Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
- 8)Mr. Sankalp Chaturvedi has been appointed by the managing committee of the Company, as the Scrutinizer to scrutinize the voting at EOGM and the remote e-voting process in a fair and transparent manner. (Email Id chaturvedisankalp94@gmail.com Mobile No. 8923348918).
- 9)The Committee, at the EOGM, at the end of the discussion on the resolutions on which voting is to be held, allow voting, with the assistance of the scrutinizer, by using the ballot paper voting system for all those members who are present at the EOGM but have not cast their vote by availing the remote e-voting system.
- 10) For the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, the scrutinizer shall have access, after the closure of period for remote e-voting and before the start of general meeting, to details relating to members, such as their names and such other information that the scrutinizer may require, who have cast votes through remote e-voting but not the manner in which they have cast their votes.
- 11) The Results declared, along-with the Scrutinizer's Report, shall be placed on the Company's website www.dehradunclub.com and on the website of NSDL and the results shall also be displayed on the notice board at the Registered Office of the Company, immediately after the declaration of the result by the Committee or a person authorized by him in writing.

- 12) The Scrutinizer shall, after the conclusion of voting at the EOGM, first count the votes cast during the EOGM and, thereafter, unblock the votes cast through remote e-Voting, in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three working days from the conclusion of the EOGM, a Consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Committee or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- 13) Mr. Anurag Sangal has been appointed by the Managing Committee as the Chief Polling Officer.
- 14) Any query in respect to agendas shall be entertained in writing by mail or in hard copy uptill 5.00 PM Tuesday, 26th Day of March, 2024, Tuesday.
- 15) The copy of agenda, book of articles of association of the club and other relevant document if any, which is to be considered at the meeting, can be inspected by the members of the Club uptill 05:00 PM 26th Day of March, 2024, Tuesday at 15 RB, Ugrasen Road, Dehradun, Uttarakhand.
- 16) **For casting vote (through Remote E-voting) kindly clear the payment of all outstanding club bills raised till February,2024 on or before 05:00 PM 26th Day of March, 2024, Tuesday.**

For casting vote (through ballot paper at the EOGM) kindly clear the payment of all outstanding club bills raised till February,2024 on or before 12th Day of April, 2024 Friday before 08:30 PM.

- 17) For better understanding all important dates in respect to the EOGM are mentioned herein below in the tabular format.

Important Dates to the EOGM on Friday, 12th Day of April, 2024			
<i>Sr</i>	<i>Particulars</i>	<i>Day/Date</i>	<i>Time</i>
1.	Last date of clearance of dues up-to Bill of February 2024-		
a)	Members to be eligible for Remote E-Voting	Tuesday, 26 th March, 2024	On or before 05:00 PM
b)	Members to be eligible for Paper Ballot Vote	Friday, 12 th April, 2024	On or before 08:30 PM.
2.	Remote E-Voting begins	Tuesday, 9 th April, 2024.	09:00 AM.
3.	Remote E-Voting ends	Thursday, 11 th April, 2024.	05:00 PM.
4.	EGM called to Order	Friday, 12 th April, 2024.	05.00 PM
5.	Paper Ballot Voting begins	Friday, 12 th April, 2024.	06.00 PM
6.	Paper Ballot Voting ends	Friday, 12 th April, 2024.	09.00 PM

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

ALTERATION OF ARTICLES OF ASSOCIATION (AOA) OF THE COMPANY THE DEHRADUN CLUB LIMITED.

It is proposed to alter some articles under the existing set of Articles of Association (AOA) of the Company, so as to align it with the provisions of the Companies Act, 2013 as applicable on Section 8 Companies. The Managing Committee of the Dehra Dun Club in its meeting held on 25.01.2024 at 15, New Survey Road, Dehradun (The Club Premises) has approved the said proposal, subject to approval of the Members and Registrar of Companies (ROC). In terms of the provisions of Section 14 of the Companies Act, 2013, the Company is required to obtain approval of the members by way of Special Resolution and pursuant to provisions of Section 8 of the Companies Act, 2013, a Company registered under this Section shall obtain previous approval of the Central Government (Power delegated to ROC), for alteration of the Article of Association.

Accordingly, the resolutions are being proposed as a **Special Resolution**.

The proposed amendments in articles are listed below, in brief and apart from the articles listed below the remaining articles are the same as mentioned existing articles of association.

Reason for alteration of the Articles of Association (AOA): The aim for the alteration of the Articles of Association (hereinafter referred to as 'AOA') is to align it with the provisions of the Companies Act, 2013 as applicable on Section 8 Companies. The Articles were drafted on the basis of erstwhile Companies Act. Thereafter, certain EGMs added / deleted provisions to aid procedural efficiency. The Articles are being altered to more clearly explain to the members their rights, responsibilities, liabilities and that of the Club as a whole vis-à-vis the outside world.

Item no. 1

Increase in cap on Club members as given in Article-1:

The proposal entails raising the cap on Club members from 2500 to 3500 to address the longstanding backlog of pending applications from eager perspective members. This augmentation in membership capacity is anticipated to have favorable outcomes on club facilities. In recent years, the approval of membership applications has been uncertain, resulting in minimal reduction in the waiting list for the grant of membership to a substantial number of applicants. The proposed increase in the membership cap is expected to, to some extent, alleviate the waiting period and positively influence the club by attracting new members.

Item No.2

Minimum Quorum in Article 3:

The proposed amendment seeks to alter Article 3 of the Articles of Association (AOA) of the Company. Currently, the provision stipulates that in all meetings, a minimum of seven committee members shall form the quorum. The proposed amendment suggests reducing the quorum requirement to five committee members. With the approval of the proposed amendment, the managing committee of the company, previously comprising 9 members, will be reduced to 7 members. Consequently, the quorum requirement, previously set at 7 members, will now be reduced to 5 to align with the revised committee size.

The rationale behind this proposed change is to streamline decision-making processes within the company's meetings while ensuring that a sufficient number of committee members are present to make informed decisions. This adjustment aims to enhance efficiency and flexibility in conducting meetings while maintaining the integrity of the decision-making process.

The resolution to be passed as a Special Resolution under Section 14 of the Companies Act, 2013, along with the applicable rules and provisions of the Articles of Association, outlines the formal procedure for implementing the proposed amendment. It highlights the necessity for approval from the Central Government if required, as well as the recommendation made by the Managing Committee through its resolution passed on 25.01.2024. Upon approval and incorporation of this amendment into the Articles of Association, it will become binding and govern the conduct of meetings within the company, specifically regarding the quorum requirement for committee members.

Overall, this amendment is intended to promote efficient decision-making and governance practices within the company, thereby contributing to its overall operational effectiveness and performance.

Item no.3

Applications of the Eligible Dependents and Regular Applicants in Article 4:

The proposed amendment aims to modify Article 4 of the Articles of Association (AOA) of the Company, specifically concerning the processing of applications for Eligible Dependents and Regular Applicants seeking admission to the Club. The proposed change includes a one-time measure for the year 2023-24, allowing pending applications to be considered until the 31st day of December, 2023, for the Dependent category and the first fifty applicants in order of seniority for the Regular category.

The rationale behind this amendment is to provide temporary flexibility in the admission process to accommodate pending applications within the specified time frame manner. This measure is intended to address any backlog of applications and streamline the admission process for the benefit of both applicants and the Club.

The resolution to be passed as a Special Resolution under Section 14 of the Companies Act, 2013, in conjunction with the relevant rules and provisions of the Articles of Association, outlines the formal procedure for implementing the proposed amendment. It acknowledges the recommendation made by the Managing Committee through its resolution passed during the committee meeting convened on 25.01.2024. Upon approval and incorporation of this amendment into the Articles of Association, it will serve as the governing provision for the admission process, reflecting the temporary measure adopted for the year 2023-24. This amendment is intended to facilitate the efficient processing of pending applications while upholding the principles of fairness and transparency in the admission process.

Overall, this amendment seeks to address immediate concerns regarding the backlog of applications while maintaining the integrity of the Club's admission process and ensuring equitable treatment for all applicants.

Item no.4

The procedures for proposing and seconding candidates for Permanent Membership in Article 12

The proposed amendment aims to revise Article 12 of the Articles of Association (AOA) of the Company, specifically addressing the provisions related to the nomination process for Permanent Membership and the establishment of the quorum for meetings.

The existing Article 12 outlines the procedures for proposing and seconding candidates for Permanent Membership, as well as the maintenance of a register of applications by the Secretary. However, the proposed amendment introduces several modifications to enhance transparency and accountability in the nomination process. Under the proposed amendment, each candidate seeking Permanent Membership must be proposed and seconded by existing Permanent Members, with specific requirements outlined for the nomination form. Additionally, the amendment emphasizes the importance of attendance at designated events for candidates and introduces measures to address the provision of false information in application forms.

Furthermore, the proposed amendment specifies that the quorum for meetings shall consist of five Committee Members, thereby establishing a minimum number of attendees necessary to conduct official business. With the approval of the proposed amendment, the managing committee of the company, previously comprising 9 members, will be reduced to 7 members, with the remaining members designated as special invitees. Consequently, the quorum requirement, previously set at 7 members, will now be reduced to 5 to align with the revised committee size. The resolution to be passed as a Special Resolution under Section 14 of the Companies Act, 2013, along with the relevant rules and provisions of the Articles of Association, provides the formal procedure for implementing the proposed amendment. It acknowledges the recommendation made by the Managing Committee through its resolution passed on 25.01.2024.

Upon approval and incorporation of this amendment into the Articles of Association, it will govern the nomination process for Permanent Membership and the establishment of the quorum for meetings. These changes are intended to enhance the efficiency, transparency, and integrity of the Company's operations, aligning with best practices in corporate governance. Overall, this amendment seeks to strengthen the nomination process for Permanent Membership and ensure effective governance through the establishment of a clear and enforceable quorum requirement for meetings.

Item no.5

The process for recording member details and provides a mechanism for addressing objections from existing members Article 13:

The proposed amendment seeks to revise Article 13 of the Articles of Association (AOA) of the Company, focusing on the procedures related to the selection process for new members and the establishment of the quorum for meetings.

The existing Article 13 outlines the process for recording member details and provides a mechanism for addressing objections from existing members. However, the proposed amendment introduces significant modifications to enhance transparency and fairness in the membership selection process. Under the proposed amendment, member details will be recorded and displayed on the Notice Board for a minimum period of one month before the commencement of the member selection process. This allows existing members to review the list and submit confidential objections, if any, to the Club President.

Furthermore, the proposed amendment introduces an "AT HOME" event where candidates, along with their spouses, will have the opportunity to meet with Managing Committee members and their spouses before final consideration for membership. The ultimate selection of new members will be determined through a secret ballot, requiring a two-thirds majority approval from the Managing Committee members present at the meeting.

Additionally, the proposed amendment specifies that the quorum for meetings related to the membership selection process shall consist of five Committee Members, ensuring that a sufficient number of members are present to conduct official business. It is necessary to understand that with the approval of the proposed amendment, the managing committee of the company, previously comprising 9 members, will be reduced to 7 members. Consequently, the quorum requirement, previously set at 7 members, will now be reduced to 5 to align with the revised committee size.

The resolution to be passed as a Special Resolution under Section 14 of the Companies Act, 2013, along with the relevant rules and provisions of the Articles of Association, provides the formal procedure for implementing the proposed amendment. It acknowledges the recommendation made by the Managing Committee through its resolution passed on 25.01.2024. Upon approval and incorporation of this amendment into the Articles of Association, it will govern the membership selection process and the establishment of the quorum for related meetings. These changes are intended to promote transparency, fairness,

and accountability in the membership selection process, aligning with best practices in corporate governance.

Overall, this amendment seeks to enhance the integrity and inclusivity of the Company's membership selection process while ensuring that decisions are made in a transparent and democratic manner.

Item no.6

Entrance fee of the members Article 29

The proposed amendment aims to alter Article 29 of the Articles of Association (AOA) of the Company, specifically addressing an increase in the entrance fee for Permanent and Corporate Memberships, as well as delineating provisions regarding dependent members.

Under the proposed amendment, the entrance fee for Permanent Membership is revised to Rs. 5,00,000/- (Rupees Five Lakhs) plus applicable taxes, and for Corporate Membership, it is set at Rs. 10,00,000/- (Rupees Ten Lakhs) plus applicable taxes for each nominated executive. Furthermore, the amendment introduces provisions for dependent sons/daughters of Permanent Members. It stipulates that the entrance fee for dependent sons/daughters of Permanent Members shall be 50% of the entrance fee outlined in Article 29(A) i). Additionally, for dependent sons/daughters of confirmed Permanent Members as per the Register of Members as on 24th March 2011, a fixed entrance fee of Rs. 25,000/- (Rupees Twenty-Five Thousand) plus applicable taxes is established. It is noted that Article 29(B) shall not be applicable to such dependent sons/daughters.

The resolution to alter Article 29 is presented as a Special Resolution under Section 14 of the Companies Act, 2013, in accordance with the applicable rules and provisions of the Company's Articles of Association. The recommendation for this alteration was made by the Managing Committee through its resolution passed in the committee meeting held on 25.01.2024. Upon approval and acceptance, the proposed alteration will be incorporated into the Articles of Association as the amended Article 29, governing the entrance fee structure for Permanent and Corporate Memberships, as well as the provisions for dependent members.

This amendment aims to ensure clarity, fairness, and sustainability in the entrance fee structure while accommodating the needs of various membership categories within the Company.

Item No. 7

Explanatory note in Article 30

The purpose of this Explanatory Note is to provide clarity and justification for the proposed amendment to Article 30 of the Articles of Association (AOA) of our Company. The proposed amendment seeks to introduce certain changes regarding the application process and monetary requirements for different categories of applicants.

Currently, Article 30 outlines the procedures and requirements for membership application, including the submission of a mandatory interest-free monetary stake at the time of induction. However, in order to streamline the application process and align it with prevailing market practices, the Managing Committee has recommended certain amendments to Article 30. Effective from the date of the Extraordinary General Meeting (EGM) 12th Day of April'2024, the proposed amendment entails the following key changes:

All applications from the General Category, Single Lady, and Corporate applicants will require a non-refundable application form fee of Rs. 5,000/-, along with applicable GST.

Similarly, 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 monetary stake of INR 20,000/- to the Company. This monetary stake serves as a commitment from the member towards the Company's operations and initiatives. The rationale behind these proposed changes is to ensure fairness, transparency, and financial sustainability in the membership application process. The introduction of non-refundable application form fees will help cover administrative costs associated with processing applications, while the refundable monetary stake will foster a sense of ownership and accountability among members, which shall not be utilized by the Club and will only be kept in unencumbered fixed deposits in scheduled banks to be renewed from time to time. This interest-free monetary stake shall only be refunded or adjusted on the rejection, resignation, expulsion or demise of a member and after adjustment of Club dues, if any.

It is important to note that these amendments have been thoroughly discussed and endorsed by the Managing Committee, and are in compliance with the relevant provisions of the Companies Act, 2013, and our Company's AOA.

Item No. 8

Article 31 outlines the monthly subscription fees payable by members

The purpose of this Explanatory Note is to provide clarity and rationale for the proposed amendment to Article 31 of the Articles of Association (AOA) of our Company. The proposed amendment seeks to modify the existing provisions related to the monthly subscription fees for members, particularly addressing an increase in the subscription amount.

Currently, Article 31 outlines the monthly subscription fees payable by members, including provisions for senior members based on age and club membership standing. However, in order to align with the changing financial landscape and operational requirements of the Company, the Managing Committee has recommended certain amendments to Article 31. Effective from the date of the resolution passed in the committee meeting convened on 25.01.2024, the proposed amendment entails the following key changes:

Increase in Monthly Subscription:

All members, except temporary members under Article 20, shall pay a monthly subscription fee of Rs. 600/- plus applicable taxes.

This increase in the subscription amount is necessary to cover the rising operational costs and ensure the sustainable growth of the Company in future.

Senior Members' Subscription:

For senior members aged 65 years with a club membership of 10 years standing, the subscription shall be reduced to 50% of the basic subscription plus applicable taxes, rounded off to the nearest rupee.

Senior members aged 65 years with a club membership of 45 years standing shall pay a token subscription of Rs. 11/- plus applicable taxes only, as a gesture of appreciation for their longstanding commitment to the Company.

The proposed amendment has been carefully deliberated and endorsed by the Managing Committee, taking into consideration the Company's financial stability and the interests of its members.

Transfer of membership: the new membership number will be allocated to the transferee member": When a membership is transferred, a new membership number will be assigned to the person receiving the membership (the transferee). This new number distinguishes their membership from the original holder's and the membership period will be calculated from the date of allotment of the new membership number. It clarifies that the duration of the membership for the transferee will begin from the date they receive their new membership

number, rather than from the date the membership was originally obtained by the previous holder. In other words, the transferee's membership period starts fresh from the point of receiving the new membership number.

Item No.9

Introduce significant changes to the process of managing committee elections and the roles of committee members, particularly focusing on enhancing transparency and efficiency in the election process. Article 43

The purpose of this Explanatory Note is to provide insight and rationale behind the proposed amendment to Article 43 of the Articles of Association (AOA) of our Company. The proposed amendment seeks to introduce significant changes to the process of managing committee elections and the roles of committee members, particularly focusing on enhancing transparency and efficiency in the election process.

Election of the Managing Committee:

The proposed amendment stipulates that the election of the managing committee will take place at every Annual General Meeting of the Club. This ensures regularity and accountability in the selection process.

The term of service for elected Managing Committee members is set for one year, aligning with standard governance practices and ensuring continuity in leadership.

The introduction of a ballot paper voting process and e-voting process at the Annual General Meeting enhances accessibility and participation among members, facilitating a fair and democratic election.

Appointment of Nominated Member:

The amendment allows for the appointment of one Committee member as the Nominated Member for a specific term in 2023-24 to fill any vacant position. This is just to ensure the continuity in committee composition and effective governance.

Subsequently, all Committee members, including the President, will be elected Managing Committee members, further reinforcing democratic principles within the Club.

General Meeting Coordinator cum Polling Officer:

The proposed amendment mandates the appointment of a General Meeting Coordinator cum Polling Officer for all Annual and Extraordinary General Meetings. This individual is tasked with overseeing the election process, verifying candidate eligibility, and ensuring the smooth conduct of meetings.

Their responsibilities are distinct from those of the Scrutinizer, ensuring checks and balances in the election process and adherence to regulatory requirements.

Designation of Special Invitees:

Starting from the date of the Extraordinary General Meeting (EOGM) 12th Day of April'2024, maximum upto the three Mess Members will have the designation of Special Invitees. This recognizes their contributions and allows for their continued involvement in Club affairs.

These amendments have been carefully considered and recommended by the Managing Committee to enhance governance practices, promote member engagement, and strengthen the overall functioning of the Club.

Item no.10:

Article 44- The proposed amendment seeks to establish a committee to oversee various aspects of the Club, including financial and other matters, and to outline the process for electing Managing Committee members.

Establishment of a 7-Member Committee:

The proposed amendment entails the formation of a committee consisting of 7 members collectively called the Managing Committee of the Club, all of whom will be permanent members of the Club. This committee will play a crucial role in overseeing and managing various aspects of the Club's operations, including financial management, event planning, and member services. The committee will include the President of the Club, along with six other Committee members. This composition ensures representation from diverse perspectives and expertise, contributing to effective decision-making and governance.

The proposed amendment specifies that Managing Committee members will be elected through a combination of ballot paper voting and e-voting processes at the Annual General Meeting of the Club. This ensures transparency and fairness in the election process, allowing all eligible members to participate in choosing their representatives.

The recommendation to amend Article 44 was presented by the Managing Committee and endorsed in the committee meeting convened on 25.01.2024. The proposed amendment aligns with the objectives of promoting efficient governance, enhancing member engagement, and strengthening the overall functioning of the Club.

Item no.11 Article 62

The proposed amendment pertains to the voting rights of permanent members during the General Meeting convened for the election of the Management Committee of the Dehra Dun Club. The proposed amendment reaffirms the voting rights of permanent members of the Dehra Dun Club during the General Meeting convened for the election of the Management Committee. This ensures active participation and democratic decision-making within the Club's governance structure.

It is necessary to highlight that these Nominated Mess Members will hold the status of special invitees in the Club.

Nature of concern or interest of Managing committee members: None of the Managing committee members, promoters and the relatives of the mentioned persons is concerned or interested, directly or indirectly, in the proposed resolution save and except to the extent of their membership in the Company. Your Managing committee members recommend this resolution for the approval of members.

For and on behalf of Managing Committee,

**Ajai Kumar Garg
Asstt. Secretary
Dehra Dun Club**

Date: 18.03.2024

Place: DEHRADUN, Uttarakhand

TABLE OF PROPOSED AMENDMENTS

Article	Existing Article	Proposed Amendment
Article 1	For purpose of Registration, the Club is declared to consist of 2500 Members.	For the purpose of Registration, the Club is declared to consist of 3500 Members.
Article 3	All gentlemen/Ladies received in general society are eligible for acceptance as Permanent or Temporary Members. Decision of the Managing Committee in taking/not taking any member shall be final. Provided that in all such meetings (7) Committee members shall form the quorum.	All Gentlemen/Ladies received in general society are eligible for acceptance as Permanent or Temporary Members. The decision of the Managing Committee in accepting or rejecting any member shall be deemed final. Provided that a minimum of (5) Committee members shall constitute the quorum for all meetings.
Article 4	(1) 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 85 during the tenure of the Managing Committee between two successive Annual General Meetings as under: A) Regular Category 25 b) Dependents 50 c) Corporate 10 So however, that during 2012, all the pending applications of all eligible dependents be accepted additionally as a onetime measure. No new Regular Members shall be selected in the next five years and no new Application Forms for Regular Membership shall be sold. The Managing Committee shall only select 50 Dependents as per Club Articles.	(1) 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 110 during the tenure of the Managing Committee between two successive Annual General Meetings as under: a) Regular Category 50 b) Dependents 50 c) Corporate 10 (2) However, all the applications of Eligible Dependents till 31 st Day of December, 2023 and first fifty Regular Applicants seniority wise, be, accepted additionally as a one-time measure during the year 2023-24, be and is hereby accepted and approved as Article 4 of the AOA.
Article 12	Every candidate for Permanent Membership must be proposed by one and seconded by another Permanent Member. This proposal shall be made by prescribed form to the Committee. The prescribed form shall be signed by the proposer and seconder and shall contain the name in full of the candidate, his residence, rank, profession,	(1) Each candidate seeking Permanent Membership must be proposed by one Permanent Member and seconded by another Permanent Member. (2) The nomination should be submitted in the prescribed form addressed to the Committee. The form, signed by both the proposer and seconder, must include the candidate's full name, residence, rank, profession, business or occupation. Additionally,

	<p>business or occupation and in case he has been proposed previously and not accepted the fact shall be mentioned. A Register of such applications shall be maintained by the Secretary duly initialed by him against each proposal in a serial order of the date in which these are received with security deposit. Applicant will be considered in the same order. Applicants will be called for an AT HOME only twice. Applicants who fail to attend the AT HOME will loose their seniority. The proposer and seconder (both for temporary and permanent membership) shall be liable for suspension if any false information is given in the form, however, this suspension can only be effective if the Management Committee approves such action, provided that at all such meetings (7) committee members shall form the quorum.</p>	<p>the candidate must disclose if they have been previously proposed and rejected by the Committee. (3) The Secretary will maintain a Register of these applications, duly initialed in a serial order, indicating the date of receipt. (4) Applicants will be considered in the order of their application. Candidates will be invited for an 'AT HOME' event twice. Failure to attend such an event by the Candidate(s) will result in the loss of seniority. (5) Both proposer and seconder, for both temporary and permanent memberships, may face suspension if false information is provided in the application form. However, the suspension can only take effect upon approval by the Management Committee. (6) Provided that the quorum for such meetings shall consist of 5 Committee Members.</p>
<p>Article 13</p>	<p>These particulars 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 against a name on this list, he/she is at liberty to write a confidential letter to the Club President. Candidate shall be called along with his/her spouse to meet the Managing Committee members and their wives at an "AT HOME" before being finally considered for membership by the Committee. The final selection shall only be made by a secret ballot to be approved by two-third majority of the Managing Committee members present in the meeting. At such meetings (7) shall form the quorum.</p>	<p>(1) The provided details will be recorded in a list, which will be displayed on the Notice Board for a minimum of "one month" before the member selection process begins. Should any member have objections to a name on the list, they have the option to submit a confidential letter to the Club President. (2) Candidates, along with their spouses, will be invited to meet the Managing Committee members and their wives at an "AT HOME" event before the final consideration for membership by the Committee. The ultimate selection will be determined through a secret ballot, requiring a two-thirds majority approval from the Managing Committee members present at the meeting. Provided that the quorum for such meetings shall consist of 5 Committee Members.</p>
<p>Article 29</p>	<p>The entrance fee for the permanent membership of the club is as under: A) i) For Permanent Member Rs. 2,00,000/- ii) For Corporate Member Rs. 5,00,000/- for each nominated executive B) The entrance fee for</p>	<p>A) i) The entrance fee for Permanent Membership shall be set at Rs. 5,00,000/- (Rupees Five Lakh Only) plus applicable taxes. ii) For Corporate Membership, the entrance fee shall be Rs. 10,00,000/- (Rupees Ten Lakh Only) plus applicable taxes for each nominated executive.</p>

	<p>permanent membership of the Club for dependent son/daughter of permanent member will be 50% of Article 29 A (i) C) The entrance fee for dependent son/daughter of confirmed permanent member (as per the Register of Member as on 24th March 2011) is fixed at Rs. 25,000/-. As such Article 29(B) shall not be applicable on such dependent sons/daughters.</p>	<p>B) The entrance fee for Permanent Membership of the Club for dependent sons/daughters of Permanent Members shall be 50% of the entrance fee outlined in Article 29(A) i).</p> <p>C) The entrance fee for dependent sons/daughters of confirmed Permanent Members, as per the Register of Members as on 24th March 2011, is fixed at Rs. 25,000/- (Rupees Twenty-Five Thousand) plus applicable taxes. Article 29(B) shall not be applicable to such dependent sons/daughters. However, after 24th March 2011, all dependent members inducted as Permanent Members shall be subject to the provisions of Article 29(B).</p>
Article 30	<p>Any person seeking membership of the Club shall along with his application pay an interest free security of Rs.20,000/- which shall not be utilized by the Club and will only be kept in unencumbered fixed deposits in scheduled banks to be renewed from time to time. This security deposit shall only be refunded or adjusted on the rejection, resignation, expulsion or demise of a member and after adjustment of Club dues, if any.</p>	<p>Effective from the date of the EGM 12th Day of April'2024 onwards, all applications from the general 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 EGM 12th Day of April'2024 onwards, applications from Dependents will be subject to a non-refundable application form fee of Rs. 2,500/-, plus applicable GST.</p> <p>Upon becoming a permanent member, it is obligatory to submit a refundable interest-free monetary stake 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 scheduled banks to be renewed from time to time. This interest-free monetary stake shall only be refunded or adjusted on the rejection, resignation, expulsion or demise of a member and after adjustment of Club dues, if any. This proposed alteration is hereby approved as the amended Article 30 of the AOA of the Company."</p>
Article 31	<p>All members except temporary members under Article 13, shall pay Rs. 500/= as monthly subscription. For senior members (age 65 years and club</p>	<p>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</p>

	<p>membership of 10 years standing) the subscription shall be 50% i.e.,Rs. 250/- rounded off to the nearest rupee. Senior members with standing of 45 years, shall pay a token subscription of Rs. 11/- only.</p>	<p>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.</p> <p>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.</p>
<p>Article 43</p>	<p>At the Annual General Meeting of the Club, elections shall be held to elect one President and 5 members of the Managing Committee in all six permanent members for the ensuing year. A perforated ballot paper in two sections shall contain six votes in total. The upper section shall contain one vote for the President and lower section shall have five votes for the Committee Members. A ballot paper must contain one vote for the President and five votes for the committee members.</p> <p>However, if the ballot paper has one vote for the President in the upper section and the lower section has less or more than five votes, the ballot paper will be deemed to be invalid for the election of the Committee members only and not for the election of the president. A candidate for President ship who fails to be elected as President shall not qualify to be member of the Managing Committee. Upon election the President shall automatically become a member of the Managing Committee. Members filling up nomination for the election shall specify whether their candidature is for President or for Committee Member.</p> <p>The nomination form has to be proposed by one and seconded by another Permanent Member of the Club.</p>	<p>(1) The election of the managing committee is scheduled to take place at every Annual General Meeting of the Club to appoint Six Committee members and one President, collectively forming the Managing Committee. The term of service for the elected Managing Committee members is set for one year, commencing from the date of their appointment. The Managing Committee members will be elected through a ballot paper voting process and e-voting process at the Annual General Meeting of the Club.</p> <p>(2) To fill the vacant position the Managing Committee will appoint one Committee member as the Nominated Member for the year 2023-24. Subsequently, from 2024-2025 all Committee members, including the President, will be elected members of the Managing Committee of the company.</p> <p>(3) Voting through electronic means / physical voting:</p> <p>(i) Club shall provide to its members the facility to exercise their right to vote at general meetings by electronic means and Physical Voting as well.</p> <p>(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.</p> <p>(iii) The process of Voting at any AGM or EGM should be as per Section 108 of Companies Act 2013</p>

		<p>and the Rules made there under, as per Companies Management & Administration Rules 2014 as amended from time to time.</p> <p>(4) The Managing Committee shall appoint a General meeting coordinator cum 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 / EGM 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).</p> <p>(5) Starting from the date of the EOGM 12th Day of April'2024 onwards, maximum upto three Mess Members will have the designation of Special Invitees.</p>
Article 44	<p>All the affairs of the Club, pecuniary and otherwise, shall be managed by a Committee consisting of nine members, out of these nine members, three shall be members nominated by the Messes, Other six shall be permanent members of the Club. One of them the President and five other Committee Members, who shall be elected by a ballot at the Annual General Meeting of the Club.</p>	<p>The Managing Committee of the club comprises 7 members, all of whom are permanent members of the club. This committee is established to oversee various aspects of the club, including financial and other matters. Its members include the President and six other Committee members. The election of Managing Committee members will take place through both a traditional ballot paper voting process and an e-voting process during the Annual General Meeting of the Club.</p>
Article 62	<p>Permanent members of the Dehra Dun Club Ltd. may vote at the General Meeting held for the purpose of election of the Management Committee of the Club in person. Provided:</p> <p>a: Nominated Mess Members Under Article 21, shall vote only to elect three Nominated Mess Members belonging to Military Messes, to the Managing Committee.</p> <p>b. Permanent Members other than those under Article 21, shall vote only to elect six Permanent Members (including the President) not belonging to</p>	<p>Permanent members of the Dehra Dun Club are entitled to exercise their voting rights in person during the General Meeting convened for the election of the Management Committee of the Club. From the date of the EGM 12th Day of April'2024 onwards the Nominated Mess Members will only be designated as special invitees in the Club.</p>

	Military Messes to the Management Committee.	
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