



DEHRA DUN CLUB

15, R.B. 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 11th May'2024 Saturday 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 3750 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 11.04.2024, the limit of members in Article 1 of the Articles of Association of the Company, be and hereby altered with the following content i.e.,

For the purpose of Registration, the Club is declared to consist of 3750 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.**

"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 11.04.2024, 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. **The proposed amendment to Article 4 of the Company's Articles of Association (AOA) seeks to facilitate the processing of all applications for Eligible Dependents and Regular Applicants. Specifically, the amendment aims to extend the consideration period for pending applications until December 31, 2023, for both the Dependent and Regular categories. Additionally, the amendment assigns the responsibility to the Managing Committee for implementing the necessary procedures to induct eligible applicants as members of the Dehra Dun Club in batches, as determined from time to time. Therefore, the proposed amendment is hereby accepted as eligible as a one-time measure. In this regard, the following resolution is considered for passing, with or without modification, as a Special Resolution:**

"RESOLVED THAT, in accordance with the pertinent provisions of Section 14 of the Companies Act, 2013, read in conjunction with the applicable rules and the provisions of the Articles of Association of the company, and following the recommendation put forth by the Managing Committee through its resolution passed in the committee meeting convened on 11.04.2024, 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. In addition to the adjustments outlined in clause 1 of the article, all long-term pending applications from Eligible Dependents and Regular Applicants until December 31, 2023, shall be deemed eligible as a one-time measure. This is intended to alleviate the backlog of pending applications. The Managing Committee is entrusted with the responsibility of implementing the necessary procedures for inducting the eligible applicants as members of the Dehra Dun Club in batches, as determined from time to time. For the Regular Category, the intake would be as follows: 100 eligible candidates in the year 2023-24, then again 100 eligible candidates in 2024-25, and the same in each following year until the eligible regular applicants on the

waiting list as of December 31, 2023, are all admitted. In case, committee is not able to induct 100 candidates during their tenure for any reasons (shortage of time or administrative reasons) the shortfall shall be carried forward to next year and will be in addition to the next year eligibility. New membership forms may continue to be taken, but they will only be attended to by the relevant committee after the current list is fully dealt with."

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 9 of the Company's Articles of Association (AOA) by revising the current provision with the proposed amendment to raise the entrance fee from INR 5,00,000/- to INR 10,00,000/- per person in corporate category. This amendment is hereby accepted, and it is proposed to consider and, if deemed appropriate, to pass the following resolution as a Special Resolution:**

"RESOLVED THAT, in accordance with the pertinent provisions of Section 14 of the Companies Act, 2013, read in conjunction with the applicable rules and the provisions of the Articles of Association of the company, and following the recommendation put forth by the Managing Committee through its resolution passed in the committee meeting convened on 11.04.2024, the existing Article 9 of the Articles of Association of the Company, be and hereby altered and substituted with the following content i.e.,

The Managing Committee may at its sole discretion admit corporate members (Public Limited Companies registered under the Indian Companies Act 2013 listed on recognized stock exchange). The corporate member may nominate a maximum of 5 senior executives of its organization to represent them. The entrance fee for each person so nominated shall be Rs.10,00,000/- per person in corporate category. The entrance fee so collected shall only be invested in unencumbered deposit in scheduled banks or government securities. The Club shall only be authorized to utilize the interest earned from such deposits and the original investment shall not be utilized without the permission of the General Body. The total number of members nominated by such corporate bodies during the term of a Managing Committee shall not exceed 10 in any case. The name of the company shall only be entered in the Register of Members as the Corporate Member. The Corporate Member (the company) shall only have one vote irrespective of the number of nominated executive. The vote shall be allowed to be cast only by one nominated executive duly authorized by the board resolution 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.”

5. **To alter Article 16 of the Company's Articles of Association (AOA) by revising the current provision with the proposed amendment along with the revised entrance fee amount. This amendment is hereby accepted, and it is proposed to consider and, if deemed appropriate, to pass the following resolution as a Special Resolution:**

"RESOLVED THAT, in accordance with the pertinent provisions of Section 14 of the Companies Act, 2013, read in conjunction with the applicable rules and the provisions of the Articles of Association of the company, and following the recommendation put forth by the Managing Committee through its resolution passed in the committee meeting convened on 11.04.2024, the existing Article 16 of the Articles of Association of the Company, be and hereby altered and substituted with the following content i.e.,

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

However, if a member accepted by the Managing Committee is a salaried employee, they have the option to pay 50% of the entrance fee upfront, amounting to Rs. 2,50,000/-, and the remaining balance in 10 equal installments of Rs. 25,000/- each. Defaulting on any installment will result in forfeiture of previously paid amounts and termination of membership.

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

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

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

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

6. **To alter Article 21 of the Company's Articles of Association (AOA) by revising the current provision with the proposed amendment regarding members belonging to the messes located at Dehradun. This amendment is hereby accepted, and it is proposed to consider and, if deemed appropriate, to pass the following resolution as a Special Resolution:**

"RESOLVED THAT, in accordance with the pertinent provisions of Section 14 of the Companies Act, 2013, read in conjunction with the applicable rules and the provisions of the Articles of Association of the company, and following the recommendation put forth by the Managing Committee through its resolution passed in the committee meeting convened on

11.04.2024, the existing Article 21 of the Articles of Association of the Company, be and hereby altered and substituted with the following content i.e.

Effective immediately from the date of Extraordinary General Meeting (EOGM) 11.05.2024, members affiliated with the Military Messes in Dehradun will not be considered for induction as temporary members of the Dehra Dun 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.”

- 7. 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 11.04.2024, 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.”

8. **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 11.05.2024 onwards, all applications from the Regular Category, Single Lady & Corporate applicants shall necessitate a non-refundable application form fee of Rs. 5,000/-, along with applicable GST. Similarly, starting from the date of the EGM 11.05.2024 onwards, applications from Dependents will be subject to a non-refundable application form fee of Rs. 2,500/-, plus applicable GST. Upon induction as a permanent member, applicants are required to submit a refundable interest-free deposit of INR 20,000/- to the Company at the time of induction in Article 30 of the AOA of the Company and 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 11.04.2024, 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 11.05.2024 onwards, all applications from the Regular category, Single Lady & Corporate applicants shall necessitate a non-refundable application form fee of Rs. 5,000/-, along with applicable GST. Similarly, starting from the date of the EGM 11.05.2024 onwards, applications from Dependents will be subject to a non-refundable application form fee of Rs. 2,500/-, plus applicable GST.

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

9. **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 11.04.2024, 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."

10. **To alter the Article 43 of the Articles of Association (AOA) of the Company by substituting the existing article with the proposed amendment, specifically addressing the formation of Managing Committee, their tenure, voting means and the status of Mess Members and one nominated member for the term of 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 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 11.04.2024, the existing Article 43 of the Articles of Association of the Company is hereby altered and fully substituted with the following content:

1. At the Annual General Meeting of the Club, elections shall be held to elect one President and six members of the Managing Committee in all seven permanent members for the ensuing year. The term of service for the elected Managing Committee members begins from the date of their appointment at the AGM and extends until the next Annual General Meeting. Members of the Managing Committee are elected through a combined process involving traditional ballot paper voting and e-voting at the Club's Annual General Meeting.
2. To fill the vacant position the Managing Committee will appoint one qualifying permanent member as a Nominated Committee Member for the year 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 / ballot paper voting:
 - (i) Club shall provide to its members the facility to exercise their right to vote at general meetings by electronic means/Ballot paper voting as applicable.
 - (ii) A member may exercise his right to vote at any general meeting by electronic means / ballot paper 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 11.05.2024, 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."

11. **To alter the Article 44 of the Articles of Association (AOA) of the Company by substituting the existing article with the proposed amendment regarding the number of members in the Managing Committee after the EOGM 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 11.04.2024, the existing Article 44 of the Articles of Association of the Company is hereby altered and fully substituted with the following content i.e.,

A permanent committee composed of seven members, all of whom will hold permanent membership of the Dehra Dun Club, will be established to supervise diverse facets of the Dehra Dun Club affairs, including financial management and other relevant matters. This

committee will comprise the President along with six other Committee members. The selection of Managing Committee members will take place through both ballot paper voting and e-voting procedures during the Club's Annual General Meeting.

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

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

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

12. **To alter the Article 46 of the Articles of Association (AOA) of the Company by substituting the existing article with the proposed amendment regarding the removal of role of nominated mess members in the selection of vice-president of the club and, in this regard, consider and if thought fit to pass with or without modification the following resolution as a Special Resolution:**

"RESOLVED THAT, in accordance with the provisions of Section 14 of the Companies Act, 2013, read in conjunction with applicable rules and the Articles of Association of the company, and subject to the approval of the Central Government, if required, and following the recommendation presented by the Managing Committee through its resolution passed in the committee meeting convened on 11.04.2024, the existing Article 46 of the Articles of Association of the Company is hereby altered and fully substituted with the following content i.e.,

Members elected at the Annual General Meeting will choose one of their own member to serve as Vice-President for the upcoming year. This selection must achieve by a 2/3 majority within one week of the AGM. The Vice-President assumes the duties of President in the written absence of the President. If the President passes away, resigns, or becomes physically unable to fulfill their duties, the Vice-President acts as interim President until a new President is elected by the General House, ideally within two months.

If a member of the Managing Committee chooses to contest the election for the post of President, he/they must resign from the Committee and seek re-election as President. Any resulting vacancy in the Committee will be filled by co-opting a new member(s) as outlined in Article 48. Additionally. Any member who has been elected as President can only be elected for two terms as President in his life time with retrospective effect.

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.”

13. **To alter the Article 62 of the Articles of Association (AOA) of the Company by substituting the existing article with the proposed amendment regarding the removal of voting by nominated 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 11.04.2024, the Proviso a in the existing Article 62 of the Articles of Association of the Company is hereby deleted and the remaining existing Article 62 of the Articles of Association of the Company is hereby altered and substituted with the following content i.e.,

At the General Meeting convened for the election of the Management Committee of the Dehra Dun Club, permanent members have the right to vote using both ballot paper voting and electronic voting systems. However, it's important to note the following conditions: Permanent Members may only exercise their voting privileges to elect Seven Permanent Members (including the President) who are not associated with Military Messes to serve on the Management Committee.

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.”

14. **The proposed amendment seeks to adjust the quorum requirements within the Articles of Association (AOA) of the Company. Specifically, it aims to substitute the existing term "quorum of 7 members" with the amended term "quorum of 5 members" throughout the current articles of association and, in this regard, consider and if thought fit to pass with or without modification the following resolution as a Special Resolution:**

"RESOLVED THAT, in accordance with the provisions of Section 14 of the Companies Act, 2013, read in conjunction with applicable rules and the Articles of Association of the company, and subject to the approval of the Central Government, if required, and following the recommendation presented by the Managing Committee through its resolution passed in the committee meeting convened on 11.04.2024, the current limit of quorum in the existing Articles of Association of the Company is hereby altered and fully substituted with the following content i.e., quorum of 5 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.”

- 15. The proposed amendment seeks to removal of the term Dehra Dun Club Limited within the Articles of Association (AOA) of the Company. Specifically, it aims to substitute the existing term "Dehra Dun Club Limited" with the amended term "Dehra Dun Club" throughout the current articles of association and, in this regard, consider and if thought fit to pass with or without modification the following resolution as a Special Resolution:**

"RESOLVED THAT, in accordance with the provisions of Section 14 of the Companies Act, 2013, read in conjunction with applicable rules and the Articles of Association of the company, and subject to the approval of the Central Government, if required, and following the recommendation presented by the Managing Committee through its resolution passed in the committee meeting convened on 11.04.2024, the term **Dehra Dun Club Limited** in the existing Articles of Association of the Company is hereby altered and fully substituted with the following content i.e., Dehra Dun 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.”

- 16. The proposed amendment seeks to removal of the term Security Deposit within the Articles of Association (AOA) of the Company. This amendment aims to substitute and replace the existing term "Security Deposit" with the amended term "Deposit" throughout the current articles of association and, in this regard, consider and if thought fit to pass with or without modification the following resolution as a Special Resolution:**

"RESOLVED THAT, in accordance with the provisions of Section 14 of the Companies Act, 2013, read in conjunction with applicable rules and the Articles of Association of the company, and subject to the approval of the Central Government, if required, and following the recommendation presented by the Managing Committee through its resolution passed in the committee meeting convened on 11.04.2024, the term **Security Deposit** in the existing Articles of Association of the Company is hereby altered and fully substituted with the following content i.e., Deposit.

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

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

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

- 17. The proposed amendment seeks to removal of the term Nominated Mess Members within the Articles of Association (AOA) of the Company. This amendment aims to substitute the existing term "Nominated Mess Members" with the amended term "Special Invitees" throughout the current articles of association and, in this regard, consider and if thought fit to pass with or without modification the following resolution as a Special Resolution:**

"RESOLVED THAT, in accordance with the provisions of Section 14 of the Companies Act, 2013, read in conjunction with applicable rules and the Articles of Association of the company, and subject to the approval of the Central Government, if required, and following the recommendation presented by the Managing Committee through its resolution passed in the committee meeting convened on 11.04.2024, the term **Nominated Mess Members** in the existing Articles of Association of the Company is hereby altered and fully substituted with the following content i.e., 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.”

- 18. The proposed amendment seeks to removal of the term Companies Act, 1956 within the Articles of Association (AOA) of the Company. This amendment aims to substitute the existing term "Companies Act, 1956" with the amended term "relevant companies act" throughout the current articles of association and, in this regard, consider and if thought fit to pass with or without modification the following resolution as a Special Resolution:**

"RESOLVED THAT, in accordance with the provisions of Section 14 of the Companies Act, 2013, read in conjunction with applicable rules and the Articles of Association of the company, and subject to the approval of the Central Government, if required, and following the recommendation presented by the Managing Committee through its resolution passed in the committee meeting convened on 11.04.2024, the term **Companies Act, 1956** in the

existing Articles of Association of the Company is hereby altered and fully substituted with the following content i.e., relevant companies act.

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: 16.04.2024

Place: Dehradun

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 8th Day of May, 2024, Wednesday at 9:00 a.m. and ends on 10th Day of May, 2024, Friday at 5:00 p.m.
- The Permanent Members, whose names appear in the Register of Members as on the record date (cut-off date) i.e., 16th April, 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 5:00 PM on Friday, 26th April, 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 Dehra Dun Club.
- 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.nsd.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 248001 on 11th Day of May, 2024, Saturday between 6.00 PM to 9.00 PM and permanent members of the Company as on cut-off date i.e., 16th April, 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 5:00 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 ballot paper 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 8:30 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 till Friday, 26th Day of April, 2024.
- 15) The copy of agenda, book of Article of Association of the Club and other relevant documents if any, which is to be considered at the meeting, can be inspected by the members of the club uptill 5:00 PM Friday, 26th Day of April, 2024 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 March,2024 on or before 5:00 PM 26th Day of April, 2024, Friday.**
- For casting vote (through ballot paper at the EOGM) kindly clear the payment of all outstanding club bills raised till March,2024 on or before 11th Day of May, 2024 Saturday before 8:30 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 Saturday, 11th Day of May, 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 March,2024-		
a)	Members to be eligible for Remote E-Voting	Friday,26 th April, 2024	On or before 5:00 PM
b)	Members to be eligible for Paper Ballot Vote	Saturday, 11 th May, 2024	On or before 8:30 PM.
2.	Remote E-Voting begins	Wednesday, 8 th of May, 2024.	9:00 AM.
3.	Remote E-Voting ends	Friday, 10 th of May, 2024.	5:00 PM.
4.	EGM called to Order	Saturday 11 th May, 2024.	5:00 PM
5.	Paper Ballot Voting begins	Saturday 11 th May, 2024.	6:00 PM
6.	Paper Ballot Voting ends	Saturday 11 th May, 2024.	9:00 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 11th April, 2024 at 15 RB, Ugrasen Road, Dehradun, Uttarakhand (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 in the previous 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 EOGMs 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 3750 to address the longstanding backlog of pending applications from eager prospective 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. The Managing Committee has opted to elevate the member induction threshold to accommodate the extensive backlog of applicants. Given that this amendment would surpass the current membership limit, the Managing Committee has resolved to increase the existing member limit accordingly.

Item no.2

Article 3 amendment in respect to quorum for all meetings:

To ensure clarity among our club members, it's essential to elaborate on certain aspects of the Dehra Dun Club's membership policies and recent proposed amendments.

Firstly, all individuals welcomed into the public sphere are eligible for consideration as Permanent or Temporary Members of the Dehra Dun Club. However, it's crucial to emphasize that the ultimate authority for acceptance or rejection of any member rests with the Managing Committee, and their decision is deemed final. Presently, the Managing Committee of the Dehra Dun Club comprises nine members inclusive of mess representatives. However, Six members are elected by the esteemed

members of the club through an election process. Currently, the participation of mess members in the committee is lacking due to reasons best known to them and also due to earlier enquiry of MCA which somewhere disturbing the overall performance of the Managing Committee, prompting the existing Managing Committee to propose alterations in the number of members stipulated in the club's Articles of Association. This amendment aims to reduce the number of committee members from nine to seven.

As a result of this proposed amendment, the requirement for quorum in meetings also needs adjustment. Presently, with nine committee members, a quorum of seven is required. However, after the amendment is approved, the strength of the Managing Committee will be reduced to seven members. Therefore, the committee also proposes an amendment to the quorum, reducing it from seven to five members. This ensures that essential decisions regarding membership and Club affairs can still be adequately deliberated and decided upon, maintaining the smooth functioning of the Dehra Dun Club.

Item no.3

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

Over an extended duration, individuals falling under both the Regular and Dependent member categories have found themselves patiently biding their time on the Club's waiting list. To demonstrate their commitment, they have willingly submitted a deposit amounting to a substantial sum of up to Rs. 20,000/-. The Club has dutifully held onto these deposits for an extended period.

Given the current circumstances, a well-considered proposal has been introduced to address the persistent issue of the membership waiting list. As a strategic measure, in addition to the adjustments outlined in clause 1 of the article, the Managing Committee has decided to extend eligibility to all long-term pending applications from both Eligible Dependents and Regular Applicants until December 31, 2023, as a one-time solution. This proactive step is intended to mitigate the backlog of pending applications and promote fairness within the membership process.

To execute this initiative effectively, the Managing Committee will oversee the implementation of necessary procedures for the induction of eligible applicants as members of the Dehra Dun Club in phased batches, as determined periodically. This comprehensive clearance endeavor is aimed at fostering inclusivity and ensuring equitable treatment for both Regular and Dependent members alike.

For the Regular Category, the intake would be as follows: 100 eligible candidates in the year 2023-24, then again 100 eligible candidates in 2024-25, and the same in each following year until the eligible regular applicants on the waiting list as of December 31, 2023, are all admitted. In case, committee is not able to induct 100 candidates during their tenure for any reasons (shortage of time or administrative reasons) the shortfall shall be carried forward to next year and will be in addition to the next year eligibility. New membership forms may continue to be taken, but they will only be attended to by the relevant committee after the current list is fully dealt with.

To facilitate this initiative effectively, it is suggested that the authorized membership limit be temporarily augmented to accommodate up to 3750 individuals. This adjustment will not only expedite the processing of pending applications but also provide an opportunity for a larger community to benefit from the Club's offerings and privileges.

Item no.4

Increase the limit of entrance fees for corporate category members in Article 9:

The Managing Committee has the discretion to admit corporate members, specifically (Public Limited Companies registered under the Indian Companies Act 2013 listed on recognized stock exchange) Each corporate member may nominate a maximum of 5 senior executives from their organization to represent them within the Club. For each nominated individual in the corporate category, an entrance

fee of Rs. 10,00,000/- per person is required. These entrance fees will be collected and invested solely in unencumbered deposits in scheduled banks or government securities. The interest accrued from these deposits may be utilized by the Club, while the original investment cannot be accessed without approval from the General Body.

It is important to note that the total number of members nominated by corporate bodies during the tenure of a Managing Committee cannot exceed 10 under any circumstances. The company's name will be entered into the Register of Members as the Corporate Member. Furthermore, regardless of the number of nominated executives, the Corporate Member (i.e., the company) is entitled to only one vote. This vote may only be cast by a single nominated executive duly authorized by the company's board resolution.

Item no.5:

Outline the entrance fee payment requirements for members in Article 16

The purpose of this article is to outline the entrance fee payment requirements for members under the regular category, as well as the special provisions for salaried employees. It is crucial for the efficient functioning of the Club to ensure timely payment of entrance fees by newly accepted members. This ensures financial stability and facilitates the smooth operation of Club activities and services.

Furthermore, the option provided to salaried employees to pay the entrance fee in installments reflects the Club's commitment to inclusivity and flexibility. Recognizing the financial constraints that some members may face, this provision aims to make Club membership accessible to a wider range of individuals. By stipulating the consequences of defaulting on installment payments and the temporary limitations on Club privileges until the full entrance fee is settled, this article emphasizes the importance of financial responsibility and compliance with Club regulations. Overall, this article serves to uphold the integrity and sustainability of the Club while accommodating the diverse needs of its members.

Item No.6:

Mess Members in Article 21.

This article is introduced to address a specific circumstance regarding the induction of temporary members into the Dehra Dun Club. Effective immediately from the date of the Extraordinary General Meeting (EOGM) 11.05.2024, individuals associated with the Military Messes in Dehradun will no longer be eligible for consideration as temporary members of the Club.

The decision to exclude members affiliated with the Military Messes stems from considerations related to Club dynamics, community integration, and the Club's overall objectives. While the Club values inclusivity, this amendment ensures that membership criteria align closely with the Club's vision and objectives.

Item No.7:

Increase in entry fee for permanent and corporate members in article 29:

As already discussed above that the club is running short of funds, due to which the club faces several issues in meeting its expenses. Due to which the managing committee of the club has discussed that the continuing the current entry fee for permanent and corporate members will deteriorate the financial condition of the club in near future. So, by keeping in view, the inflationary pressure, the managing committee has proposed to increase the entrance fee for Permanent Member from Rs. 2,00,000/- to Rs.5,00,000/- plus applicable taxes and for Corporate Member from Rs. 5,00,000/- to Rs.10,00,000/- plus applicable taxes.

To ensure our club members have a comprehensive understanding, let's delve into key aspects of the Dehra Dun Club's membership policies and recent proposed amendments:

A) Entrance Fees:

i) For Permanent Membership, the entrance fee is proposed to be set at Rs. 5,00,000/- (Rupees Five Lakh Only), plus applicable taxes.

ii) Corporate Membership entrance fee is suggested to be Rs. 10,00,000/- (Rupees Ten Lakh Only), plus applicable taxes for each nominated executive.

B) Dependent Membership:

For dependent sons/daughters of Permanent Members, the entrance fee will be 50% of the fee outlined in Article 29(A) i).

For dependent sons/daughters of confirmed Permanent Members listed in the Register of Members as of 24th March 2011, the entrance fee is fixed at Rs. 25,000/- (Rupees Twenty-Five Thousand), plus applicable taxes. Article 29(B) does not apply to these dependent sons/daughters.

However, for defendant sons/daughters inducted as Permanent Members after 24th March 2011, they will be subject to the provisions outlined in Article 29(B).

These proposed amendments aim to provide clarity and ensure equitable treatment among different categories of members at the Dehra Dun Club.

Item no.8:

No collection of refundable deposit amount prior to induction of any member Article 30:

To ensure our club members are fully informed, the key updates to the Dehra Dun Club's membership policies and recent proposed amendments:

Following extensive deliberation, the suggested amendment to this article mandates that effective from the date of the Extraordinary General Meeting (EGM) 11.05.2024, applications from Regular, Single Lady, and Corporate categories will require a non-refundable application form fee of Rs. 5,000/-, plus applicable GST. Similarly, starting from the same date, Dependents' applications will be subject to a non-refundable application form fee of Rs. 2,500/-, plus applicable GST.

Furthermore, the refundable deposit of INR 20,000/- plus other charges as applicable shall be paid by the applicant to the Company upon their induction as a permanent member. This condition is in adherence to the provisions of the Companies Act, 2013, as amended to date, which prohibits a Section 8 company from collecting the security amount before the induction of any member. This deposit will not be utilized by the Club and will be maintained in unencumbered fixed deposits in scheduled banks, to be periodically renewed. The interest-free deposit will only be refunded or adjusted in the event of the member's expulsion or demise, after settling any outstanding club dues, if applicable. This proposed amendment is hereby approved as the amended Article 30 of the Articles of Association (AOA) of the Company. These changes are aimed at enhancing transparency and accountability within the Dehra Dun Club, ensuring fair treatment of all members.

Item no.9:

Increase in monthly subscription in Article 31:

Over the span of the last ten years, the monthly subscription for club members has consistently held at a rate of Rs. 500/-. However, acknowledging the significant impact of inflation on operational costs and financial demands, a proposal has been put forth to adjust this subscription fee.

Effective as per the current circumstances of inflation and for the better operation of the club, all members, excluding temporary members under Article 20, will be required to pay Rs. 600/- plus applicable taxes as their monthly subscription fee.

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

Exceptionally, senior members aged 65 years with a club membership standing of 45 years will only be required to pay a token subscription fee of Rs. 11/- plus applicable taxes. This token amount acknowledges their longstanding commitment to the club.

In the case of membership transfer, the new member will be assigned a new membership number, and their membership period will be calculated from the date of allocation of the new membership number. This ensures transparency and accuracy in tracking membership tenure and benefits.

The proposed adjustments to subscription fees and membership transfer policies at the Dehra Dun Club are grounded in a careful consideration of the prevailing economic conditions. These adjustments are designed to ensure the sustainable operation of the club while also recognizing the invaluable contributions and unique circumstances of its senior members. The rationale behind these adjustments is rooted in the imperative need to meet the evolving financial requirements of the club and ensure its seamless operational functioning. With inflationary pressures affecting operating costs, it becomes essential for the club to make prudent financial decisions to maintain its financial health and stability.

By implementing these adjustments, the club aims to navigate the challenges posed by inflation and other economic factors effectively. Furthermore, these adjustments demonstrate the club's commitment to providing high-quality services and amenities to its members, even amidst changing economic landscapes.

The proposed increase in the monthly subscription fee reflects a strategic approach towards sustaining the club's financial health and preserving its ability to deliver a rewarding and fulfilling experience to its valued membership base. This adjustment will enable the club to continue offering a wide range of facilities and services while ensuring its long-term viability and success.

Item no.10:

Managing Committee, tenure and the voting pattern in Article 43:

(1) The election process for the Managing Committee is a crucial aspect of the Club's governance structure. At the Annual General Meeting of the Club, elections shall be held to elect one President and six members of the Managing Committee in all seven permanent members for the ensuing year. Their term of service spans begins from the date of their appointment at the AGM and extends until the next Annual General Meeting. To ensure fairness and inclusivity, the election process incorporates both ballot paper voting and e-voting methods.

(2) To address any vacancies within the Managing Committee, a process is established where the Committee appoints one qualifying permanent member as the Nominated Committee Member for the year 2023-24. Subsequently, from 2024-2025 onwards, all Committee members, including the President, will be elected members of the Managing Committee. This ensures a smooth transition and continuity within the leadership structure of the Club.

(3) The Club recognizes the importance of facilitating member participation in the decision-making process. Therefore, provisions are made for electronic and ballot paper voting methods, ensuring members can exercise their voting rights conveniently. These measures comply with the Companies Act 2013 and relevant rules, ensuring the legality and integrity of the voting process.

(4) The appointment of a General Meeting Coordinator cum Polling Officer is essential to oversee the AGM and EGM proceedings. Their responsibilities include verifying candidate eligibility, managing the voting process, and ensuring the overall smooth conduct of meetings. This role is distinct from that of the Scrutinizer appointed by the Managing Committee, adhering to legal requirements and ensuring transparency in the election process.

(5) Recognizing the importance of fostering collaboration and inclusivity, the Club designates a maximum of three Mess Members as Special Invitees, starting from the date of the Extraordinary General Meeting (EOGM) 11.05.2024.

Item no.11:

Article 44 related to the number of members in the Managing Committee of the Dehra Dun Club:

An enduring committee comprising seven members, each holding permanent membership at the Dehra Dun Club, will be instituted to oversee a broad spectrum of the club's operations, encompassing financial management and various pertinent matters. This committee will consist of the President and six additional members of the Committee. The process for appointing Managing Committee members will entail both traditional ballot paper voting and modern e-voting mechanisms, conducted during the Club's Annual General Meeting. This dual approach aims to ensure transparency and inclusivity in the selection process, allowing all members to participate in shaping the governance of the Dehra Dun Club.

It is noteworthy to mention that currently, the Managing Committee comprises nine members, inclusive of mess nominated members. However, recognizing the need for more streamlined management of the club's affairs, your managing committee has proposed an amendment to reduce the strength of the Managing Committee from nine to seven members. This adjustment aims to facilitate more efficient decision-making processes while ensuring that the permanent members of the club can effectively handle the affairs of the Dehra Dun Club.

Item no.12:

Article 46 related to the selection of vice-president of the club:

This article establishes the process for selecting the Vice-President of the Dehra Dun Club following the Annual General Meeting (AGM). The need for this article arises from the importance of ensuring smooth leadership transitions and maintaining continuity within the Club's governance structure. At the AGM, members elected to the Managing Committee are tasked with selecting one of their peers to serve as Vice-President for the upcoming year. This selection must be achieved by a 2/3 majority vote within one week of the AGM. The Vice-President assumes the responsibilities of the President in cases where the President is unavailable due to written absence, death, resignation, or physical incapacity.

The provision regarding a member of the Managing Committee contesting the election for the post of President highlights the need for transparency and fairness in the electoral process. To uphold these principles, any Committee member seeking the presidency must resign from their Committee position and stand for re-election as President. This ensures that the election process remains impartial and that the President-elect commands the full confidence of the membership. Furthermore, this amendment removes the role of nominated mess members in the selection of the Vice-President of the Club. This change aims to streamline the selection process and eliminate potential conflicts of interest, thereby reinforcing the integrity and transparency of the Vice-President selection procedure. Overall, this article serves to institutionalize procedures that uphold democratic principles, ensure continuity of leadership, and safeguard the integrity of the Club's governance structure.

Item no.13:

Article 62 Removal of Nominated Mess Members:

To ensure clear understanding among our esteemed club members, it's imperative to provide detailed clarification on a proposed amendment to Article 21 of our club's regulations. Effective immediately following the Extraordinary General Meeting (EOGM) on 11.05.2024, individuals associated with Military Messes in Dehradun will no longer qualify for temporary membership at the Dehra Dun Club. This amendment aims to preserve the integrity and values of our club. Furthermore, in response to this amendment, the Managing Committee proposes adjustments to Article 21, specifically the deletion of proviso (a) and a modification to the number of members for the election of the Managing Committee.

During the General Meeting for the election of the Management Committee of the Dehra Dun Club, permanent members will retain their voting rights using both physical and electronic ballot systems. It's imperative to note the following stipulations: Permanent Members are authorized to exercise their voting rights exclusively for the election of Seven Permanent Members, which includes the President, who have no affiliations with Military Messes. Additionally, a maximum of three Mess Members may be designated as Special Invitees. These measures are meticulously crafted to ensure equitable representation for all members and uphold the fundamental principles of the Dehra Dun Club.

Item no.14:

Reducing the "quorum of 7 members" with the revised term "quorum of 5 members" throughout the current articles of association.

The proposed amendment addresses the necessity to adapt the quorum requirements outlined in the Articles of Association (AOA) of the Company to the evolving needs and dynamics of its governance structure. Presently, the AOA stipulates a quorum of 7 members for conducting meetings, reflecting the previous composition of the Managing Committee.

However, recent changes within the Company, such as the removal of nominated mess members from the decision-making process and the reduction of the Managing Committee's limit from 9 to 7 members, have necessitated a revision of the quorum requirement. These modifications have naturally decreased the number of members available to form a quorum. In response to these developments, the proposed amendment seeks to substitute the existing term "quorum of 7 members" with the revised term "quorum of 5 members" throughout the current articles of association. This adjustment aims to align the quorum requirement with the reduced size of the Managing Committee, ensuring that decision-making processes remain efficient and effective.

By lowering the quorum requirement, the Company aims to facilitate smoother and more expedited decision-making processes, particularly in situations where convening a larger number of members may not be feasible. This change reflects the Company's commitment to adaptability and responsiveness in its governance framework, ensuring that it remains agile in the face of organizational changes. In light of these considerations, the proposed amendment is presented for consideration as a Special Resolution. It is imperative for the Company to carefully evaluate and, if deemed appropriate, approve this amendment to enhance the efficiency and agility of its decision-making processes while accommodating recent changes in its governance structure.

Item no.15:

Removal of term Limited from the name of the Club:

The proposed amendment addresses the necessity to remove the term "Dehra Dun Club Limited" within the Articles of Association (AOA) of the Company. Currently, the AOA employs the term "Dehra Dun Club Limited," which includes a suffix that is no longer required for the Company's legal

designation. Under the relevant legal provisions, specifically for Section 8 companies, there is no obligation to include terms like "private limited" or "limited" in their name. As such, the inclusion of "Limited" in the Club's name is redundant and not mandated by law.

The amendment aims to substitute the existing term " Dehra Dun Club Limited" with the simplified term " Dehra Dun Club" throughout the current articles of association. This adjustment aligns with legal requirements and ensures compliance with relevant regulations governing the Company's naming conventions. By removing the unnecessary term "Limited," the Company seeks to streamline its official name while maintaining its identity as Dehra Dun Club. This change reflects the Company's commitment to adhering to legal standards and simplifying administrative procedures.

In light of these considerations, the proposed amendment is presented for consideration, as it is essential for the Company to align its name with legal requirements and regulations. Approval of this amendment will ensure that the Company's Articles of Association accurately reflect its legal status and comply with applicable laws governing its naming conventions.

Item no.16:

Replacement of the term "Security Deposit" in the Articles of Association (AOA) of the Company:

The proposed amendment addresses the need to replace the term "Security Deposit" in the Articles of Association (AOA) of the Company. Currently, the AOA utilizes the term "Security Deposit," which may not align with the provisions applicable to Section 8 companies. In accordance with the requirements for Section 8 companies, certain terms or provisions may need to be adjusted to ensure compliance with legal standards. The term "Security Deposit" may imply a specific type of deposit that is not in line with the operations or objectives of the Company.

The amendment aims to substitute the existing term "Security Deposit" with the more generic term "Deposit" throughout the current articles of association. This adjustment is intended to ensure alignment with the provisions applicable to Section 8 companies and to provide clarity regarding the nature of the deposit.

Item no.17:

Replacement of term Nominated Mess Members in the Articles of Association (AOA) of the Company:

The proposed amendment addresses the necessity to remove the term "Nominated Mess Members" from the Articles of Association (AOA) of the Company. Currently, the AOA employs the term "Nominated Mess Members," which may no longer accurately reflect the Company's structure or practices. In order to align with current practices and ensure clarity within the AOA, the term "Nominated Mess Members" is proposed to be replaced with "Special Invitees" throughout the current articles of association. This adjustment aims to provide a more accurate and descriptive term that better reflects the role and status of these members within the Company.

In light of these considerations, the proposed amendment is presented for consideration as a Special Resolution. Approval of this amendment will facilitate alignment of the AOA with the Company's current practices and enhance clarity and transparency in its governance structure.

Item no.18:

Replacement of term Companies Act, 1956 in the Articles of Association (AOA) of the Company:

The proposed amendment addresses the need to update the reference to the Companies Act within the Articles of Association (AOA) of the Company. Currently, the AOA specifies the outdated term "Companies Act, 1956," which has been superseded by subsequent legislation. In order to ensure

accuracy and compliance with current legal standards, it is imperative to replace the term "Companies Act, 1956" with a more generic and applicable term, such as "relevant companies act," throughout the current articles of association.

By substituting the outdated reference with a more general term, the Company aims to future-proof its AOA and ensure that it remains aligned with the latest legislative requirements. In light of these considerations, the proposed amendment is presented for consideration as a Special Resolution. Approval of this amendment will enable the Company to maintain accuracy and compliance within its governing documents, enhancing clarity and legal integrity.

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: 16.04.2024

Place: Dehradun

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 3750 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	<p>(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:</p> <p>A) Regular Category 25 b) Dependents 50 c) Corporate 10</p> <p>So however, that during 2012, all the pending applications of all eligible dependents be accepted additionally as a onetime measure.</p> <p>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.</p>	<p>(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:</p> <p>a) Regular Category 50 b) Dependents 50 c) Corporate 10</p> <p>(2) In addition to the adjustments outlined in clause 1 of the article, all long-term pending applications from Eligible Dependents and Regular Applicants until December 31, 2023, shall be deemed eligible as a one-time measure. This is intended to alleviate the backlog of pending applications. The Managing Committee is entrusted with the responsibility of implementing the necessary procedures for inducting the eligible applicants as members of the Dehra Dun Club in batches, as determined from time to time. For the Regular Category, the intake would be as follows: 100 eligible candidates in the year 2023-24, then again 100 eligible candidates in 2024-25, and the same in each following year until the eligible regular applicants on the waiting list as of December 31, 2023, are all admitted. In case, committee is not able to induct 100 candidates during their tenure for any reasons (shortage of time or administrative reasons) the shortfall shall be carried</p>

		forward to next year and will be in addition to the next year eligibility. New membership forms may continue to be taken, but they will only be attended to by the relevant committee after the current list is fully dealt with."
Article 9	<p>CORPORATE MEMBERS: The Managing Committee may at its sole discretion admit corporate members (Public Limited Companies listed on recognized stock exchange). The corporate member may nominate a maximum of 5 senior executives of its organisation to represent them. The entrance fee for each person so nominated shall be Rs.5,00,000/- per person. The entrance fee so collected shall only be invested in unencumbered deposit in scheduled banks or government securities. The Club shall only be authorized to utilize the interest earned from such deposits and the original investment shall not be utilized without the permission of the General Body. The total number of members nominated by such corporate bodies during the term of a Managing Committee shall not exceed 10 in any case. The name of the company shall only be entered in the Register of Members as the Corporate Member. The Corporate Member (the company) shall only have one vote irrespective of the number of nominated executive. The vote shall be allowed to be casted only by one nominated executive duly authorized by the board resolution of the company.</p>	<p>The Managing Committee may at its sole discretion admit corporate members (Public Limited Companies registered under the Indian Companies Act 2013 listed on recognized stock exchange). The corporate member may nominate a maximum of 5 senior executives of its organization to represent them. The entrance fee for each person so nominated shall be Rs.10,00,000/- per person in corporate category. The entrance fee so collected shall only be invested in unencumbered deposit in scheduled banks or government securities. The Club shall only be authorized to utilize the interest earned from such deposits and the original investment shall not be utilized without the permission of the General Body. The total number of members nominated by such corporate bodies during the term of a Managing Committee shall not exceed 10 in any case. The name of the company shall only be entered in the Register of Members as the Corporate Member. The Corporate Member (the company) shall only have one vote irrespective of the number of nominated executive. The vote shall be allowed to be cast only by one nominated executive duly authorized by the board resolution of the company</p>
Article 16	<p>In case the entrance fee is not paid within one month from the date of selection, the selection shall stand cancelled and the proposer and seconder of the newly selected member shall be held responsible for the amounts due by him/her, and the newly selected member shall not have the use of the Club rights of a Member until he/she has paid such entrance fee. Provided however if a member accepted by the Managing Committee be a salaried employee (not Director or Managing Director of a Company) he may at his/her discretion pay Rs.</p>	<p>If a member under regular category is accepted by the Managing Committee, they must pay the entrance fee within one month from the date of acceptance of their membership. Failure to pay the entrance fee within this time frame will result in the cancellation of membership and the member will not be able to enjoy Club privileges until the entrance fee is settled.</p> <p>However, if a member accepted by the Managing Committee is a salaried employee, they have the option to pay 50% of the entrance fee upfront,</p>

	<p>1,00,000/- of the entrance fee in lump sum and balance in 10 (ten) equal installments of Rs. 10,000/- each. However, if there is a default in payment of any installment then the previous amounts paid shall stand forfeited and membership considered terminated.</p> <p>Provided further that until such time as the full entrance fee has been paid by him/her, his/her name will not be placed on the Permanent Member Register. He/she will have use of the Club only without any right to vote.</p>	<p>amounting to Rs. 2,50,000/-, and the remaining balance in 10 equal installments of Rs. 25,000/- each. Defaulting on any installment will result in forfeiture of previously paid amounts and termination of membership.</p> <p>Furthermore, until the full entrance fee is paid, the member's name will not be entered into the Permanent Member Register. They will have access to Club facilities but without the right to vote.</p>
Article 21	<p>The Club committee may relax rule 4 to 16 in the case of a member belonging to Military Mess located at Dehra Dun by permitting the Mess to pay lump sum fee of Rs. 10,000/- along with a fee of Rs. 1,000/- per member being sponsored by the Mess. On payment by a mess of the amount, the members of the mess may become Mess nominated members on being approved by the Club Managing Committee. Members so sponsored by the Messes shall be called nominated Mess members and shall be classified under temporary members and that such membership shall cease upon the officer being posted out of Dehra Dun station.</p> <p>a. It shall not be necessary to comply with Rules 4 to 15. The approval of the Managing Committee shall amount to acceptance. But the signing of a declaration form as mentioned in Rule 15 by such members shall be necessary.</p> <p>b. Such members shall not be required to pay any individual or separate entrance fee as required by Rule 29 besides the lump sum fee paid by their Messes.</p> <p>c. Such members shall pay a monthly subscription and cover charges as required by Article 31.</p>	<p>Effective immediately from the date of Extraordinary General Meeting 11.05.2024, members affiliated with the Military Messes in Dehradun will not be considered for induction as temporary members of the Dehra Dun Club.</p>
Article 29	<p>The entrance fee for the permanent membership of the club is as under:</p> <p>A) i) For Permanent Member Rs. 2,00,000/- ii) For Corporate Member Rs. 5,00,000/- for each nominated executive</p> <p>B) The entrance fee for permanent membership of the Club for dependent son/daughter of permanent member</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>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 11.05.2024 onwards, all applications from the Regular category, Single Lady & Corporate applicants shall necessitate a non-refundable application form fee of Rs. 5,000/-, along with applicable GST. Similarly, starting from the date of the EGM 11.05.2024 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 deposit of INR 20,000/- to the Company at the time of induction, which shall not be utilized by the Club and will only be kept in unencumbered fixed deposits in the scheduled banks to be renewed from time to time. This interest free deposit shall only be refunded or adjusted on the expulsion, resignation of member from membership, surrender of membership by the member or demise of the member and after the adjustments of club dues, if any. 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 membership of 10 years standing) the subscription shall be 50% i.e.,Rs. 250/-</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 membership of 10 years standing), the subscription shall</p>

	<p>rounded off to the nearest rupee. Senior members with standing of 45 years, shall pay a token subscription of Rs. 11/- only.</p>	<p>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. At the Annual General Meeting of the Club, elections shall be held to elect one President and six members of the Managing Committee in all seven permanent members for the ensuing year. The term of service for the elected Managing Committee members begins from the date of their appointment at the AGM and extends until the next Annual General Meeting. Members of the Managing Committee are elected through a combined process involving traditional ballot paper voting and e-voting at the Club's Annual General Meeting.</p> <p>2. To fill the vacant position the Managing Committee will appoint one qualifying permanent member as a Nominated Committee 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 / ballot paper voting:</p> <p>(i) Club shall provide to its members the facility to exercise their right to vote at general meetings by electronic means/Ballot paper voting as applicable.</p> <p>(ii) A member may exercise his right to vote at any general meeting by electronic means / ballot paper 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</p>

		<p>Companies Act 2013 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 11.05.2024, 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>A permanent committee composed of seven members, all of whom will hold permanent membership of the Dehra Dun Club, will be established to supervise diverse facets of the Dehra Dun Club affairs, including financial management and other relevant matters. This committee will comprise the President along with six other Committee members. The selection of Managing Committee members will take place through both ballot paper voting and e-voting procedures during the Club's Annual General Meeting.</p>
Article 46	<p><i>Members elected at the Annual General Meeting along with the nominated Mess members shall elect one of their members to be Vice-President of Club for the ensuing year, within one week of the election of the members at the Annual General Meeting by a 2/3 rd majority. The Vice-President shall officiate as President in the written absence of the President. In the event of demise, resignation or physical incapacitation of the President, the Vice-President shall officiate for the</i></p>	<p>Members elected at the Annual General Meeting will choose one of their own member to serve as Vice-President for the upcoming year. This selection must achieve by a 2/3 majority within one week of the AGM. The Vice-President assumes the duties of President in the written absence of the President. If the President passes away, resigns, or becomes physically unable to fulfill their duties, the Vice-President acts as interim President until a new President is elected by the General House, ideally</p>

	<p><i>interim period and the new President shall be elected by the General House within two months, if the time permits. If a member of the Managing Committee chooses to contest the election of the President, he shall have to resign from the Managing Committee and seek re-election as a President. The vacancy created by the resignation of any such member shall be filled by co-opting a new member to the Managing Committee, as provided in Article 48.</i></p> <p><i>Any member who has been elected as President can only be elected for two terms as President in his life time with retrospective effect.</i></p>	<p>within two months.</p> <p>If a member of the Managing Committee chooses to contest the election for the post of President, he/they must resign from the Committee and seek re-election as President. Any resulting vacancy in the Committee will be filled by co-opting a new member(s) as outlined in Article 48. Additionally. Any member who has been elected as President can only be elected for two terms as President in his life time with retrospective effect.</p>
<p>Article 62</p>	<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 Military Messes to the Management Committee.</p>	<p>At the General Meeting convened for the election of the Management Committee of the Dehra Dun Club, permanent members have the right to vote using both ballot paper voting and electronic voting systems. However, it's important to note the following conditions: Permanent Members may only exercise their voting privileges to elect Seven Permanent Members (including the President) who are not associated with Military Messes to serve on the Management Committee.</p>

For and on behalf of Managing Committee,

Ajai Kumar Garg
Asstt Secretary
Dehra Dun Club

Date: 16.04.2024
Place: Dehradun