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Date: 13.05.2024

**FORM NO MGT-13**

**[Pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 Companies  
(Management and Administration) Rules, 2014]**

**SCRUTINIZER'S REPORT**

To,

**The Chairman,**  
EOGM of the members of Dehradun Club,  
Held on 11<sup>th</sup> Day of May, 2024 at 5:00 PM,  
At 15RB Ugrasen Road.  
Dehradun- 248001

**Sub: Scrutinizer Report on the process of Remote E-Voting through electronics means and  
the paper ballot voting at the Extra-Ordinary General Meeting of Dehradun Club held on  
11<sup>th</sup> Day of May, 2024 at 5:00 PM at 15 R B Ugrasen Road, Dehradun- 248001.**

Dear Sir,

I, **Sankalp Chaturvedi, Advocate (Enrolment No. UK/356/2019)** has been appointed as Scrutinizer by the Managing Committee of Dehradun Club at their meeting held on 11.05.2024 for scrutinizing the remote e-voting process pursuant to Section 109 of the Companies Act 2013 read with Companies (Management and Administration) Rules, 2014 as amended and the paper ballot voting process in a fair and transparent manner, in respect of the resolution proposed at the Extra-Ordinary General Meeting of the Club held on 11<sup>th</sup> Day of May, 2024 at 5:00 PM at 15 R B Ugrasen Road, Dehradun- 248001.

1. The members of the Club whose name were recorded in the register of members maintained by the Club as on the "cut off" date i.e., i.e., 16.04.2024 were entitled to vote on the proposed resolution as mentioned in the notice dated 16.04.2024.
2. The company had dispatched the notice of EOGM to the members by email/ post, whose names appeared on the register of members maintained by the company in compliance with the Companies (Management and Administration) Rules, 2014 whose names were recorded in the register of members maintained by the Club as on the "cut off" date i.e., i.e., 16.04.2024. As per the notice of EOGM it was mandatory to clear the dues of bill up to March, 2024 on or before 05:00 PM of 26.04.2024 in case of remote e-voting and in case of paper ballot voting on or before 08:30 PM of 11.05.2024.
3. Pursuant to Companies (Management and Administration) Rules, 2014 the company had dispatched the notice along with notes, explanatory statement and table of proposed amendments through post/emails. The members were requested to communicate their assent or dissent on the proposed resolutions through the remote e-voting system which was

commenced from 08.05.2024, Wednesday at 09:00 a.m. and ended on 10.05.2024, Friday at 05:00 p.m.

4. After closing of the remote e-voting, the Members were also permitted to vote by Paper Ballot at the club on the date of the EOGM i.e., 11.05.2024 between 06:00 PM and 09:00 PM except those members who already voted through the remote e-voting process.
5. The e-votes cast by members during remote e-voting process were locked by National Securities Depository Limited after completion of the remote e-voting. Moreover, after completion of the stipulated time for physical ballot paper voting i.e., 06:00 PM to 09:00 PM the result of the remote e-voting was unblocked by NSDL.
6. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means i.e., by e-voting and voting through ballot papers at the venue of the EOGM for the resolution contained in the Notice of the EOGM of the members the company. My responsibility as a scrutinizer is to scrutinize the voting process of voting through electronic means i.e., by remote e- voting and the voting through ballot paper at the venue of the EOGM and is restricted to make a scrutinizer's report of the votes cast in "favour" or "against the resolution stated below, based on the results of physical voting through ballot paper and also based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL).
7. The agency authorised under the rules and engaged by the company to provide remote e-voting facilities for voting through electronic means before the EOGM was facilitated on the basis of the data provided by the company.
8. Particulars of the votes cast by electronic means have been entered in the register separately maintained for the purpose.
9. Members who were physically present at the venue of EOGM and had already cast their vote using remote e-voting were not allowed to vote again at the venue of EOGM in any manner. As Scrutinizer I had the access, after the closure of the remote e-voting and before the start of the EOGM, the details relating to the members, such as their names who were cast their votes through remote e-voting platform of NSDL therefore, none of the votes were found invalid.
10. Members were not allowed to change his/her votes once cast.
11. I have obtained a complete record of votes cast by remote e-voting from NSDL, which was blocked by NSDL on 10.05.2024 at 05:00 PM.
12. I have immediately after expiry of the time specified for voting at the EOGM of the company, first counted the paper ballot votes cast at the EOGM and then obtained the report for the Remote e-votes cast before the EOGM in the presence of two witnesses who are not in employment of the company namely Shri. Naresh Batra and CA Nikhil Sabharwal.
13. I unblocked the votes cast by the eligible members through remote e-voting after the EOGM and also scrutinized the votes cast by the members at the EOGM through ballot paper voting process and on the basis of report generated from NSDL e-voting website and the votes cast through ballot paper voting process the result of voting is as under:

**Item No. 1: To alter the limit of Club Members in Article 1 of AOA and increase it from 2500 to 3750**

**Resolution No 1. SPECIAL RESOLUTION**

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.”

Particulars	Voting through (NSDL) remote e-voting system.	Voting through Ballot paper	Invalid Votes	Total Votes	Percentage
Assent	204	72	00	276	
Dissent	82	75	00	157	
Total				433	63.74%

**Result:** The resolution was not passed.

**Item no.2: To amend Article 3 of AOA for quorum of Committee members from 7 to 5 for MC Meetings.**

**Resolution No. 2. SPECIAL RESOLUTION**

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."

<b>Particulars</b>	<b>Voting through (NSDL) remote e-voting system.</b>	<b>Voting through Ballot paper system.</b>	<b>Invalid Votes</b>	<b>Total Votes</b>	<b>Percentage</b>
Assent	224	98	00	322	
Dissent	63	44	00	107	
Total				429	75.06%

**Result:** The resolution was passed.

**Item No.3: To amend Article 4 of AOA for processing of all application for membership.**

**Resolution No.3. SPECIAL RESOLUTION**

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."

Particulars	Voting through (NSDL) remote e-voting system.	Voting through Ballot paper system.	Invalid Votes	Total Votes	Percentage
Assent	173	77	00	250	
Dissent	113	71	00	184	
Total				434	57.60%

**Result:** The resolution was not passed.

**Item No.4: To amend Article 9 of AOA for entry fee from Rs. 5.00 lacs to Rs. 10.00 lacs in corporate category.**

**Resolution No.4. SPECIAL RESOLUTION**

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."

Particulars	Voting through (NSDL) remote e-voting system.	Voting through Ballot paper system.	Invalid Votes	Total Votes	Percentage
Assent	233	104	00	337	
Dissent	54	37	00	91	
Total				428	78.74%

**Result:** The resolution was passed.

**Item No.5: To amend Article 16 of the AOA for revised entrance fee for salaried employees' applicants.**

**Resolution No.5. SPECIAL RESOLUTION**

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."

Particulars	Voting through (NSDL) remote e-voting system.	Voting through Ballot paper	Invalid Votes	Total Votes	Percentage
Assent	224	96	00	320	
Dissent	63	50	00	113	
Total				433	73.90%

**Result:** The resolution was not passed.

**Item No.6: To amend Article 21 of the AOA for members of Military Messes not to be inducted in the Club.**

#### **Resolution No.6. SPECIAL RESOLUTION**

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."

Particulars	Voting through (NSDL) remote e-voting system.	Voting through Ballot paper	Invalid Votes	Total Votes	Percentage
Assent	219	97	00	316	
Dissent	68	43	00	111	
Total				427	74%

Result: The resolution was not passed.

**Item no.7: To amend Article 29 of the AOA to increase the entrance fees for Permanent and Corporate members.**

**Resolution no.7: SPECIAL RESOLUTION**

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.”

Particulars	Voting through (NSDL) remote e-voting system.	Voting through Ballot paper system.	Invalid Votes	Total Votes	Percentage
Assent	236	97	00	333	
Dissent	49	48	00	97	
Total				430	77.44%

**Result:** The resolution was passed.

**Item No.8: To amend Article 30 of the AOA for Application Form Fee and Deposit at the time of induction.**

**Resolution No.8. SPECIAL RESOLUTION**

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."

Particulars	Voting through (NSDL) remote e-voting system.	Voting through Ballot paper system.	Invalid Votes	Total Votes	Percentage
Assent	206	107	00	313	
Dissent	81	35	00	116	
Total				429	72.96%

**Result:** The resolution was not passed.

**Item No.9: To amend Article 31 of AOA to increase monthly subscription from Rs. 500/- to Rs. 600/- per month.**

#### **Resolution No.9. SPECIAL RESOLUTION**

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."

Particulars	Voting through (NSDL) remote e-voting system.	Voting through Ballot paper system.	Invalid Votes	Total Votes	Percentage
Assent	198	92	00	290	
Dissent	88	55	00	143	
Total				433	66.97%

**Result:** The resolution was not passed.

**Item No.10: To amend Article 43 of the AOA for MC Members, tenure, voting means and the status of Mess Members.**

**Resolution No.10. SPECIAL RESOLUTION**

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."

Particulars	Voting through (NSDL) remote e-voting system.	Voting through Ballot paper system.	Invalid Votes	Total Votes	Percentage
Assent	119	99	00	218	
Dissent	87	42	00	129	
Total				347	62.82%

**Result:** The resolution was not passed.

**Item No.11: To amend Article 44 of the AOA for seven members in the Managing Committee without Mess Members.**

**Resolution No.11. SPECIAL RESOLUTION**

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."

Particulars	Voting through (NSDL) remote e-voting system.	Voting through Ballot paper system.	Invalid Votes	Total Votes	Percentage
Assent	202	99	00	301	
Dissent	84	45	00	129	
Total				430	70%

**Result:** The resolution was not passed.

**Item No.12: To amend Article 46 of AOA to remove the role of mess members in the selection of Vice President.**

**Resolution No.12. SPECIAL RESOLUTION**

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."

Particulars	Voting through (NSDL) remote e-voting system.	Voting through Ballot paper system.	Invalid Votes	Total Votes	Percentage
Assent	203	102	00	305	
Dissent	82	40	00	122	
Total				427	71.43%

**Result:** The resolution was not passed.

**Item No.13: To amend Article 62 of the AOA for removal of voting by nominated mess members.**

**Resolution No.13. SPECIAL RESOLUTION**

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."

Particulars	Voting through (NSDL) remote e-voting system.	Voting through Ballot paper system.	Invalid Votes	Total Votes	Percentage
Assent	204	102	00	306	
Dissent	83	42	00	125	
Total				431	70.99%

**Result:** The resolution was not passed.

**Item No.14: To substitute the existing term "quorum of 7 members" with "quorum of 5 members" throughout the AOA.**

**Resolution No.14. SPECIAL RESOLUTION**

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.”

<b>Particulars</b>	<b>Voting through (NSDL) remote e-voting system.</b>	<b>Voting through Ballot paper system.</b>	<b>Invalid Votes</b>	<b>Total Votes</b>	<b>Percentage</b>
Assent	203	99	00	302	
Dissent	83	42	00	125	
Total				427	70.73%

**Result:** The resolution was not passed.

**Item No.15: To substitute the existing term "Dehra Dun Club Limited" with "Dehra Dun Club" throughout the AOA.**

**Resolution No.15. SPECIAL RESOLUTION**

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.”



Particulars	Voting through (NSDL) remote e-voting system.	Voting through Ballot paper system.	Invalid Votes	Total Votes	Percentage
Assent	201	105	00	306	
Dissent	86	41	00	127	
Total				433	70.67%

**Result:** The resolution was not passed.

**Item No.16:** To substitute the existing term "Security Deposit" with "Deposit" throughout the AOA.

**Resolution No.16. SPECIAL RESOLUTION**

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."

Particulars	Voting through (NSDL) remote e-voting system.	Voting through Ballot paper system.	Invalid Votes	Total Votes	Percentage
Assent	209	99	00	308	
Dissent	77	41	00	128	
Total				436	70.64%

**Result:** The resolution was not passed.

**Item No.17:** To substitute the existing term "Nominated Mess Members" with "Special Invitees" throughout the AOA.

**Resolution No.17. SPECIAL RESOLUTION**

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."

Particulars	Voting through (NSDL) remote e-voting system.	Voting through Ballot paper system.	Invalid Votes	Total Votes	Percentage
Assent	207	103	00	310	
Dissent	80	41	00	121	
Total				431	71.93%

**Result:** The resolution was not passed.

**Item No.18: To substitute the existing term "Companies Act, 1956" with "relevant companies act" throughout AOA.**

**Resolution No.18. SPECIAL RESOLUTION**

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.”

Particulars	Voting through (NSDL) remote e-voting system.	Voting through Ballot paper system.	Invalid Votes	Total Votes	Percentage
Assent	208	105	00	313	
Dissent	79	33	00	112	
Total				425	73.65%

**Result:** The resolution was not passed.

14. The electronic date and all other relevant records relating to the e-voting are under my safe custody and will be handed over to the president of the Managing Committee of the Company for preserving safely after the chairman considers, approves and signs the minutes of the EOGM dated 11.05.2024.

Place: Dehradun



**Adv. Sankalp Chaturvedi (Scrutinizer)**  
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