

BAREILLY CLUB LIMITED
No 1 Civil Lines
Bareilly-243001

MINUTES OF ANNUAL GENERAL MEETING (AGM) - 2023 HELD ON 08TH DECEMBER 2023
AT 11 AM ONWARDS IN THE CLUB

(THESE MINUTES OF ANNUAL GENERAL MEETING (AGM)-2023 CONSIST OF PAGES)

BOARD OF DIRECTORS

(2022-23)

- | | | |
|-----|-----------------------------|----------|
| 1. | Brig Maneesh Kukrety, SM** | Chairman |
| 2. | Col Vivek Kanwar | Director |
| 3. | Col Kunal Bhatt | Director |
| 4. | Col Atul Nayyar | Director |
| 5. | Col Anubhav Sharma | Director |
| 6. | Col Ankur Sharma | Director |
| 7. | Col K M Aradye | Director |
| 8. | Col Pawan Singh | Director |
| 9. | Gp Capt Rahul Agarwal | Director |
| 10. | Shri Gurbachan Singh Chawla | Director |
| 11. | Shri Vipin Kumar Agarwal | Director |
| 12. | Shri Saurabh Mehrotra | Director |
| 13. | Shri Rajeev Gupta | Director |
| 14. | Shri Vijay Kapoor | Director |
| 15. | Shri Maneesh Sehgal | Director |

Hony Secretary

Lieutenant Colonel Kartikeyan Rao

BAREILLY CLUB LIMITED, BAREILLY

**MINUTES OF ANNUAL GENERAL MEETING – 2023 HELD ON
8th DECEMBER 2023 AT 11 AM ONWARDS**

(Total no of Agendas discussed)

(a)	Ordinary Business	04
(b)	Special Business	07

1. The Bareilly Club Ltd AGM-2023 was held on **08th December 2023 from 11 AM** onwards & was attended by 160 **members** in person who signed their attendance.
2. A total of **Zero (0) members** appointed their proxies through members who attended the AGM 2023 as per Proxies record. **NO VOTES WERE TENDERED BY USING ELECTRONIC VOTING FACILITY PROVIDED BY CLUB TO ITS MEMBERS u/s 108 of the Companies Act, 2013.**
3. **Opening of the Meeting.** The Hony Secretary took the Chair and declared that the quorum being complete since more than 25 members were present, hence the meeting was called to order.

AGENDA : GENERAL POINTS

AGENDA POINT NO 1 : ELECTION OF THE CHAIRMAN

4. The Hony Secretary requested members to elect the Chairman to preside over the AGM-2023. Shri Rajeev Gupta proposed the name of Brig Maneesh Kukrety, SM** and the same was seconded by Shri GS Chawla. There being no other names proposed, Brig Maneesh Kukrety, SM** was unanimously elected as **Chairman** to preside over the AGM 2023.

The Hony Secretary requested **Brig Maneesh Kukrety, SM**** to take the **Chair** and started the proceedings of the Annual General Meeting-2023.

Brig Maneesh Kukrety, SM** thanked the members attending the meeting for having elected him as Chairman and presided over the AGM-2023.

5. **Obituary.** The Chairman informed the house regarding the sad demise of club members during the year and requested the House to rise to observe two minutes silence in remembrance of the late members of the club as named below:-

- Shri Gulshan Setia.
- Col OP Sharma.
- Shri JP Sagar.
- Shri Gurdeep Singh.
- Shri Sanjay Agarwal.
- Lt Col Vinay Kumar Singh (Retd).
- Shri Manish Tandon.
- Dr Dinesh Chandra Johri.
- Dr A P Singh.
- Lt Col Sohan Lal (Retd)
- Shri Brijendra Swaroop Gupta

NOTICE CALLING FOR AGM-2023

6. The Hony Secretary read out the Notice calling the Annual General Meeting - 2023 being held on 8th December 2023.

AGENDA POINT No 2 : ORDINARY BUSINESSES

ORDINARY RESOLUTION NO. 1:

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT having considered the Chairman’s Address and Annual Report of the Board of Directors for the year ended 31 March 2023, the same stands adopted”.

CHAIRMAN’S ADDRESS AND ANNUAL REPORT OF BOARD OF DIRECTORS

Hon'ble Patron-in-Chief, Patrons, Dear Members and Ladies,

1. On behalf of the Board of Directors, I take this opportunity to welcome you all to this Annual General Meeting (AGM) - 2023. In next 20 minutes, I shall present the Annual Report of the Board of Directors of Bareilly Club Ltd.
2. It is a matter of great honour and pride for me to be the Chairman of the Bareilly Club, one of the premier and prestigious clubs of our country. Over the years through the collective efforts of all the members, the club has built a name for itself, and has garnered the reputation of being one of the finest in the Country. In the preceding year, the Club has organized a host of activities, besides undertaking several projects for infrastructural development, and improving facilities for members. I am sanguine that our members are happy with its administration, functioning, etc.

AIMS & OBJECTIVES OF THE CLUB

3. It goes without saying that the management has been steadfast in pursuing the Aim & Objectives of Bareilly Club Ltd i.e., social interaction to foster better inter-personal relations inescapable for a happy, healthy & growth-oriented society. Towards this end, it has been the management’s continual endeavour to provide club services on a no profit-no loss basis to our members on the principles of mutuality. The importance of institutions like our Club cannot be overstated in that our young members and children acquire social etiquettes, discipline and punctuality through interaction with seasoned members of different categories through being introduced into the Club culture and make the metamorphosis to being earnest members of the Club & responsible citizens of India. At the heart of this is the Club's functioning which focusses on these objectives to profoundly enrich every member's experiential interests.

GENERAL ADMINISTRATION

4. The Board of Directors has kept a resolute vigil on all Club activities that has ensued in the smooth functioning and upkeep of the Club and conspicuous improvement in our Ambience and Hospitality Services. Our employees have manifested laudatory dedication to their respective duties, in no small measure due to galvanizing them with positive employee engagement, adopting the corporate productivity-reward paradigm and prioritising their welfare needs. Consequentially, indiscipline, insubordination and truancy were virtually non-existent, which is a corporate determinate of desired employee satisfaction/performance level.

MANAGEMENT OF FINANCES

5. **Club Accounts.** The Board of Directors has been continually monitoring the Club Accounts on a monthly basis to ensure judicious expenditure of Club Funds. During the Quarterly Audit carried out by Internal Auditors no financial irregularities have been observed during the year. The Statutory Auditors further checked the Accounts and prepared the Independent Auditors Report which forms part of this Annual Report. This reflects that the Income and Expenditure has been properly accounted for and the Club Funds are being maintained as per laid down system of accounting. Total TDRs as on date are @ Rs. 5,49,64,430/-.

6. **Nagar Nigam Taxes.** As mentioned in last year's report, following deliberate talks with Nagar Nigam authorities, the House, Water & Sewage taxes were agreed to @ Rs 10,46,794.60 lakhs per annum. However, the connected court case is still in progress to further reduce this amount. Also, as far as the dues for three years (i.e.,2015-2018 amounting to Rs 1,95,92,879.00) is concerned, the case is being vigorously reiterated with our tax appeal at the Hon'ble High Court of Judicature at Allahabad.

DEVELOPMENT EFFORTS

7. **Vision Document.** I had the honour of tabling my Vision Document in the Board meeting of March 2023, aided by our most venerable co-opted member, Shri Anantbir Singh, the Hony Secretary, and the management, on the basis of which the planned development of the Club proceeded systematically, aspects of which are outlined below.

8. **Entrance Security.** The Management has always kept the security of the Club members and their families uppermost especially during the major functions for which we are grateful to local Army and Civil Police authorities. It behoves us to take ownership and ensure check on entry of undesirable elements into our Club premises and hence all members and their families must possess their Club Membership Cards to prove their bonafides and help the Club staff to identify undesirable persons seeking unauthorized

entry. This Club is the second home of all our members and with our joint efforts, we are well-equipped to check entry of undesirable elements.

9. **Internal Security.** With a view to safeguard the security of members as well as the Club Complex, the Board of Directors has made concerted efforts to enhance physical Security measures in the Club Complex. Special security measures are undertaken during Central club functions in coordination with Army, Police Authorities & Civil Administration. The entire club premises are now covered under CCTV coverage. This has enabled better monitoring of activities in the club premises. To ensure entry of only members and authorized persons, an automatic boom barrier (with manual override) is being installed at the entry gate. We shall also issuing RFID tags in due course of time.

10. **Infrastructure Projects Undertaken During the Year.** The following projects were undertaken putting to effective use the corpus of the club:-

(a) The following projects have been completed:-

- (i) Construction of Gym cum TT Room (Sport complex).
- (ii) Renovation of Family Lounge.
- (iii) Renovation of Bar Annexe.
- (iv) Procurement of Split ACs.
- (v) Procurement of 30 x Tables and 150 Chairs.
- (vi) Installation of comprehensive Fire Alarm system and three fire hydrant fitted with jockey pump sourced from the Club's swimming pool.
- (vii) Procurement of six Garden Speakers.
- (viii) Procurement of 15 x Wall Mounted Fire Extinguisher.

(b) The following projects of the club will be shortly undertaken: -

- (i) Renovation of Lake View Guest rooms (ground floor).
- (ii) Renovation of Palm House.
- (iii) Renovation of Dance Hall.
- (iv) Renovation of Dining Hall and Dining Lounge.
- (v) Renovation of four rooms of Gents and Ladies Toilets.

11. **Liaison with Civil Authorities.** The relations of our Club Management with Local Civil and Military Authorities continue to remain eminently cordial thereby ensuring efficient and smooth functioning of the Club.

12. **Change of Membership Status from Permanent to Honorary Membership.** This year a total of 06 Permanent members have so far opted for Honorary Membership on attaining the age

of 75 years.

13. **New Memberships.** A total of 60 new members were admitted in respective categories.

14. **Spouse Membership.** Due to the natural deaths of members during the year, 06 next-of-kin spouses applied for membership and were granted spouse membership.

15. **Major Functions Organised.** Our esteemed members have already been witness to, partaking in and enjoying all the major Annual Functions organized the Management, thanks to efforts put in by the Entertainment Sub-Committee, the Secretary and co-operation extended by local army and civil authorities. Also special thanks to our sponsors for the events.

The following major functions were organized since the last AGM:-

- (a) New Year's Eve - Dec 2022.
- (b) Republic Day Eve - Jan 2023.
- (c) Flower show competition - Feb 2023.
- (d) Holi Celebration - Mar 2023.
- (e) Baishakhi Celebrations - Apr 2023
- (f) Rain Dance - Jun 2023.
- (g) September Festive Nite - Sep 2023.
- (h) Diwali Eve Function - 2023.

16. **Guests during club functions.** The Club management tried to restrict the entry of guests during club functions and the same was well appreciated by the members.

17. **Dress Code & Timing During Club Function/Club Days.** Members are requested to follow proper dress code & timings of the club to avoid embarrassment for which special instructions have been passed to the club staff.

18. **VIP Visits.** The Club has the unique privilege of visits of distinguished dignitaries i.e., Lt Gen RC Tiwari, UYSM, AVSM, SM, Patron-in-Chief and GOC Uttar Bharat Area, Maj Gen Anil Chandel, Patron, Maj Gen Kuldip Pathak, SM, VSM, GOC 6 Mtn Div, Air Cmde Tahir Saikh, VM, AOC, AF Stn, Izatnagar, Bareilly (Patron), Mrs Saumya Agarwal, IAS, Commissioner, Bareilly Division, Patron, Shri Prem Chand, IPS, ADG Police, Bareilly Zone, Patron, & Dr Umesh Gautam (Mayor). With their valuable advice to the Club functionaries, the facilities of the club & its functioning have improved immeasurably.

19. **Suggestions from Members.** Members are requested to give suggestions for improvement in club functioning in writing, through e-mail or to the Secretary on his WhatsApp number on mobile.

20. **Visits to affiliated clubs.** The gathering today would be glad to know that our Club has a reciprocal agreement with a total of 138 affiliated clubs and 10 foreign country clubs. Members visiting affiliated clubs must give their feedback on their return for our information & action. During the year we have cemented our relationship with Six affiliated clubs to include:-

- (a) Defence Service Officers Institute, Mhow.
- (b) Gymkhana Services Limited, Goa.
- (c) Celebration Sports Club, Mumbai.
- (d) Waltair Club, Visakhapatnam.
- (e) Dolphin Officers Institute, Gopalpur Mil Station, Odisha
- (f) Naval Officer's Institute, Kochi.

21. **Updation and digitation of Member Database.** The details of the members & their dependents have been updated & managed so as to facilitate the members and their dependents for better & smooth services & maintain proper records.

22. **Billing System.** The club has migrated to prepaid Smart Card billing for Bar & Catering Services. This is a step towards timely receipt of payment and minimal defaulters.

23. For exchange of information besides letters, SMS & WhatsApp, the Club e-mail

(bareillyclub.india.up@gmail.com) has been made fully functional.

24. **Number of Meetings of the Board of Directors.** The Board of Directors duly met thirteen (13) times on 04 Apr 2022, 11 May 2022, 27 Jun 2022, 25 Jul 2022, 26 Aug 2022, 22 Sep 2022, 27 Oct 2022, 04 Nov 2022, 06 Dec 2022, 29 Dec 2022, 20 Jan 2023, 27 Feb 2023 & 29 Mar 2023. As in the norm, proper notices were given for all the meetings and the proceedings were meticulously recorded and signed in the minutes Book maintained for the purpose.

25. **Statutory Auditors** The Board recommended the appointment of **M/s REETESH AGARWAL & ASSOCIATES , (FRN: 012593C), Chartered Accountants, BAREILLY** as Statutory Auditors of the Club to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting of the Club to be held in the year 2028 on such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.

They have confirmed that they are not disqualified from continuing as Auditors of the Company. The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

26. **Board's Comment on the Auditors' Report.** With reference to observations made in the Annexure A of the Auditors Report, only two issues merit the attention of the members. The Board's comments as required vide section 134 of the Companies Act, 2013 to that is as under:-

(a) **With Reference to Observation No 1.** An amount of Rs 31,72,282 stands recovered with effect from 31st Mar 2023 till date, balance recoveries are being effected with due diligence and on priority.

(b) **With Reference to other Observations.** All other observations are of a routine nature and will be resolved in the near future.

27. **Details of establishment of vigil mechanism for directors and employees.** As required under rule 7(3) of Companies (Meeting of Board and its powers) Rules 2014, Col Atul Nayyar, Director has been nominated to chair the audit committee for the purpose of vigil mechanism.

28. **Disclosure U/S 22 of The Sexual Harassment of Women at the work place (Prevention, Prohibition & Redressal) Act, 2013.** The following is a summary of sexual harassment complaints received and disposed off during the year:

Number of complaints received : NIL.

Number of complaints disposed off : NIL.

29. **Reporting of Fraud.** The Auditors of the Company have not reported any fraud as specified under the second proviso of Section 143 (12) of the Companies Act, 2013.

30. **Cost Audit.** As per the requirement of the Central Government and pursuant to provisions of Section 148(1) of Companies Act, 2013, the audit of the cost accounts was not required to be carried out.

31. **DIRECTORS' RESPONSIBILITY STATEMENT**

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that:-

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) The directors had taken proper and sufficient care for the maintenance of

adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

32. **Your Directors state that during the year under review:**

- (a) The Club has not invited/accepted any deposits from the public.
- (b) The Club did not have any Subsidiary/Joint Ventures/Associate Companies.
- (c) The Board of Directors of the Club did not receive any remuneration or commission from club or any of its subsidiaries.
- (d) No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Club operations in future.
- (e) The Club is not required to spend 2% of its average net profits on Corporate Social Responsibility (CSR) as it does not have a net worth of Rs 500 crore or turnover of Rs 1000 crore or Net profit of Rs 5 crore.
- (f) During the year, the club has not provided loan to any person, nor guarantee nor investments were made exceeding limits prescribed u/s 186 of Companies Act, 2013.
- (g) Expenditure on Power and fuel during the current financial year is as under:-

	2022-23	2021-22
Expenditure on Power and Fuel	27,13,740.00	14,61,811.00

- (h) The Club did not receive any foreign currency and has not spend any foreign currency during the year.
- (i) There were no related party transactions/contracts between the club and its directors during the financial year, therefore, the provisions of Section 188 (1) of the Companies Act, 2013 were not attracted. Thus, disclosure in Form AOC- 2 is not required.
- (j) Directors state that applicable Secretarial Standards, i.e., SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Club.

NOTE: The extract of Annual Return in Form No. MGT-9 for the financial year 2022-23 is not required to be annexed to this report as per new substituted rule 12 of Companies (Management & Administration) Amendment Rules, 2021, dated 05-03-2021.

Note: Disclosure in the Board's report is made keeping in view the relevant applicable provisions of the Companies Act, 2013 read with relevant rules made there under.

ACKNOWLEDGEMENT

33. The Board of Directors would like to place on record its sincere appreciation for the whole-hearted co-operation and support received from our esteemed Members. Their invaluable suggestions have been very useful in carrying out improvements.

34. I would like to express my sincere thanks to colleagues on the Board of Directors for their sage and timely advice, perspicacious insight, willing co-operation and collective efforts in bringing about

marked improvements in the Club's activities.

35. Our thanks to all our Sponsors for their contributions, which made it possible for us to conduct different functions and other activities in a befitting manner.

36. Our thanks to the Statutory Auditor, M/S Reetesh Agarwal & Associates and the Internal Auditor, M/S Harshit V Agarwal & Associates for their valuable advice and for incorporating various improvements in accounting procedures and for the valuable advice to resolve our income tax cases.

37. Our thanks to Shri Gurbachan Singh Chawla (Raja Chawla) and Shri Gurdev Singh Chawla, CA for their valuable guidance & advise to resolve the Income Tax & GST cases.

38. Our thanks to Company Secretary Shri Ankit Agrawal for his valuable guidance and ensuring compliance of provisions of Companies Act-2013, as applicable, as also timely submission of Reports/Documents to the Registrar of Companies, at Kanpur.

39. I would particularly like to put on record the gratitude of the Management to the local Military and Civil Authorities for their positive response and rendering all required support thus facilitating the smooth functioning of the Club.

40. The Management is so grateful to Lt Gen RC Tiwari, UYSM, AVSM, SM, GOC UB Area(Patron-in-Chief), Maj Gen Anil Chandel Chief of Staff, HQ UB Area (Patron) Maj Gen Kuldip Pathak, SM, VSM, GOC 6 Mtn Div (Patron), Air Cmde Tahir Saikh, VM, AOC, AF Stn, Izzatnagar, Bareilly (Patron), Mrs Saumya Agarwal, IAS, Commissioner, Bareilly Division (Patron), Shri Prem Chand Meena, IPS, ADG Police, Bareilly Zone (Patron), Shri Ravindra Kumar, District Magistrate, Bareilly and Dr Umesh Gautam (Mayor) for their valuable advice, support and guidance.

41. On behalf of the Members of the Board of Directors and my own self, I would like to place on record our appreciation for the dedication and hard work put in by the Hony Secretary Lt Col Kartikeyan Rao and the entire club staff.

42. Lastly, I wish to thank you all, Ladies and Gentlemen, for sparing your valuable time to participate in the proceedings of the Annual General Meeting-2023.

“JAI HIND”

The Chairman's address and Annual Report for the year ending on 31st March 2023 was unanimously approved by members by show of hands as proposed by Shri Saurabh Mehrotra and seconded by Shri GS Chawla.

ORDINARY RESOLUTION NO. 2:

To consider and, if thought fit, to pass with or without modification(s) the following resolutions as an Ordinary Resolutions:

TO ELECT MEMBERS OF BOARD OF DIRECTORS FOR THE YEAR 2023-24

Since there were only 15 Nominations for the Board of Directors comprising 15 members, the following candidates were elected unopposed as member of Board of Directors of Bareilly Club Ltd for the year 2023-24 and following resolutions was passed as ordinary resolutions:

1. **Appointment of NON-EXECUTIVE Director:**

'RESOLVED THAT pursuant to section 152, section 162 of the Companies Act 2013 & other applicable provisions of the Companies Act 2013, Articles of Association of Company read with the Companies (Appointment and Qualification of Directors) Rules 2014, **BRIG. MANEESH KUKRETY, SM ** having MCA DIN 09826281** in respect of whom the CLUB has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director and who is not restricted/disqualified/removed for being appointed as director of the CLUB as per provisions of Companies Act 2013 & rules made there under including section 164 & 165 of the Companies Act, 2013 be and are hereby appointed as non-Executive Director of the CLUB w.e.f 8TH Day of DECEMBER 2023.'

2. **Appointment of NON-EXECUTIVE Director:**

'RESOLVED THAT pursuant to section 152, section 162 of the Companies Act 2013 & other applicable provisions of the Companies Act 2013, Articles of Association of Company read with the Companies (Appointment and Qualification of Directors) Rules 2014, **COL VIVEK KANWAR having MCA DIN 09820134** in respect of whom the CLUB has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director and who is not restricted/disqualified/removed for being appointed as director of the CLUB as per provisions of Companies Act 2013 & rules made there under including section 164 & 165 of the Companies Act, 2013 be and are hereby appointed as non-Executive Director of the CLUB w.e.f 8TH Day of DECEMBER 2023.'

3. **Appointment of NON-EXECUTIVE Director:**

'RESOLVED THAT pursuant to section 152, section 162 of the Companies Act 2013 & other applicable provisions of the Companies Act 2013, Articles of Association of Company read with the Companies (Appointment and Qualification of Directors) Rules 2014, **COL VINAY GURUNG having MCA DIN 10403161** in respect of whom the CLUB has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director and who is not restricted/disqualified/removed for being appointed as director of the CLUB as per provisions of Companies Act 2013 & rules made there under including section 164 & 165 of the Companies Act, 2013 be and are hereby appointed as non-Executive Director of the CLUB w.e.f 8TH Day of DECEMBER 2023.'

4. **Appointment of NON-EXECUTIVE Director:**

'RESOLVED THAT pursuant to section 152, section 162 of the Companies Act 2013 & other applicable provisions of the Companies Act 2013, Articles of Association of Company read with the Companies (Appointment and Qualification of Directors) Rules 2014, **COL ANUBHAV SHARMA having MCA DIN 10397474** in respect of whom the CLUB has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director and who is not restricted/disqualified/removed for being appointed as director of the CLUB as per provisions of Companies Act 2013 & rules made there under including section 164 & 165 of the Companies Act, 2013 be and are hereby appointed as non-Executive Director of the CLUB w.e.f 8TH Day of DECEMBER 2023.'

5. **Appointment of NON-EXECUTIVE Director:**

'RESOLVED THAT pursuant to section 152, section 162 of the Companies Act 2013 & other applicable provisions of the Companies Act 2013, Articles of Association of Company read with the Companies (Appointment and Qualification of Directors) Rules 2014, **COL ANKUR SHARMA Having MCA DIN 10401808** in respect of whom the CLUB has received a notice in writing under

section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director and who is not restricted/disqualified/removed for being appointed as director of the CLUB as per provisions of Companies Act 2013 & rules made there under including section 164 & 165 of the Companies Act, 2013 be and are hereby appointed as non-Executive Director of the CLUB w.e.f 8TH Day of DECEMBER 2023.'

6. **Appointment of NON-EXECUTIVE Director:**

'RESOLVED THAT pursuant to section 152, section 162 of the Companies Act 2013 & other applicable provisions of the Companies Act 2013, Articles of Association of Company read with the Companies (Appointment and Qualification of Directors) Rules 2014, **COL ATUL NAYYAR having MCA DIN 10404776** in respect of whom the CLUB has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director and who is not restricted/disqualified/removed for being appointed as director of the CLUB as per provisions of Companies Act 2013 & rules made there under including section 164 & 165 of the Companies Act, 2013 be and are hereby appointed as non-Executive Director of the CLUB w.e.f 8TH Day of DECEMBER 2023.'

7. **Appointment of NON-EXECUTIVE Director:**

'RESOLVED THAT pursuant to section 152, section 162 of the Companies Act 2013 & other applicable provisions of the Companies Act 2013, Articles of Association of Company read with the Companies (Appointment and Qualification of Directors) Rules 2014, **COL Kedar M ARADHYE having MCA DIN 09823543** in respect of whom the CLUB has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director and who is not restricted/disqualified/removed for being appointed as director of the CLUB as per provisions of Companies Act 2013 & rules made there under including section 164 & 165 of the Companies Act, 2013 be and are hereby appointed as non-Executive Director of the CLUB w.e.f 8TH Day of DECEMBER 2023.'

8. **Appointment of NON-EXECUTIVE Director:**

'RESOLVED THAT pursuant to section 152, section 162 of the Companies Act 2013 & other applicable provisions of the Companies Act 2013, Articles of Association of Company read with the Companies (Appointment and Qualification of Directors) Rules 2014, **COL KUNAL BHATT having MCA DIN 10397925** in respect of whom the CLUB has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director and who is not restricted/disqualified/removed for being appointed as director of the CLUB as per provisions of Companies Act 2013 & rules made there under including section 164 & 165 of the Companies Act, 2013 be and are hereby appointed as non-Executive Director of the CLUB w.e.f 8TH Day of DECEMBER 2023.'

9. **Appointment of NON-EXECUTIVE Director:**

'RESOLVED THAT pursuant to section 152, section 162 of the Companies Act 2013 & other applicable provisions of the Companies Act 2013, Articles of Association of Company read with the Companies (Appointment and Qualification of Directors) Rules 2014, **GP CAPT RAHUL AGARWAL having MCA DIN 09825757** in respect of whom the CLUB has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director and who is not restricted/disqualified/removed for being appointed as director of the CLUB as per provisions of Companies Act 2013 & rules made there under including section 164 & 165 of the Companies Act, 2013 be and are hereby appointed as non-Executive Director of the CLUB w.e.f 8TH Day of DECEMBER 2023.'

10. **Appointment of NON-EXECUTIVE Director:**

RESOLVED THAT pursuant to section 152, section 162 of the Companies Act 2013 & other applicable provisions of the Companies Act 2013, Articles of Association of Company read with the Companies (Appointment and Qualification of Directors) Rules 2014, **SHRI GURBACHAN SINGH CHAWLA having MCA DIN 07275457** in respect of whom the CLUB has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director and who is not restricted/disqualified/removed for being appointed as director of the CLUB as per provisions of Companies Act 2013 & rules made there under including section 164 & 165 of the Companies Act, 2013 be and are hereby appointed as non-Executive Director of the CLUB w.e.f 8TH Day of DECEMBER 2023.'

11. **Appointment of NON-EXECUTIVE Director:**

'RESOLVED THAT pursuant to section 152, section 162 of the Companies Act 2013 & other applicable provisions of the Companies Act 2013, Articles of Association of Company read with the Companies (Appointment and Qualification of Directors) Rules 2014, **Mr. VIPIN KUMAR AGARWAL having MCA DIN 09433069** in respect of whom the CLUB has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director and who is not restricted/disqualified/removed for being appointed as director of the CLUB as per provisions of Companies Act 2013 & rules made there under including section 164 & 165 of the Companies Act, 2013 be and are hereby appointed as non-Executive Director of the CLUB w.e.f 8TH Day of DECEMBER 2023.'

12. **Appointment of NON-EXECUTIVE Director:**

'RESOLVED THAT pursuant to section 152, section 162 of the Companies Act 2013 & other applicable provisions of the Companies Act 2013, Articles of Association of Company read with the Companies (Appointment and Qualification of Directors) Rules 2014, **Mr. SAURABH MEHROTRA having MCA DIN 07093871** in respect of whom the CLUB has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director and who is not restricted/disqualified/removed for being appointed as director of the CLUB as per provisions of Companies Act 2013 & rules made there under including section 164 & 165 of the Companies Act, 2013 be and are hereby appointed as non-Executive Director of the CLUB w.e.f 8TH Day of DECEMBER 2023.'

13. **Appointment of NON-EXECUTIVE Director:**

'RESOLVED THAT pursuant to section 152, section 162 of the Companies Act 2013 & other applicable provisions of the Companies Act 2013, Articles of Association of Company read with the Companies (Appointment and Qualification of Directors) Rules 2014, **Mr. RAJEEV GUPTA having MCA DIN 00960892** in respect of whom the CLUB has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director and who is not restricted/disqualified/removed for being appointed as director of the CLUB as per provisions of Companies Act 2013 & rules made there under including section 164 & 165 of the Companies Act, 2013 be and are hereby appointed as non-Executive Director of the CLUB w.e.f 8TH Day of DECEMBER 2023.'

14. **Appointment of NON-EXECUTIVE Director:**

'RESOLVED THAT pursuant to section 152, section 162 of the Companies Act 2013 & other applicable provisions of the Companies Act 2013, Articles of Association of Company read with the Companies (Appointment and Qualification of Directors) Rules 2014, **Mr. ANANT BIR SINGH having MCA DIN 09477580** in respect of whom the CLUB has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director and who is not restricted/disqualified/removed for being appointed as director of the CLUB as per provisions of Companies Act 2013 & rules made there under including section 164 & 165 of the Companies Act, 2013 be and are hereby appointed as non-Executive Director of the CLUB w.e.f 8TH Day of DECEMBER 2023.'

15. **Appointment of NON-EXECUTIVE Director:**

'RESOLVED THAT pursuant to section 152, section 162 of the Companies Act 2013 & other applicable provisions of the Companies Act 2013, Articles of Association of Company read with the Companies (Appointment and Qualification of Directors) Rules 2014, **Mr. RAJESH KUMAR AGARWAL having MCA DIN 00291002** in respect of whom the CLUB has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director and who is not restricted/disqualified/removed for being appointed as director of the CLUB as per provisions of Companies Act 2013 & rules made there under including section 164 & 165 of the Companies Act, 2013 be and are hereby appointed as non-Executive Director of the CLUB w.e.f 8TH Day of DECEMBER 2023.'

Summarised list of the Directors elected are as under :-

NAME OF ELECTED DIRECTORS	MCA DIN
(a) BRIG MANEESH KUKRETY, SM**	09826281
(b) COL VIVEK KANWAR	09820134
(c) COL KEDAR MADHUKAR ARADHYE	09823543
(d) COL VINAY GURUNG	10403161
(e) GP CAPT RAHUL AGARWAL	09825757
(f) COL ANUBHAV SHARMA	10397474
(g) COL ANKUR SHARMA	10401808
(h) COL KUNAL BHATT	10397925
(j) COL ATUL NAYYAR	10404776
(k) SHRI ANANT BIR SINGH	09477580
(l) SHRI GURBACHAN SINGH CHAWLA	07275457
(m) SHRI VIPIN KUMAR AGARWAL	09433069
(n) SHRI RAJEEV GUPTA	00960892
(o) SHRI SAURABH MEHROTRA	07093871
(p) SHRI RAJESH KUMAR AGARWAL	00291002

Proposed by. Shri Sharad Kumar Mishra CA .

Seconded by. Er. Shri K.B Agarwal .

Decision: The ordinary resolution no. 2 was unanimously passed by members

ORDINARY RESOLUTION NO 3 : TO CONSIDER & ADOPT THE AUDITOR'S REPORT AND AUDITED FINANCIAL STATEMENTS (i.e. CASH FLOW STATEMENT, BALANCE SHEET, INCOME & EXPENDITURE AND SCHEDULES) FOR THE YEAR ENDED 31ST MARCH 2023

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED THAT the audited financial statements of the Club as at 31st March 2023, Cash Flow Statement, Income & Expenditure account with Schedules for the year ended 31st March 2023 along with the report of the Board of Directors, Auditors Report thereon as placed before the meeting be and are hereby received, considered, approved and adopted”.

The Auditor's Report and the Audited Financial Statements (i.e., Cash Flow Statement, Balance Sheet, Income & Expenditure and Schedules) for the year ended 31st March 2023 was presented, discussed and approved by members.

Proposed by. Shri Gurdev Singh Chawla, CA

Seconded by. Shri Sharad Kumar Mishra, CA

Decision: The ordinary resolution no. 3 was unanimously passed by members

ORDINARY RESOLUTION NO. 4: Appointment of Statutory Auditor

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

‘RESOLVED that pursuant to the provisions of section 139 of the Companies Act, 2013 M/s **REETESH AGARWAL & ASSOCIATES , (FRN: 012593C), Chartered Accountants, BAREILLY** be and are hereby appointed as Statutory Auditors of the Club, to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting of the Club to be held in the year 2028 on such remuneration as shall be fixed by Board of Directors of the Company.’

Proposed by. Shri Kshitij Tandon, CA

Seconded by. Shri Nitish Tandon, CA

Decision: The ordinary resolution no. 4 was unanimously passed by members

AGENDA POINTS NO 3 : SPECIAL BUSINESS

SPECIAL RESOLUTION NO. 1:

TO CONSIDER ENHANCEMENT IN PERMANENT MEMBERSHIP DONATION

To consider and, if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:

RESOLVED THAT pursuant to provisions of Section 14 of the Companies Act, 2013, the consent of the members of the club be and is hereby granted to amend the existing clauses of Serial No.13 (a), (b), (c) & (d) of Annexure III of the Articles of Association as follows **to be effective from 01st April 2024** as follows:

FOR

The Capital Contribution (Entrance fee/Donation) payment for permanent member shall be as under to be effective from 01-04-2019

"(a) The Defence /Govt Class I Gazetted Officers and such Retired Officers (Ladies / Gents) to pay Rs. 24,750.00 (Rs. twenty four thousand seven hundred fifty only) as one time non refundable Donation.

(b) The Civil Candidates to pay Rs 8,25,000/- (Rs eight Lac twenty five thousand only) as one time donation (non refundable) in three installments as under:-

- (i) Rs 82,500/- (Rs eighty two thousand five hundred only) along with Application Form.
- (ii) Rs 4,12,500/- (Rs four lacs twelve thousand five hundred only) on becoming Interim Member (refundable in case not granted Permanent Membership).
- (iii) Rs 3,30,000/(Rs three lacs thirty thousand only) on becoming Permanent Member.

(c) Sons/ **Daughters** (may or may not be a dependent member upto the age of 35 years) of existing Permanent Members (**Being permanent member for not less than 10 years**, this clause will however not be applicable for Class I Gazetted officers officers and Defence officers) to pay Rs.2,47,500/- (Rs.Two lac forty seven thousand five hundred only) (30% of Rs.8,25,000/-) as one time Donation (non- refundable) in three installments as under:-

- (i) Rs.75000/- (Rs.Seventy five thousand only) along with application form.
- (ii) Rs.1,25,000/- (Rs.One Lac twenty five thousand only) on becoming interim member (refundable in case not granted permanent membership).
- (iii) Rs.47,500/- (Rs.Forty seven thousand five hundred only) on be coming Permanent member.

(d) The Civil candidates will also have an option of deferred payment to pay Rs.8,25,000/- (Rupees eight lac twenty five thousand only) as one time Entrance Fee/Donation (non-refundable) **on an additional payment of Rs.20,000/-(Rupees twenty thousand only)**. Total amount to be paid will be Rs.8,45,000/-(Rupees eight lac forty five thousand only) In three installments as under:-

- (i) Rs.82,500/- (Rupees eighty two thousand five hundred only) along with Application form.
- (ii) **Rs.4,32,500/- (Rupees Four lac thirty two thousand five hundred only)** on becoming interim member.(Refundable in case not granted Permanent Membership after deducting 20% Administrative Charges)
- (iii) **Rs.3,30,000/- (Rupees three lac thirty thousand only)** within **three MONTHS** of becoming interim member.

READ: S.NO. 13

The Capital Contribution (Entrance fee/Donation) payment for admission as permanent member of Bareilly Club Limited shall be as under **to be effective from 01-04-2024**

(a) The Defence /Govt Class I Gazetted Officers and such Retired Officers (Ladies / Gents) to pay Rs. 31000.00 (Rs. THIRTY ONE THOUSANDS only) as one time Capital Contribution (Entrance fee/Donation).

(b) The Civil Candidates to pay Rs 10,31,000/- (Rs TEN LACS THIRTY ONE THOUSANDS only) as one time Capital Contribution (Entrance fee/Donation) in three installments as under:-

- (i) Rs 103100/- along with Application Form.
- (ii) Rs 5,15,500 **within 15 days on approval by screening Sub-Board** (refundable in case not approved by the Board of Directors after deducting 20% Administrative Charges).
- (iii) Rs 4,12,400 **within 15 days on approval by Board of Directors.**

(c) Sons/ **Daughters** (married/unmarried upto the age of 35 years) of existing Permanent Members (**Being permanent member for not less than 10 years**, this clause will however not be applicable for Govt Class I Gazetted Officers and Defence officers) to pay **50% of amount** mentioned in S.NO. 13(b) above as one time Capital Contribution (Entrance fee/Donation; non- refundable) in three installments as under:-

(i) 10% of Total amount along with application form.

(ii) 50% of Total amount **within 15 days on approval by screening Sub-Board** (refundable in case not approved by Board of Directors after deducting 20% Administrative Charges).

(iii) 40% of Total amount **within 15 days on approval by the Board of Directors**.

(d) The Civil candidates will also have an option of deferred payment to pay amount mentioned in S.NO. 13(b) above as one-time Capital Contribution (Entrance fee/Donation) (non-refundable) **on additional payment of Rs. 20,000/- (Rupees twenty thousand only)**. Total amount can be paid in three instalments as under:-

(i) 10% of Total amount along with application form.

(ii) 50% of Total amount **within 15 days on approval by screening Sub- Board** (refundable in case not approved by Board of Directors after deducting 20% Administrative Charges).

(iii) 40% of Total amount within **three MONTHS on approval by the Board of Directors**.

Any person applying for permanent membership under aforesaid S.no 13(a), (b), (c), (d) of Annexure III shall be deemed to have been provisionally granted such membership contingent to not being the subject of any complaint during a probationary period of 90 days. Subsequent to completion of such unblemished period of 90 days, the applicant shall be granted regular permanent membership.

Explanatory Statement under Section 102(1) of the Companies Act, 2013, to be passed in the Annual General Meeting of the members of BAREILLY CLUB LIMITED., held on the 8th Day of December 2023:

TO CONSIDER ENHANCEMENT IN PERMANENT MEMBERSHIP DONATION

Membership donation was last increased in AGM 2018.

In the last 5 years, a host of infrastructural developments like plunge bath, indoor badminton court, new party halls (Gazebo, Cloud 9), Gym, renovated Bar rooms/guest rooms etc., has taken place involving substantial capital expenditure.

Therefore, in order to make up for such heavy capital outflow and augment the Club corpus, it is proposed to enhance the Entrance donation by 25% for each respective category w.e.f. 01-04-2024.

It is also proposed to increase donation from 30% to 50% for dependent membership under permanent category for two dependents.

The Board of Directors of the Club recommends that the Special Resolution(s) as set out in the accompanied Notice be considered for approval of the Members.

The Directors of the Club, Honorary Secretary or their Relatives are neither concerned, interested or have stake in the proposed Resolution

DEBATE:

Mr. Yogendra Saxena, Architect raised objection in raising donation for dependent category.

Mr. Sharad Kumar Mishra, CA advises not to change donation for dependent category as it will automatically increase proportionately, if permanent membership got enhanced.

Mr. Rajeev Gupta proposes to keep the status Quo and should not increase any donation fee.

Lt Col C Tonsing with the permission of Chairman submitted his views- to increase Permanent membership donation by Rs. One Lacs only.

Mr. Anant Bir Singh appreciates the resolution and inform members that keeping in view the Infrastructure projects, more funds will be needed in future.

Chairman suggest members that if we need world class facilities then we need to pay something more than before. We are spending so much money on infra development to make this club more Elite than before. If we do not increase donation then our financial system could be collapsed and infrastructure projects would be restricted.

Proposed by. Er. Shri Sudhir Gupta .

Seconded by. Er. Shri K.B. Agarwal.

Decision: After detailed discussion, the special resolution no. 1 was passed with modifications as follows.

READ: S.NO. 13

The Capital Contribution (Entrance fee/Donation) payment for admission as permanent member of Bareilly Club Limited shall be as under **to be effective from 01-04-2024**

(a) The Defence /Govt Class I Gazetted Officers and such Retired Officers (Ladies / Gents) to pay **Rs. 27,750** (Rs. TWENTY SEVEN THOUSANDS SEVEN HUNDRED FIFTY ONLY) plus applicable govt. taxes as one time Capital Contribution (Entrance fee/Donation).

(b) The Civil Candidates to pay **Rs 9,25,000/-** (Rs NINE LACS TWENTY FIVE THOUSANDS only) plus applicable govt. taxes as one time Capital Contribution (Entrance fee/Donation) in three instalments as under:-

(i) Rs 92,500 plus applicable govt. taxes along with Application Form (non-refundable).

(ii) Rs 4,62,500 plus applicable govt. taxes **within 15 days on approval by screening Sub-Board** (refundable in case application not approved by the Board of Directors after deducting 20% Administrative Charges and govt. taxes).

(iii) Rs 3,70,000 plus applicable govt. taxes **within 15 days on approval by Board Of Directors.**

(c) Sons/ **Daughters** (married/unmarried upto the age of 35 years) of existing Permanent Members (**Being permanent member for not less than 10 years**, this clause will however not be applicable for Govt Class I Gazetted Officers and Defence officers) to pay **30% of amount** mentioned in S.NO. 13(b) above as one time Capital Contribution (Entrance fee/Donation; non-refundable) in three instalments as under:-

(i) 10% of Total amount plus applicable govt. taxes along with application form.

- (ii) 50% of Total amount plus applicable govt. taxes **within 15 days on approval by screening Sub-Board** (refundable in case application not approved by Board of Directors after deducting 20% Administrative Charges and govt. taxes).
- (iii) 40% of Total amount plus applicable govt. taxes **within 15 days on approval by the Board of Directors.**

(d) The Civil candidates will also have an option of deferred payment to pay amount mentioned in S.NO. 13(b) above as one time Capital Contribution (Entrance fee/Donation) (non-refundable) **on additional payment of Rs.20,000/- (Rupees twenty thousand only).** Total amount can be paid in three installments as under:-

- (i) 10% of Total amount plus applicable govt. taxes along with application form.
- (ii) 50% of Total amount plus applicable govt. taxes **within 15 days on approval by screening Sub-Board** (refundable in case not approved by Board of Directors after deducting 20% Administrative Charges).
- (iii) 40% of Total amount plus applicable govt. taxes **within three MONTHS on approval by the Board of Directors.**

Any person applying for permanent membership under aforesaid S.no 13(a), (b), (c), (d) of Annexure III shall be deemed to have been provisionally granted such membership contingent to not being the subject of any complaint during a probationary period of 90 days. Subsequent to completion of such unblemished period of 90 days, the applicant shall be granted regular permanent membership.

SPECIAL RESOLUTION NO. 2:

TO CONSIDER CONSTRUCTION OF MULTI ACTIVITY CENTER

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Special Resolution :

‘RESOLVED THAT Pursuant to provisions of section 14 of the Companies Act, 2013 and clause no. 9 of Annexure VIII of Articles of Association of the club and other applicable provisions, if any, of the Companies Act, 2013, the consent of the members of the club be and is hereby granted for **construction of covered Multi Activity center cum convention hall with all the necessary** facilities having estimated cost of **Rs. 150 Lacs+GST @18%** .

RESOLVED LASTLY THAT for the purpose of giving effect to the aforesaid Resolution, the Board/ Building Sub Committee of the Board be and is hereby authorized to do all such acts, deeds, matters and things whatsoever including settling any question, doubt or difficulties that may arise with regard to or in relation to the **construction of covered Multi Activity center cum convention hall with all the necessary** facilities and to accept and execute on behalf of the Club, any contract/agreement ,conditions, modifications, alterations, changes, variations in this regard and which the Board / Building Sub Committee of the Board in its discretion thinks fit and proper.

Explanatory Statement under section 102(1) of the Companies Act , 2013, (annexed to notice), to be Passed in the Annual general meeting of the members of BAREILLY CLUB LIMITED held on 8th Day Of December 2023.

TO CONSIDER CONSTRUCTION OF MULTI ACTIVITY CENTER

Proposed Multi Activity Center will be used variously as Banquet hall, convention hall or Auditorium on requirement basis.

In keeping with the requirements of modern amenities available in the city and in other clubs of the country there is a justified need to add such infrastructure to the club facilities

The Board of directors of the club in their meeting decided to add such infrastructure to the club facilities and therefore willing to **construct multi activity center** having estimated cost of **Rs. 150 lacs+GST @18%** .

Since the estimated amount of Rs. 150 Lacs+GST @18% is more than the financial powers of Board of Directors i.e 24 Lacs , the same is required be passed by members in General meeting .

The Board of Directors of the Club recommends the Special Resolution(s) as set out in the accompanied Notice for approval of the Members.

The Directors of the Club , Hony. Secretary or their Relatives are not concerned or interested in the proposed Resolution

DEBATE:

Mr. Sandeep Tandon raises his concern that Bareilly Club comes under BDA and Green Belt, we should not execute any Construction project without Govt. approval .

Mr. Rajesh Yadav, Advocate advised that blue print of proposed building should be circulated to all concerned Govt. authorities for their approval.

Mr. Sharad Mishra, CA advised that keeping in view the increased strength of members in club functions there is need to **construct multi activity centre** with necessary facilities

Chairman assured all members that **construction of multi activity center** will be done after taking all the required permissions from Govt.

Proposed by. Shri Rajesh Yadav, Advocate.

Seconded by. Shri Sharad Kumar Mishra, CA.

Decision: After discussion, the special resolution no. 2 was passed with modification as follows :

TO CONSIDER CONSTRUCTION OF MULTI ACTIVITY CENTER

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Special Resolution:

‘RESOLVED THAT Pursuant to provisions of section 14 of the Companies Act, 2013 and clause no. 9 of Annexure VIII of Articles of Association of the club and other applicable provisions, if any, of the Companies Act, 2013, the consent of the members of the club be and is hereby granted for **construction of covered Multi Activity centre cum convention hall with all the necessary** facilities having estimated cost of **Rs. 150 Lacs+GST @18%**.

RESOLVED FURTHER THAT any inflation in aforesaid estimate shall be allowed subject to approval by Board of Directors

RESOLVED LASTLY THAT for the purpose of giving effect to the aforesaid Resolution, the Board/ Building Sub Committee of the Board be and is hereby authorized to do all such acts, deeds, matters and things whatsoever including settling any question, doubt or difficulties that may arise with regard to or in relation to the **construction of covered Multi Activity centre cum convention hall with all the necessary** facilities and to accept and execute on behalf of the Club, any contract/agreement ,conditions, modifications, alterations, changes, variations in this regard and which the Board / Building Sub Committee of the Board in its discretion thinks fit and proper.

SPECIAL RESOLUTION NO. 3:

TO CONSIDER AMENDMENT IN SHORT DURATION MEMBERSHIP

To consider and, if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:

'RESOLVED THAT Pursuant to provisions of Section 14 of the Companies Act, 2013, the consent of the members of the club be and is hereby granted to amend S.NO. 8 of Annexure II of the Articles of Association as follows:

FOR: ANNEXURE II, S.NO. 8, SHORT DURATION MEMBERSHIP

Such of the senior representative who are not covered under S.no. 7 above, may be granted membership on application to the BOARD OF DIRECTORS subject to payment of the following:

- (a) Entrance Donation - Rs 6,000.00
- (b) Development Fund - Rs 3,000.0
- (c) Security Deposit - Rs 1,000.00 (Refundable)

Such members, however, shall lose their membership after expiry of 3 years or upon transfer from the station whichever is earlier. If they are not transferred from the station on expiry of a period of 3 years and so desire, they may apply afresh on fresh Application Form with full Entrance Donation and Development Fund for another period of 03 years or upon transfer from the station whichever is earlier. They shall have all the responsibilities and obligations towards the Club but without voting rights.

READ : ANNEXURE II, S.NO. 8, SHORT DURATION MEMBERSHIP

Govt. Class I Gazetted officers , Reputed Elite persons may be granted short duration membership subject to approval by the BOARD OF DIRECTORS on payment of the following:

- (a) Entrance Donation - Rs 7500.00
- (b) Development Fund - Rs 3,750.00
- (c) Security Deposit - Rs 5,000.00 (Refundable)
- (d) Two Years Civil Member Annual Subscription in advance

Such members, however, shall lose their membership after expiry of 3 years or upon transfer from the station whichever is earlier. If they are not transferred from the station on expiry of a period of 3 years and so desire, they may apply afresh on fresh Application Form with full Entrance Donation and Development Fund for another period of 03 years or upon transfer from the station whichever is earlier. They shall have all the responsibilities and obligations towards the Club but without voting rights.

Explanatory Statement under section 102(1) of the Companies Act , 2013, (annexed to notice), to be Passed in the Annual general meeting of the members of BAREILLY CLUB LIMITED held on 8th Day Of December 2023.

TO CONSIDER AMENDMENT IN SHORT DURATION MEMBERSHIP

The Capital Contribution (Entrance fee/Donation) for permanent members has been increased many times but there is no increment in entrance donation or other charges in short duration membership.

It is proposed to widen scope of short duration membership by allowing Govt. Class I Gazetted officers and Reputed Elite persons

It is also proposed to collect annual subscription equivalent to two years Civil Member Annual Subscription in advance to augment financial resources of the club

The Board of Directors of the Club recommends the Special Resolution(s) as set out in the accompanied Notice for approval of the Members.

The Directors of the Club, Hony. Secretary or their Relatives are not concerned or interested in the proposed Resolution.

DEBATE:

Shri Sharad Kumar Mishra, CA asked for definition of 'Reputed Elite persons'.

Chairman explained that by 'Reputed Elite persons' we mean any National Awardee like Padma Vibhushan or other awards of National importance.

Proposed by. Shri Sharad Kumar Mishra CA

Seconded by. Shri Rajesh Yadav, Advocate.

Decision: After discussion, the special resolution no. 3 was passed with modification as follows :

READ : ANNEXURE II, S.NO. 8, SHORT DURATION MEMBERSHIP

Govt. Class I Gazetted officers , Reputed Elite persons may be granted short duration membership subject to approval by the BOARD OF DIRECTORS on payment of the following:

- (a) Entrance Donation - Rs 6,500
- (b) Development Fund - Rs 3,500.00
- (c) Security Deposit - Rs 10,000.00 (Refundable)

Such members, however, shall lose their membership after expiry of 3 years or upon transfer from the station whichever is earlier. If they are not transferred from the station on expiry of a period of 3 years and so desire, they may apply afresh on fresh Application Form with full Entrance Donation and Development Fund for another period of 03 years or upon transfer from the station whichever is earlier. They shall have all the responsibilities and obligations towards the Club but without voting rights.

SPECIAL RESOLUTION NO. 4:

AMENDMENT IN CONTRIBUTION FOR CLUB MAJOR FUNCTIONS

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Special Resolution:

RESOLVED THAT pursuant to provisions of section 14 of the Companies Act, 2013 , the consent of the members of the club be and is hereby granted to amend the existing clause of Serial No. 21 of Annexure II of Articles of Association as follows :-

FOR :

Contribution from members for two major functions i.e. New Year's Eve Celebrations and May Queen Ball-cum-Personality contest to be levied as under:-

- (a) Contribution by Defence Services Members including dependents Rs 100/- each function.
- (b) Contribution by Civil Members including dependents Rs 200/- each function.
- (c) Contribution amount may be reviewed periodically by the Management depending upon the sponsorship received and prevailing inflationary trends.

Entry to the above functions to be valid on membership cards only. The absentee Members desirous of attending these functions should inform the Club office in writing well in advance who are to pay contributions as applicable to respective categories.

READ :

Contribution from members for major functions i.e. New Year's Eve Celebrations , May Queen Ball-cum-Personality contest etc... to be levied as under:-

- (a) Contribution by Defence Services Members including dependents **Rs 200/-** each function.
- (b) Contribution by Civil Members including dependents **Rs 400/-** each function.
- (c) Contribution amount may be reviewed periodically by the Management depending upon the sponsorship received and prevailing inflationary trends.

Entry to the above functions to be valid on membership cards only. The absentee Members desirous of attending these functions should inform the Club office in writing well in advance who are to pay contributions as applicable to respective categories.

Explanatory Statement under section 102(1) of the Companies Act , 2013, (annexed to notice), to be Passed in the Annual general meeting of the members of BAREILLY CLUB LIMITED held on 8th December 2023 .

AMENDMENT IN CONTRIBUTION FOR CLUB MAJOR FUNCTIONS

The above hike in Contribution from members for club major functions i.e. New Year's Eve Celebrations May Queen Ball-cum-Personality contest etc is necessary to meet increasing cost of food and function arrangements of high standard.

The Board of Directors of the Club recommends the Special Resolution(s) as set out in the accompanied Notice for approval of the Members.

The Directors of the Club or their Relatives are not concerned or interested in the proposed Resolution(s).

DEBATE :

Mr. Yogendra Saxena, Architect with the permission of Chairman submitted his views- that if any member is out of station and inform in writing to the club secretary , then such member should not be required to contribute for such function.

Mr. Sharad Mishra, CA proposes to remove words "DEPENDENTS" as charges are for members only.

Proposed by. Shri Sharad Kumar Mishra CA

Seconded by. Shri Yogendra Saxena, Architect

Decision: After discussion, the special resolution no. 4 was passed with modification as follows :

READ :

Contribution from members for major functions i.e. New Year's Eve Celebrations , May Queen Ball-cum-Personality contest etc... to be levied as under:-

- (a) Contribution by Defence Services Members **Rs 200/-** for each function.
- (b) Contribution by Civil Members **Rs 400/-** for each function.
- (c) Contribution amount may be reviewed periodically by the Management depending upon the sponsorship received and prevailing inflationary trends.

Entry to the above functions to be valid on membership cards only. The absentee Members desirous of attending these functions should inform the Club office in writing well in advance who are to pay contributions as applicable to respective categories.

If any member is out of station and inform in writing to the club secretary , then such member should not be required to contribute for such function.

SPECIAL RESOLUTION NO. 5:

TO CONSIDER AMENDMENT IN EMPLOYEE CASUALTY FUND

'RESOLVED THAT Pursuant to provisions of Section 14 of the Companies Act, 2013, the consent of the members of the club be and is hereby granted to amend S.no. 18 of Annexure III of the Articles of Association as follows:

FOR: Annexure III, S.no.18 : EMPLOYEE CASUALTY FUND

Employee Casualty fund will be charged from all the members i.e Defence Service Officers/Civil Class I Gazetted Officers and from Civil Members as per recommendation of the Board of Directors from time to time from 01-01-2020 onwards as follows :

- (a) Rs. 100 per member for severe injury of club employee
- (b) Rs. 200 per member for fatal injury of club employee

READ: Annexure III, S.no.18 : EMPLOYEE CASUALTY FUND

Employee Casualty fund will be charged from all the members i.e Defence Service Officers/Civil Class I Gazetted Officers and from Civil Members on annual basis w.e.f. 01-4-2024 as follows :

- (a) Rs. 150 per member for severe injury of club employee
- (b) Rs. 300 per member for fatal injury of club employee

Explanatory Statement under section 102(1) of the Companies Act , 2013, to be Passed in the Annual general meeting of the members of BAREILLY CLUB LIMITED to be held on 8th Day Of December 2023.

Employee casualty fund was created by approval of AGM 2019 to help club employees and their family members in an emergency situation i.e severe injury / Death

Keeping in view the increased cost of living and to arrange suitable funds to provide financial help to the family members of employees who meet severe injury / death during service it is proposed to contribute to such fund on annual basis by increasing amount by 50% .

The Board of Directors of the Club recommends the Special Resolution(s) as set out in the accompanied Notice for approval of the Members.

The Directors of the Club, Hony. Secretary or their Relatives are not concerned or interested in the proposed Resolution.

DEBATE:

CA Sharad Kumar Mishra, Senior member with the permission of Chairman submitted his views to enhance contribution by atleast 100% as cost of treatment has been increased tremendously.

Shri Sandeep Tandon, Senior member with the permission of Chairman submitted his views to take medical insurance and group life insurance policies for every employee.

Proposed by. Shri Sandeep Tandon.

Seconded by. Shri G.S. Chawla, Advocate

Decision: After discussion, the special resolution no. 5 was passed with modification as follows :

READ: Annexure III, S.no.18 : EMPLOYEE CASUALTY FUND

Employee Casualty fund will be charged from all the members i.e Defence Service Officers/Civil Class I Gazetted Officers and from Civil Members on annual basis w.e.f. 01-4-2024 as follows :

- (a) Rs. 200 per member for severe injury of club employee**
- (b) Rs. 400 per member for fatal injury of club employee**

Out of above fund collection, the employees will be benefitted as per approval of board of director

SPECIAL RESOLUTION NO 6:

TO CONSIDER AMENDMENT IN POWER OF BOARD OF DIRECTORS

To consider and, if thought fit, to pass with or without modification(s) the following resolution as an Special Resolution:

‘RESOLVED THAT pursuant to provisions of section 14 of the Companies Act, 2013 , the consent of the members of the club be and is hereby granted to amend serial no. 09(c) of Annexure VIII of Articles of Association as follows :

FOR :

Annexure VIII, S.NO. 9 (c)

The BOARD OF DIRECTORS is empowered to spend upto a sum of Rs. 20 Lacs per annum per project for smooth running of the club with margin of 20% per project. For expenditure consisting of Renovation & Modifications above Rs. 24 Lacs , the BOARD OF DIRECTORS has to take approval from AGM / EGM.

READ :

Annexure VIII S.NO. 9 (c)

The BOARD OF DIRECTORS is empowered to spend upto a sum of Rs. 30 Lacs per annum per project for smooth running of the club with margin of 20% per project. For expenditure consisting of Renovation & Modifications above Rs. 36 Lacs , the BOARD OF DIRECTORS has to take approval from AGM / EGM.

RESOLVED further that pursuant to section 117(3) of the Companies Act, 2013, Directors of the company be & is hereby severally authorized to give intimation to the Registrar of Companies about change in Articles of Association by digitally signing & filing necessary E-form MGT-14 and other documents and to do all such acts and things as may be deemed necessary in this regard.”

Explanatory Statement under section 102(1) of the Companies Act , 2013, (annexed to notice), to be Passed in the Annual general meeting of the members of BAREILLY CLUB LIMITED held on 8th Day Of December 2023. .

SPECIAL RESOLUTION NO 6:

TO CONSIDER AMENDMENT IN POWER OF BOARD OF DIRECTORS

Financial powers of the Board was last enhanced by AGM 2019

Presently The BOARD OF DIRECTORS is empowered to spend upto a sum of Rs. 24 Lacs per project and For expenditure above Rs. 24 Lakhs, per project the BOARD OF DIRECTORS has to take approval from AGM / EGM.

Keeping in view the increasing cost of construction and furnishing , it is necessary to empower Board for spending atleast Rs. 30 Lacs + 20% per project so that necessary renovation and construction could be done smoothly and timely to benefit all the members of the club.

The Board of Directors of the Club recommends the Special Resolution(s) as set out in the accompanied Notice for approval of the Members.

The Directors of the Club, Hony. Secretary or their Relatives are not concerned or interested in the proposed Resolution.

DEBATE :

Shri Sandeep Tandon, Senior member with the permission of Chairman submitted his views that there should be some restrictions on number of infra projects executed in a year to maintain corpus in good shape.

Chairman explained the members that any procurement / project are being undertaken after pre approval of AGM/Board of directors meeting, keeping in mind necessity of members and fund availability in the club corpus

Proposed by. Er. Shri K.B. AGARWAL .

Seconded by. Shri Kshitij Tandon, CA

Decision: After discussion, the special resolution no. 6 was unanimously passed by members

SPECIAL RESOLUTION NO. 7:

TO CONSIDER AMENDMENT IN BUILDING MAINTENANCE FUND

'RESOLVED THAT Pursuant to provisions of Section 14 of the Companies Act, 2013, the consent of the members of the club be and is hereby granted to amend S.no. 2 of Annexure II of the Articles of Association as follows w.e.f. 01-4-2024 :

FOR: Annexure II, S.no.2(d)

Building Maintenance Fund : Rs. 200 per annum per member (all categories)

READ: Annexure II, S.no.2(d)

Building Maintenance Fund : Rs. 400 per annum per member (all categories)

Explanatory Statement under Section 102(1) of the Companies Act, 2013, to be passed in the Annual general meeting of the members of BAREILLY CLUB LIMITED held on 08-12-2023

To meet increasing maintenance costs, it is proposed to increase Building Maintenance Fund charges from Rs. 200 to Rs. 400 /- per annum per member.

The Board of Directors of the Club recommends that the Special Resolution(s) as set out in the accompanied Notice be considered for approval of the Members.

The Directors of the Club, Honorary Secretary or their Relatives are neither concerned, interested or have stake in the proposed Resolution.

Proposed by. Er. Shri K.B. AGARWAL .

Seconded by. Shri Sharad Kumar Mishra CA

Decision: After discussion, the special resolution no. 7 was unanimously passed by members

AGENDA POINT NO. 4

TO CONSIDER RESOLUTIONS MOVED BY THE MEMBERS WITH PRIOR NOTICE OF 14 DAYS. **NIL.**

Suggestions from members:

(a) Architect Shri Raj Goel, requested the Chairman to restrict use of high-volume music and D.J., creating problem to the people residing near Bareilly Club.

Er. Shri Sudhir Gupta informed about Supreme Court ruling that playing music beyond 74 decibel is not allowed.

Chairman assured that number of high music incidents are significantly reduced and will bring it to nil by black listing non-complaint DJ players for particular period of time.

(b) Er. Shri Sudhir Gupta suggested to move towards Green energy by installing Solar Panels, by inviting some CSR Funds from Companies.

Chairman appreciated the proposal and requested Er. Shri Sudhir Gupta to arrange some CSR funds for the Bareilly Club.

(c) Shri Sharad Kumar Mishra CA suggest to increase seating capacity in club major functions. He suggest to shift Billiard and card room to some other suitable place.

Chairman informed the house that there are many regular members coming for Billiard and card room and they may have issues if Billiard and card room get shifted to some far area.

We can think to shift only when number of people coming for Billiard and card room get reduced

(d) Shri Rajesh Singh Yadav, Advocate suggested that there should be a wash basin near dining hall . He also suggested that there should be washroom facilities in Bareilly Club Mela ground.

(e) Er. Shri Sudhir Gupta suggested to start running hobby club having yoga & music learning facilities .

The Chairman informed the House that the suggestions for the betterment of Club would be implemented after discussion in the meeting of Board of Directors.

The Chairman thanked all the above-mentioned members for their valuable suggestions that manifested their proactive ownership of the Club.

VOTE OF THANKS

Vote of thanks was given by Shri Anant Bir Singh, veteran member of Bareilly Club as follows :

"Good Morning dear members!

"The old order changeth, yielding place to new," as Alfred Lord Tennyson eloquently put it in his classic epic, "King Arthur."

Yet, as we stand here today, the same old figure with the grey beard addresses you—renewed, reinvigorated, like all other members from the old block, with a fresh enthusiasm and yet another dream to realize.

Each year marks a new beginning, a new pledge, a new dream to chase. Standing at the forefront, much like in numerous military operations that adorned his chest with decorations, is our Chairman of the Board, Brig Maneesh Kukrety, SM**. On behalf of the board and club members, I extend our heartfelt thanks for embodying the vision of 2023.

Bareilly Club's continual growth, the addition of new facets year after year, and the maintenance of its decorum are credited to your guidance, Brig Maneesh Kukrety, SM**. Let's express our gratitude with a round of applause for the astute leadership extended by the Chairman.

Thank you, gentlemen.

Now, guiding us from the civilian community once again is Mr. Raja Chawla. In the words of a Sufi poet "Itafak apni jagah, khush kismati apni jagah, khud banata hai jahan mein aadmi apni jagah." Mr. Raja Chawla's consistent re-election speaks volumes about his dedicated service and vision for the club. Thank you, Mr. Raja Chawla, for leading the civilian board with renewed energy.

I extend our gratitude to the outgoing board of directors for their dedicated service under their chairman. We appreciate the efficient and dedicated service of Lt Col Kartikeyan Rao, the outgoing secretary, whose contributions will be etched in the annals of the club's history.

A special acknowledgment goes to the company secretary, auditors, and all who diligently maintained the club's records and conducted its affairs above board, meeting statutory requirements.

"It is not joy that makes us grateful; it is gratitude that makes us joyful." With joyous gratitude, on behalf of the board, old and new, I extend our thanks to the service staff. Please join me in acknowledging the unstinted and loyal service, ensuring the best clubbing experience for us, our families, and guests.

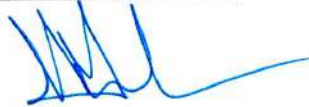
Thank you, members, for contributing to the merry making during the AGM 2023, which we conclude now.

At the end, the Chairman thanked all the members present for their attendance and active participation and declared the AGM-2023 closed at 2.30 PM on 08-12-2023.



(C Tonsing)
Lt Col
Hony Secretary
Bareilly Club Limited

COUNTERSIGNED



(Maneesh Kukrety)
Brig
Chairman
Bareilly Club Limited