

Notice for the 61st Annual General Meeting

"NOTICE is hereby given that the Sixty-First Annual General Meeting of the Club will be held on Saturday, the 28 September, 2024 at 4.00 p.m. at Club Premises at Sardar Patel Stadium, Ahmedabad-380 014 to transact the following business:

ORDINARY BUSINESS

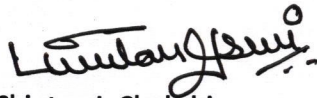
1. To receive and adopt the Sixty-First Annual Report of the Board of Directors, the Auditor's Report and the Audited Statement of Accounts for the year ended on 31 March, 2024.
2. To appoint Auditors for the year 2024-25 and fix their remuneration and in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

RESOLUTION

"RESOLVED THAT pursuant to the provisions of section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Audit and Auditors) Rule, 2014 (the Rules), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s. Ramanlal G. Shah & Co., Chartered Accountants, Ahmedabad (Firm Registration Number: 108517W) be and are hereby appointed as Statutory Auditors of the Club for the year 2024-25, from the conclusion of the 61st Annual General Meeting till the conclusion of the 62nd Annual General Meeting on such remuneration as may be mutually agreed between the Board of Directors and the Auditors."

3. To elect 6 (six) members of the Board of Directors in place of persons who retires by rotation and being eligible, offers themselves for re-appointment.

By order of the Board,



Chintan J. Chokshi

Hon. Secretary

(DIN 02899112)

Ahmedabad, August 24, 2024



The Sports Club of Gujarat Ltd.
Sardar Patel Stadium, Navrangpura, Ahmedabad - 380 014 (India)
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CIN No. U92411GJ1963PLC001183



Notes:

- A MEMBER IS NOT ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AT THE ANNUAL GENERAL MEETING.**
- Every member shall compulsorily cast his vote for exact 6 candidates, neither more nor less on item No. 3, through remote e-voting or e-voting process during AGM to elect 6 directors, otherwise the votes cast on the item shall be considered as invalid.
- Members shall have the option to vote either electronically ("e-voting") before the AGM ("remote e-voting") or through Ballot paper during the AGM. In compliance with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 and any amendments thereto, Secretarial Standard on General Meetings ("SS-2").
- The Club has engaged the services of Central Depository Services (India) Limited ("CDSL") as the Authorised Agency to provide remote e-voting facility (i.e. the facility of casting votes by a Member by using an electronic voting system from a place other than the venue of a General Meeting). Necessary arrangements have been made by the Company with CDSL to facilitate remote e-voting prior AGM.
- The cut-off date for the purpose of remote e-voting is Saturday, 21 September, 2024. A person whose name is recorded in the Register of Members on the cut-off date shall be entitled to avail the facility of voting through Remote E-voting. We request all the members whose e-mail id are not registered with the club can register by providing details on e-mail id of the club mailbox@sportsclub-gujarat.com with details of the name registered with the club, PAN and membership No. before Saturday, 14 September, 2024 by 5.00 p.m.to enable the club to update the data.
- CDSL shall communicate the procedure of remote e-voting along with log in/password details to the members eligible for remote e-voting through email before commencement of remote e-voting.
- The e-voting period begins on Wednesday, 25 September, 2024 at 9.00 a.m. and ends on Friday, 27 September, 2024 at 5.00 p.m. The e-voting module shall be disabled for voting thereafter.
- Voting for election of the Director shall be by Polling Paper Form MGT 12 [Pursuant to Section 109(5) of the Companies Act, 2013 and rules 21(1)(c) of the Companies (Management and Administration) Rules, 2014] when there are more candidates than the number of seats.
- Members desiring any information pertaining to accounts and resolutions proposed to be passed at the meeting are requested to write to the Hon. Secretary not later than 14 September, 2024.
- All documents referred to the accompanying Notice shall be open for inspection on website of the Club www.sportsclub-gujarat.com up to and including the date of Annual General Meeting of the Company.
- Notice of AGM has been sent through electronic mode to those members whose email addresses are registered with the Club and has also sent through post to all Members of the Club. Members may note that Notice of AGM is also available on the website of CDSL (agency for providing the Remote e-voting facility) i.e. www.evotingindia.com. The Notice calling AGM is also available on the website of the Club at www.sportsclub-gujarat.com.
- The Company has appointed M/s. SPANJ & Associates, a firm of Practicing Company Secretary, Ahmedabad (CP No: 2356), which in the opinion of the Board is a duly qualified firm, as scrutinizer, who will collate the electronic voting process in a fair and transparent manner.



13. The Scrutinizer will within a period not exceeding 48 Hours from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in the employment of the Club and make a Scrutinizer's Report of the votes cast in favour or against, if any, and forward it to the President of the Club.
14. The results declared along with the scrutinizer's report, will be hosted on the website of the Club at www.sportsclub-gujarat.com and on the website of CDSL after the result is declared by the Company.
15. The route map for the venue of the AGM is annexed to the Notice.

THE RULES AND REGULATIONS FOR THE ELECTIONS

1. A Member, who desires to seek election to the office of Director of the Board shall file nomination form prescribed by the Bye-Laws of the Club at the Registered Office of the Club not less than 14 days before the date fixed for Annual General Meeting of the Club along with a deposit of Rs. 1,00,000/- (Rupees One Lakh only) which will be refunded to such member if he succeeds in getting elected as a Director of the Board or gets more than twenty-five per cent of total valid votes cast.
2. The candidate is required to furnish Director Identification Number (DIN) issued by the Ministry of Corporate Affairs and file declaration that he is not disqualified to become a director as required under the provision of section 152(4) of the Companies Act, 2013.
3. The candidate is required to submit completely filled Form DIR-2 (consent to act as director) as prescribed under the Companies Act, 2013 (including rules thereof) along with the candidature for election of Director.
4. The candidate is required to furnish declaration as required under the provisions of section 164 of the Companies Act, 2013 read with rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014, the provisions of section 164 of the Companies Act, 2013 relating to the disqualification of appointment of Director are provided in the Nomination Form.
5. In accordance with Article 42(a) of the Articles of Association of the Club, a member having five years of continuous membership of the club shall be eligible to contest for elections for any post.
6. In accordance with Article 42(b) of the Articles of Association of the Club, no member shall be eligible to propose or second a candidate for election unless he/she himself/herself has been a member of the Club for a period of not less than 5 years on the date of the proposal.
7. In accordance with Article 42(c) of the Articles of Association of the Club, No candidate will file his nomination for more than one office.
8. Schedule for election of Directors at the 61 Annual General Meeting:

Date of issuing Nomination Form	Monday, 02 September, 2024
Due date for submission of Nomination Form	Saturday, 14 September, 2024 up to 4.00 p.m.
Due Date for Withdrawal of Nomination Form	Saturday, 21 September, 2024 up to 4.00 p.m.
Cut-off date of membership for remote	
e-voting/ e-voting during AGM	Saturday, 21 September, 2024
E-Voting Start	Wednesday, 25 September, 2024 at 9.00 a.m.
E-Voting Ends	Friday, 27 September, 2024 up to 5.00 p.m.
Election, if any	Sunday, 29 September, 2024



9. The names of members notifying their intention to stand as a Director of the Board shall be placed on the Notice Board of the Club, if there is a contest.

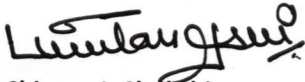
PROCESS AND MANNER FOR MEMBERS OPTING FOR REMOTE VOTING ELECTRONICALLY:

Kindly follow the instructions for members remote voting electronically provided as under

- i. The voting period begins on Wednesday, September 25, 2024 at 9 AM (IST) and ends on Friday, September 27, 2024 at 5 PM (IST). The e-voting module shall be disabled for voting thereafter.
- ii. Voters should log on to the e-voting website www.evotingindia.com during the voting period.
- iii. Click on Shareholders/ Members.
- iv. Enter your User ID:
- v. Next enter the Image Verification as displayed and Click on Login.
- vi. Enter your password
- vii. After entering these details appropriately, click on "SUBMIT" tab.
- viii. Select the EVSN of The Sports Club of Gujarat Limited on which you choose to vote.
- ix. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- x. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xi. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xiii. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

If you have any queries or issues regarding e-Voting from the e-Voting System, you may write an email to helpdesk.evoting@cdslindia.com or contact on 1800 21 09911

By order of the Board,



Chintan J. Chokshi

Hon. Secretary

(DIN 02899112)

Ahmedabad, August 24, 2024

