The Sports Club of Gujarat Ltd.
Sardar Patel Stadium, Navrangpura, Ahmedabad - 380 014 (India)
T: +91 79 26440371/3, 26560597 | F: +91 79 26440514 | Toll Free: 1800 233 7955
E: mailbox@sportsclub-gujarat.com | W: www.sportsclub-gujarat.com
CIN No. U92411GJ1963PLC001183

Sports Club

Notice for the 62nd Annual General Meeting

"NOTICE is hereby given that the Sixty-Second Annual General Meeting of the Club will be held on Saturday, the 2nd August, 2025 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-Second Annual Report of the Board of Directors, the Auditor's Report and the Audited Statement of Accounts for the year ended on 31st March, 2025.

2. To appoint Auditors for the year 2025-26 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 from the conclusion of the 62nd Annual General Meeting till the conclusion of the 63rd 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 retire by rotation and being eligible, offer themselves for re-appointment.

By order of the Board,

Chintan J. Chokshi
Hon. Secretary
(DIN 02899112)
Ahmedabad, July 3, 2025

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Notes:

1. A MEMBER IS NOT ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AT THE ANNUAL GENERAL MEETING.
2. 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.
3. Members shall have the option to cast their votes either electronically ("remote e-voting") prior to the Annual General Meeting (AGM) or through ballot paper during the AGM. This is in accordance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and the Secretarial Standard on General Meetings (SS-2).
4. The Club has engaged Central Depository Services (India) Limited ("CDSL") as the authorised agency to provide the remote e-voting facility—enabling members to cast their votes electronically from a location other than the venue of the General Meeting. Necessary arrangements have been made with CDSL to facilitate remote e-voting prior to the AGM.
5. The cut-off date for the purpose of remote e-voting is Saturday, 26th July, 2025. Only those members whose names appear in the Register of Members as on the cut-off date shall be entitled to vote through remote e-voting. Members who have not registered their e-mail IDs with the Club are requested to do so by sending an e-mail to mailbox@sportsclub-gujarat.com with the following details: name as registered with the Club, PAN, and membership number. The registration must be completed on or before Saturday, 19th July, 2025, by 5:00 p.m. to enable the Club to update its records.
6. CDSL shall communicate the procedure for remote e-voting, along with login credentials (user ID and password), to all eligible members via e-mail prior to the commencement of the remote e-voting period.
7. The remote e-voting period will commence on Wednesday, 30th July, 2025 at 9:00 a.m. and will conclude on Friday, 1st August, 2025 at 5:00 p.m. Upon closure of the remote e-voting period, the e-voting module shall be disabled and no further voting will be permitted.
8. In the event that the number of candidates exceeds the number of available seats, voting for the election of Directors shall be conducted through Polling Paper in Form MGT-12, pursuant to Section 109(5) of the Companies Act, 2013, and Rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014.
9. Members seeking any information relating to the accounts or the resolutions proposed to be passed at the meeting are requested to submit their queries in writing to the Hon. Secretary on or before Saturday, 19th July, 2025.
10. All documents referred to in the accompanying Notice shall be available for inspection on the Club's website, www.sportsclub-gujarat.com, up to and including the date of the Annual General Meeting
11. The Notice of the AGM has been sent electronically to those members whose e-mail addresses are registered with the Club, and by courier to members who have not registered their e-mail addresses. Members may also note that the Notice is available on the website of CDSL (the agency providing the remote e-voting facility) at www.evotingindia.com, as well as on the Club's official website at www.sportsclub-gujarat.com.
12. The Club has appointed M/s. SPANJ & Associates, Practising Company Secretaries, Ahmedabad (CP No.: 2356), as the Scrutinizer to oversee the remote e-voting process in a fair and transparent manner. The Board is of the opinion that the appointed firm is duly qualified to act as the Scrutinizer.
13. The Scrutinizer shall, within a period not exceeding 48 hours from the conclusion of the remote e-voting period, unblock the votes in the presence of at least two witnesses who are not employees of the Club and shall prepare a Scrutinizer's Report on the votes cast in favour or against, if any, and forward the report to the President of the Club.
14. The results declared, along with the Scrutinizer's Report, will be published on the Club's website www.sportsclub-gujarat.com and on the website of CDSL www.evotingindia.com after the results are formally declared by the Club.
15. A route map to the venue of the Annual General Meeting is annexed to this Notice for the convenience of the members.

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THE RULES AND REGULATIONS FOR THE ELECTIONS

1. Any member who wishes to contest the election for the office of Director of the Board must submit the nomination form, as prescribed under the Club's Bye-Laws, at the Registered Office of the Club at least 14 days prior to the date fixed for the Annual General Meeting. The nomination shall be accompanied by a deposit of Rs.1,00,000/- (Rupees One Lakh only), which shall be refunded if the member is elected as a Director or secures more than 25% of the total valid votes cast.
2. The candidate is required to furnish a valid Director Identification Number (DIN) issued by the Ministry of Corporate Affairs and submit a declaration confirming that he is not disqualified from being appointed as a Director, in accordance with the provisions of Section 152(4) of the Companies Act, 2013.
3. The candidate is required to submit a duly completed Form DIR-2 (Consent to Act as Director), as prescribed under the Companies Act, 2013 and the applicable rules, along with their nomination for election to the office of Director.
4. The candidate is required to submit a declaration in accordance with the provisions of Section 164 of the Companies Act, 2013, read with Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014, confirming that he is not disqualified from being appointed as a Director. The relevant provisions of Section 164 regarding disqualifications are provided in the Nomination Form.
5. In accordance with Article 41(c) of the Articles of Association of the Club, a member elected to the Board of Directors shall not be eligible to contest elections for more than five consecutive terms of three years each. However, such a member may become eligible to contest again for the same position after a break of one year following the completion of five consecutive terms.
6. In accordance with Article 42(a) of the Articles of Association of the Club, only a member who has completed five years of continuous membership shall be eligible to contest for election to any post.
7. 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 or she has been a member of the Club for a continuous period of at least five years as on the date of submitting the proposal.
8. In accordance with Article 42(c) of the Articles of Association of the Club, no candidate shall file nomination for more than one office.
9. Schedule for election of Directors at the 62nd Annual General Meeting:

Date of issuing Nomination Form	Wednesday, 09th July, 2025, Monday to Saturday between 10.30 a.m. to 6.30 p.m.
Due date for submission of Nomination Form	Saturday, 19th July, 2025 up to 4.00 p.m.
Due Date for Withdrawal of Nomination Form	Saturday, 26th July, 2025 up to 4.00 p.m.
Cut-off date of membership for remote e-voting/ e-voting during AGM	Saturday, 26th July, 2025
E-Voting Start	Wednesday, 30th July, 2025 at 9.00 a.m.
E-Voting Ends	Friday, 01st August, 2025 up to 5.00 p.m.
Election, if any	Sunday, 03rd August, 2025

10. In the event of a contest, the names of members who have submitted their intention to stand for election as Directors of the Board shall be displayed on the Club's Notice Board.

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, 30th July, 2025 at 9.00 a.m. (IST) and ends on Friday, 1st August, 2025 up to 5.00 p.m. (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.

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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 attending AGM & 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, July 3, 2025