



Notice for the 1st Extraordinary General Meeting of Financial Year 2026-27

“NOTICE is hereby given that the First Extraordinary General Meeting (‘EGM’) for Financial Year 2026-27 of members of The Sports Club of Gujarat Limited will be held on Saturday, the 13th June, 2026 at 4.00 p.m. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) simultaneously allowing physical participation in the meeting at Club Premises at Sardar Patel Stadium, Ahmedabad-380 014 to transact the following business:

SPECIAL BUSINESS

1. To consider and if thought fit, to pass with or without modification the following resolution, proposed as a Special Resolution:

SPECIAL RESOLUTION

“**RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions, if any, of The Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with applicable provisions, if any, contained in the Articles of Association of the Club and subject to the approval of the Registrar of Companies, the consent of the members of the Club, be and is hereby accorded for alteration, amendment and modification of the Clauses of Articles of Association of the Club as per statement showing present article and proposed alteration in the respective clauses of Articles of Association along with rational for alteration specified in the Explanatory Statement attached to and forming part of this Notice .

RESOLVED FURTHER THAT any one out of President and Hon. Secretary of the Club, be and is hereby authorised in his absolute discretion to submit necessary applications and forms to the Registrar of Companies, in requisite e-forms and to do all such acts, deeds and things as may be required to be done in this regard.”

By order of the Board
The Sports Club of Gujarat Limited

A handwritten signature in blue ink, appearing to read 'Chintan J. Chokshi', with a horizontal line underneath.

Chintan J. Chokshi
Hon. Secretary
(DIN 02899112)
Ahmedabad, May 15, 2026



Notes:

- A member is not entitled to appoint a proxy to attend and vote instead of himself/herself at the Extraordinary General Meeting.**
- The Explanatory Statement pursuant to the provisions of section 102 of The Companies Act, 2013 (“the Act”), in respect of the businesses under Item No. 1 of the Notice is annexed hereto.
- The Ministry of Corporate Affairs (“MCA”) vide its general circulars dated April 8, 2020, April 13, 2020, May 5, 2020 and other relevant circulars, the latest being General Circular dated September 22, 2025 (“MCA Circulars for General Meetings”) permitted the holding of the general meetings through VC / OAVM, without the physical presence of the members at a common venue. In compliance with the provisions of the Act, the EGM of the Club is being held through VC / OAVM in addition to physical mode.
- Members shall have the option to vote either electronically (“e-voting”) before the EGM (“remote e-voting”) or through Ballot paper during the EGM. 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 Authorized 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 to EGM.
- The cut-off date for the purpose of remote e-voting is 6th day of June, 2026. 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 30th day of May, 2026 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, 10th June, 2026 at 9.00 a.m. and ends on Friday, 12th June, 2026 at 5.00 p.m. The e-voting module shall be disabled for voting thereafter.
- 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 EGM of the Club.
- Notice of EGM has been sent through electronic mode to those members whose email addresses are registered with the Club and has been also sent through courier to the members whose email addresses are not registered with the Club. Members may note that Notice of EGM is also available on the website of CDSL (agency for providing the Remote e-voting facility) i.e. www.evotingindia.com. The Notice calling EGM 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.



12. 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.
13. The results declared along with the scrutinizer's report, will be hosted on the website of the Club at www.sportsclub-gujarat.com after the result is declared by the Company.
14. The route map for the venue of the EGM is annexed to the Notice.

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, 10th June, 2026 at 9.00 a.m. and ends on Friday, 12th June, 2026 at 5.00 p.m. 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 attending EGM & e-Voting from the e-Voting System, you may write an email to helpdesk.evoting@cdsindia.com or contact on 1800 21 09911.

ROUTE MAP

TO the Venue of EGM of
The Sports Club of Gujarat Ltd.
Sardar Patel stadium, Post: Navjivan,
Ahmedabad -380 014.





EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 1

The Articles of Association of the Club consists of various rules and framework for governance, management and administration of the Club. The Board of Directors at its meeting held on 11th April, 2026 discussed that for giving more flexibility to the members of the Club; to adopt enhanced good governance practices and to adopt more transparent mechanisms in various administration matters, it would be necessary to alter certain clauses of the Articles of Association of the Club. The proposed alteration in the Articles of Association were discussed by the Board and it was decided to amend the certain clauses of Articles of Association. A statement showing the existing clause, the proposed amendment/modification/alteration of Articles of Association and rationale for the proposed alteration of the Articles of Association showing following details is placed before the members for its approval by way of passing a Special Resolution.

EXISTING CLAUSE	PROPOSED AMENDMENT	Rationale for Alteration of Articles
<p>3(D) MEMBER'S SON / DAUGHTER CATEGORY</p> <p>It is also provided that sons / daughters of the existing, past, resigned and deceased member having continuous membership for at least one year may exercise right at any time.</p> <p>The Board of Directors shall have the authority to frame Bye-Laws from time to time for the purpose of giving preference for Ordinary Membership to sons and daughters over the age of 18 years of existing, past, resigned and deceased Ordinary / Life Members of the Club and the entrance fees payable shall be determined by the Board of Directors from time to time but such entrance fees shall not be less than 30% of the prevailing rate of ordinary membership fees of general category.</p> <p>In case where a member who has ceased to be a member for reasons other than death, is readmitted, his / her son or daughter shall be eligible to exercise right of</p>	<p>3(D) MEMBER'S SON / DAUGHTER CATEGORY</p> <p>It is also provided that sons / daughters of the existing, past, resigned and deceased member having continuous membership for at least one year may exercise this right at any time.</p> <p>The Board of Directors shall have the authority to frame Bye-Laws from time to time for the purpose of giving preference for Ordinary Membership to sons and daughters over the age of 18 years of existing, past, resigned and deceased Ordinary / Life Members of the Club and the entrance fees payable shall be determined by the Board of Directors from time to time but such entrance fees shall not be less than 30% of the prevailing rate of ordinary membership fees of general category.</p> <p>In case where a member who has ceased to be a member for reasons other than death, is readmitted, his / her son or daughter shall be eligible to exercise right of membership only after</p>	<p>With the present amendment, the member's son or daughter of readmitted member can apply for Club membership after one year of such cessation instead of five years. Similarly, readmitted member can transfer his/her membership after one year from date of readmission instead of five years.</p>



<p>membership only after completion of five years from readmission date of ceased member.</p> <p>Ceased members being re-admitted, would not be entitled to transfer his/her membership to their sons/daughters or selected relatives as permissible till five years from the date of his/her re-admission.</p>	<p>completion of one year from readmission date of ceased member.</p> <p>Ceased members being re-admitted, would not be entitled to transfer his/her membership to their sons / daughters or selected relatives as permissible till one year from the date of his/her re-admission.</p>	
<p>3(J) SPOUSE MEMBERS</p> <p>On demise of a Club member, a spouse or an unmarried daughter of that member can avail of the Club facilities by becoming a "Spouse Member".</p> <p>Spouse Members shall be admitted as provided hereunder:</p> <p>It shall be competent for the Board of Directors to frame Bye-Laws for "Spouse Members". The spouse member shall not be entitled to receive notice of, or to attend or vote at any General Meeting of the Club or to be elected a Member of the Board of Directors of the Club, or of any sub-committee of the Club. Subject to the above restrictions, Board of Directors shall be competent to determine from time to time the terms of admission of Spouse Members, the entrance fee and subscription, if any, payable by them and their rights and privileges.</p>	<p>3(J) SPOUSE MEMBERS (GYM MEMBERS)</p> <p>On demise of a Club member, a spouse or an unmarried daughter of that member can avail of the Club facilities by becoming a "Spouse Member (Gym Member)".</p> <p>Spouse Members (Gym Members) shall be admitted as provided hereunder:</p> <p>It shall be competent for the Board of Directors to frame Bye-Laws for "Spouse Members (Gym Members)". The Spouse Member (Gym Member) shall not be entitled to surrender membership, receive notice of, or to attend or vote at any General Meeting of the Club or to be elected a Member on the Board of Directors of the Club. Subject to the above restrictions, Board of Directors shall be competent to determine from time to time the terms of admission of Spouse Members (Gym Members), the entrance fee and subscription, if any, payable by them and their rights and privileges.</p>	<p>With this amendment, more clarity has been provided for category of member as "Gym Member" since these words are popularly used by the Club members. the rights of Spouse Members (Gym Members) have also been clarified by the present amendment.</p>
<p>3(K) JOINT MEMBERS</p> <p>The existing life/ordinary and spouse members are given an option to exercise the right of joint membership wherein the primary member</p>	<p>3(K) JOINT MEMBERS</p> <p>(i) The existing life/ordinary members are given an option to exercise the right of joint membership wherein the primary member and spouse</p>	<p>With the present amendment more clarity has been provided and proper numbering has been</p>



<p>and spouse shall hold the membership of the Club jointly upon payment of entrance fees not less than 2.5% of the prevailing rate of ordinary membership fees of general category or such other higher amount as may be determined by the Board of Directors from time to time. However, Board of Directors reserves right to open Joint Membership at any time for such period as may be decided by the Board of Directors from time to time.</p> <p>Existing spouse (Gym) member who exercises his right as a joint member can transfer his membership under Article 19 of Articles of Association.</p> <p>All rights of the member shall be automatically given to the joint member on demise of the primary member except to contest for election of any post. However, such joint member does not become primary member and shall remain as joint member throughout his/her life.</p> <p>The joint member can exercise vote at AGM in absence of the primary member. However, there will be one vote only and right to vote can be exercised either by the primary member or the joint member.</p> <p>Spouse (Gym) members who have opted to become joint members are not entitled to surrender his/her membership.</p> <p>The joint membership will be governed by the Bye-laws of the club/company and Board of Directors is authorized to frame suitable bye-laws for</p>	<p>shall hold the membership of the Club jointly upon payment of entrance fees not less than 2.5% of the prevailing rate of ordinary membership fees of general category or such other higher amount as may be determined by the Board of Directors from time to time.</p> <p>(ii) All rights of the primary member shall be automatically given to the joint member on demise of the primary member including that of surrendering the membership, except to contest for election of any post. However, such joint member does not become primary member and shall remain as Single Spouse member (SSM) throughout his/her life.</p> <p>(iii) The joint member can exercise right to vote at AGM in absence of the primary member. However, there will be only one vote and right to vote can be exercised either by the primary member or the joint member.</p> <p>(iv) Spouse Members (Gym Members) who have not availed the joint membership till present amendment in these Articles can also become a joint member upon paying 7.5% of the prevailing rate of ordinary membership of general category or such higher amount as may be decided by the Board of Directors from time to time. Unmarried daughter who has obtained the Spouse Membership (Gym Membership) cannot avail this option. Moreover, any such Spouse Member (Gym Member) having taken joint membership can exercise his/her right to vote at General Meeting.</p>	<p>done for each sub-para. Also, second para of original clause has been deleted</p> <p>As per amended para (ii) concept of Single Spouse Member (SSM) has been introduced.</p> <p>A new sub para (iv) has been inserted to enable Spouse Members (Gym Members) to avail Joint membership who had not earlier availed said option.</p>
--	--	--



<p>joint membership from time to time.</p>	<p>(v) Any Spouse Member (Gym Member) who has opted to become a Joint Member can exercise his/her right to transfer his/her membership under Article 19 of Articles of Association.</p> <p>(vi) Any Spouse Member (Gym Member) who has opted to become joint member is not entitled to surrender his/her membership.</p> <p>(vii) In case of demise or divorce, the name of joint member will be deleted. However, any change of name of joint member due to re-marriage or for any other reason will not be permitted under this category. In such case, member can apply for fresh joint membership at the prevailing rates and by following the applicable procedure and terms & conditions.</p> <p>The joint membership will be governed by the Bye-laws of the Club/company and Board of Directors is authorized to frame suitable bye-laws for joint membership from time to time.</p>	<p>A new clause (vii) has been inserted to provide clarification in case of demise or divorce or re-marriage of a joint member.</p>
<p>3(L) PROVISIONAL MEMBERS</p> <p><u>Second Para</u></p> <p>Such Provisional Members shall have to appear before the Scrutiny Committee on completion of 18 years and they shall be offered permanent ordinary membership of the Club without any additional entrance fees. If scrutiny committee rejects the membership, the entrance fees paid by the parent / guardian of such provisional member shall be refunded without interest and shall have no other rights as</p>	<p>3(L) PROVISIONAL MEMBERS</p> <p><u>Second Para</u></p> <p>Such Provisional Members shall have to appear before the Scrutiny Committee on completion of 18 years and they shall be offered permanent ordinary membership of the Club without any additional entrance fees. If scrutiny committee rejects the membership, the entrance fees paid by the parent / guardian of such provisional member shall be refunded without interest & GST and shall have no other rights as member of the Club</p>	<p>With the present amendment in second para of the Article, a clarification has been provided that if provisional member is rejected by the scrutiny committee and/or in case of demise the refund will be processed only for entrance fees. No interest will be paid and GST will not be refunded.</p>



<p>member of the Club thereafter. In case of demise of provisional member before he obtains ordinary membership, the entrance fees paid by parent / guardian will be refunded without interest. However, in no other circumstances the entrance fees will be refunded.</p>	<p>thereafter. In case of demise of provisional member before he obtains ordinary membership, the entrance fees or transfer fees paid by parent / guardian will be refunded without interest & GST. However, in no other circumstances the entrance fees will be refunded.</p>	
<p>3(M) PARENTAL MEMBERS</p> <p>The Committee will consider the applications, in the form prescribed by the Board of Directors from Ordinary/Life Member, to permit, their parents to be known as “Parental Member” to avail all the Club facilities/amenities by paying the annual fees as may be determined by the Board of Directors from time to time.</p> <p>Such parental membership will automatically cease on 31st March every year. However, same can be reviewed on further application by the Board of Directors for further period as the Board of Directors may determine from time to time. Such Parental Members shall be subject to the same discipline as regular members.</p> <p>Grandparents transferring the membership to their Grandson / Granddaughter shall be allowed membership under the “Parental Membership” category.</p> <p>The children or grandchildren of members shall be allowed to accompany them on the medical grounds who have become disabled to visit the</p>	<p>3(M) PARENTAL MEMBERS</p> <p>The Committee will consider the applications, in the form prescribed by the Board of Directors from Ordinary/Life Member, to permit, their parent/s to be known as “Parental Member” to avail all the Club facilities/amenities by paying the annual fees as may be determined by the Board of Directors from time to time.</p> <p>Only Parents of Primary Member can apply for Parental Membership under this category.</p> <p>Such parental membership will automatically cease on 31st March every year. However, same can be reviewed on further application by the Board of Directors for further period as the Board of Directors may determine from time to time. Such Parental Members shall be subject to the same discipline as regular members.</p> <p>Grandparents transferring the membership to their Grandson/ Granddaughter shall be allowed membership under the “Parental Membership” category.</p> <p>The children or grandchildren of members shall be allowed to accompany them on the medical grounds who have become disabled to visit the</p>	<p>With the present amendment it has been clarified that only parents of the Primary member can apply for Parental Membership.</p>



<p>Club on their own, subject to approval of Board of Directors.</p>	<p>Club on their own, subject to approval of Board of Directors.</p>	
<p>3(O) NEW UNIT MEMBERS</p> <p>Sub Clause</p> <p>(vi) In case of winding up of the company, the new unit members shall not have any right whatsoever on the movable and immovable properties of the existing club/company as well as of the new unit of the Club. The rights/privileges of such members will not have voting right in the existing club / company in any general meeting.</p> <p>(viii) The new unit members will have following restricted rights at the existing Club House.</p> <ul style="list-style-type: none"> ➤ To attend entertainment programs. ➤ To book Lawns for their functions. ➤ To have special party at various banquets of the existing club/company. ➤ To book residential rooms of the existing club/company. <p>Barring the above, they shall not have any rights at the existing Club House. However, the Board of Directors reserves right to add or withdraw any of the restricted rights as it may think fit from time to time.</p>	<p>3(O) NEW UNIT MEMBERS</p> <p>Sub Clause</p> <p>(vi) In case of winding up of the company, the new unit members shall not have any right whatsoever on the movable and immovable properties of the existing Club/company as well as of the New Unit of the Club.</p> <p>(viii) The New Unit Members will have following restricted rights at the existing Club House.</p> <ul style="list-style-type: none"> ➤ To attend entertainment programs. ➤ To book Lawns for their functions. ➤ To have special party at various banquets of the existing Club/company. ➤ To book residential rooms of the existing Club/company. ➤ To avail the benefit of reciprocal arrangement with other Clubs with whom the Club has reciprocal arrangements. <p>Barring the above, they shall not have any rights at the existing Club House. However, the Board of Directors reserves right to add or withdraw any of the restricted rights as it may deem fit from time to time.</p> <p>(xi) Notwithstanding that the New Unit Member has not completed 10 years of membership shall have the right to transfer his/her membership under Article 19 of Articles of Association of the</p>	<p>Sub Clause (vi) has been amended by deleting last sentence as the same is already included as sub clause (ii) of the original (clause 3 (O) Articles of Association.</p> <p>Clause (viii) has been amended by addition of benefits of Reciprocal Arrangements to New Unit Members.</p> <p>(xi) A new clause has been inserted to harmonize the provisions as per the existing clause 19 whereby new members can exercise rights parallel with the existing Club members.</p>



<p>Membership at concessional rate for the present Club member's son/daughter category:</p> <p>The membership at concessional rate for the New Unit of the Club in the category of members falling within the present Club (SCG Ltd.) member's son/daughter category will be offered and the Board of Directors of the Club is empowered to decide the quantum of concession to be offered to such category in case of membership of New Unit of the Club.</p> <p>Sub Categories of membership for New Unit of the Club:</p> <p>The Board of Directors may in its absolute discretion introduce and open such new class/category of membership for New Unit of Club as may be determined in its meeting. The Board of Directors shall decide the entrance fee, eligibility and frame the bye laws with its terms and conditions while introduction of such new</p>	<p>Club. However, the Board of Directors are vested with special rights/powers to open/appoint specific time period(s) not more than six months to transfer the membership under this category by paying transfer fees not less than 20% of the prevailing ordinary membership fees of New Unit membership or such higher amount as may be decided by the Board of Directors of the Club from time to time by following the existing guidelines & procedure. Any Such transfer shall be subject to approval of the Scrutiny Committee of the Club.</p> <p>Membership at concessional rate for the existing Club member's son/daughter category:</p> <p>The ordinary membership of New Unit of the Club is offered at concessional rate to the Son/Daughter of the Existing Club Members (SCG Ltd.) and the Board of Directors is empowered to decide the quantum of concession to be offered for this category.</p> <p>Sub Categories of membership for New Unit of the Club:</p> <p>The Board of Directors may in its absolute discretion introduce and open such new class/category of membership for New Unit of the Club as may be determined in its meeting. The Board of Directors shall decide the entrance fee, eligibility and frame the bye-laws with its terms and conditions while introduction of such new category of membership. The</p>	<p>The present clause has been reworded.</p>
--	---	--



<p>category of membership. The following class/category of membership of the existing Club shall be introduced in the New Unit of the Club by the Board of Directors as determined in its meeting from time to time.</p> <ol style="list-style-type: none"> 1. Selected Relative Members 2. Institutional Members 3. Honorary members 4. Sports Members 5. Spouse members 6. Joint members 7. Provisional members 8. Parental members 9. Temporary members 	<p>following class/category of membership of the existing Club shall be introduced in the New Unit of the Club by the Board of Directors as determined in its meeting from time to time.</p> <ol style="list-style-type: none"> 1. Selected Relative Members 2. Institutional Members 3. Honorary members 4. Sports Members 5. Spouse members 6. Joint members 7. Provisional members 8. Parental members 9. Temporary members 10. Member's Son/Daughter 	<p>Member's Son/ Daughter has been added.</p>
<p>“OTHERSIDE MEMBERS” under New Unit Members Category:</p>	<p>“OTHERSIDE MEMBERS” under New Unit Members Category:</p>	
<p>Sub Clause</p>	<p>Sub Clause</p>	
<p>b. Upon transfer of ownership of the residential unit to a new owner, the membership will be transferred to the new owner within twelve (12) months of the sale deed of the villa upon submission of NOC from the original owner of the villa and a letter from the society confirming the change in ownership. The new owner will be eligible for the membership by following the existing guidelines & procedure and subject to approval of the scrutiny committee of the Club.</p>	<p>b. Upon transfer of ownership of the residential unit to a new owner, the membership can be transferred to the new owner within twelve (12) months of the sale deed of the villa upon submission of NOC from the original owner of the villa and a letter from the society confirming the change in ownership. The new owner will be eligible for the membership under this category by paying the minimum transfer fees of Rs. 50,000/- or such higher amount as may be decided by the Board of Directors of the Club from time to time. and by following the existing guidelines & procedure. Any such transfer shall be subject to approval of the Scrutiny Committee of the Club.</p>	
<p>Upon transfer of ownership of the residential unit, if such membership is not transferred to the new owner, then the original owner of the residential unit can continue to be a member of the New Unit of the Club under Clause 3(O) of the Articles of Association of the Club, but</p>	<p>In case of death of the villa owner or an individual who has obtained the membership under this category, only one</p>	<p>The present amendment has been introduced to clarify and specify process for transfer of membership attached to villa</p>



<p>he ceases to be a member under category "OTHERSIDE MEMBERS". The member is eligible for any such change in the membership, within twelve (12) months of the sale deed, by following the existing guidelines, procedure and a fee payable as may be decided by the Board of Directors of the Club from time to time.</p> <p>c. Transfer fees will be levied for transfer of membership as may be decided by the Board of Directors from time to time.</p>	<p>legal heir or in case where the villa has been transferred to more than one legal heirs jointly then any one legal heir nominated with the consent of all remaining legal heirs can get the membership transferred in his/her name upon submission of death certificate, a NOC from the Society confirming the change in the ownership of the villa in his/her name(s), an affidavit of relinquishment of right in favour of the applicant by all legal heirs and such other necessary documents as may be specified in the bye-laws of the Club from time to time. Such transferee shall have to pay processing fees of Rs. 25,000/- or such higher amount as may be decided by the Board of Directors of the Club from time to time. and by following the existing guidelines & procedure. Any such transfer shall be subject to approval of the Scrutiny Committee of the Club.</p> <p>c. Upon transfer of ownership of the residential unit, if such membership is not transferred to the new owner, then the original owner of the residential unit can continue to be a member under "OTHERSIDE MEMBER" category.</p> <p>g. The individual OTHERSIDE MEMBER having membership of the Club shall be eligible to transfer-retransfer his / her membership to one of his following close relatives of age 10 years and above in prescribed application form.</p> <ol style="list-style-type: none"> 1. Member's Son 2. Member's daughter 3. Spouse 	<p>upon sale or demise of the Otherside Members.</p> <p>Old clause c has been merged in the above clause b and new clause c has been introduced to clarify the membership not given with sale of villa.</p> <p>Clause g has been introduced to facilitate transfer, retransfer option for this category of membership.</p>
---	---	--

THE SPORTS CLUB OF GUJARAT LIMITED

Sardar Patel Stadium, Post - Navjivan, Ahmedabad -380 014 (India)

T: +91 7926440371/3, 26560597 | Toll Free: 18002337955

E: mailbox@sportsclub-gujarat.com | W: www.sportsclub-gujarat.com

CIN No. U92411GJ1963PLC0011863



	<p>4. Son's Son 5. Son's Daughter 6. Daughter's Son 7. Daughter's Daughter 8. Member's Father 9. Member's Mother</p> <p>A transferee applicant shall have to pay a transfer fee to the Club as may be determined by the Board of Directors from time to time which shall not be less than 35% of the prevailing rate of ordinary membership of general category of New Unit or such higher amount as may be decided by the Board of Directors from time to time.</p> <p>The name of the applicants as mentioned herein above of age of 18 years and above, to whom such member wishes to transfer his membership, shall have to be approved by the Scrutiny Committee and he/she shall be admitted as an OTHERSIDE MEMBER of the New Unit of the Club.</p> <p>Similarly, if transfer is in favour of the applicant mentioned herein above having age between 10 years & 18 years, he/she shall be admitted as provisional member and on completion of 18 years of age he/ she shall have to appear before the Scrutiny Committee and they shall be offered permanent ordinary membership of the New Unit of the Club without any additional membership fees. The other terms & conditions shall be applicable as per Article 3(L) of Articles of Association of the Club.</p>	
--	---	--

THE SPORTS CLUB OF GUJARAT LIMITED

Sardar Patel Stadium, Post - Navjivan, Ahmedabad -380 014 (India)

T: +91 7926440371/3, 26560597 | Toll Free: 18002337955

E: mailbox@sportsclub-gujarat.com | W: www.sportsclub-gujarat.com

CIN No. U92411GJ1963PLC0011863



	<p>following the existing guidelines and procedure. GST will be applicable on the amount of difference payable.</p>	
<p>19. (a) A senior member, who is a life member or an ordinary member and who has attained the age of 60 years & above, having membership of the Club for minimum ten years on the date of application, shall be eligible to transfer his membership to any one of his following close relatives of 10 years & above on application in prescribed form:</p> <ol style="list-style-type: none"> 1. Member's Son 2. Member's Daughter 3. Spouse 4. Son's Son 5. Son's Daughter 6. Daughter's Son 7. Daughter's Daughter <p>A transferee applicant shall have to pay such sum to the Club as may be determined by the Board of Directors from time to time which shall not be less than 20% of the prevailing ordinary membership fees of general category.</p> <p>The name of the applicant's relative of age of 18 years and above, to whom such senior member wishes to transfer his membership, shall have to be approved by the Scrutiny Committee and he/she shall be admitted as an ordinary member of the Club. Similarly, if transfer is in favour of relative having age between 10 years to 18 years shall also have to be approved by the scrutiny committee and he/she shall be admitted as provisional member.</p>	<p>19.(a) A senior member, who is a life member or an ordinary member and who has attained the age of 60 years & above, having membership of the Club for minimum ten years on the date of application, shall be eligible to transfer his membership to any one of his following close relatives of age 10 years & above on application in prescribed form:</p> <ol style="list-style-type: none"> 1. Member's Son 2. Member's Daughter 3. Spouse 4. Son's Son 5. Son's Daughter 6. Daughter's Son 7. Daughter's Daughter 8. Member's Father 9. Member's Mother <p>A transferee applicant shall have to pay such sum to the Club as may be determined by the Board of Directors from time to time which shall not be less than 20% of the prevailing ordinary membership fees of general category.</p> <p>The name of the applicant's relative of age of 18 years and above, to whom such senior member wishes to transfer his membership, shall have to be approved by the Scrutiny Committee and he/she shall be admitted as an ordinary member of the Club. Similarly, if transfer is in favour of relative having age between 10 years & 18 years shall also have to be approved by the Scrutiny Committee and he/she shall be admitted as provisional member.</p>	<p>The present amendment is to allow member to transfer his/her membership at any age. However, such member has to have Club membership for continuous ten years or more. Also, two categories of relatives have been added to the list.</p>



<p>(b) A senior member who is a life member or an ordinary member and who has attained the age of 60 years & above, having membership of the Club for minimum ten years on the date of application shall be eligible to transfer his membership to any one of his following close relatives of 18 years and above on application in prescribed form:</p> <ol style="list-style-type: none"> 1. Sons Wife 2. Son's Son's Wife 3. Son's Daughter's Husband 4. Daughter's Husband 5. Daughter's Son's Wife 6. Brother (including step brother) 7. Brother's Wife 8. Sister (including step sister) 9. Sister's Husband 10. Brother's Son 11. Brother's Daughter 12. Sister's Son 13. Sister's Daughter 14. Spouse's Sister 15. Spouse's Brother 16. Spouse's Sister's Son 17. Spouse's Sister's Daughter 18. Spouse's Brother's Son 19. Spouse's Brother's Daughter <p>A transferee applicant shall have to pay such sum to the Club as may be determined by the Board of Directors from time to time which shall not be less than 35% of the prevailing rate of ordinary membership fees of general category.</p> <p>The applicant's relative, to whom such senior member wishes to transfer his membership, shall have to be approved by the Scrutiny Committee and thereafter he/she shall be admitted as</p>	<p>(b) A senior member who is a life member or an ordinary member and who has attained the age of 60 years & above, having membership of the Club for minimum ten years on the date of application shall be eligible to transfer his/her membership to any one of his/her following close relatives of 18 years and above on application in prescribed form:</p> <ol style="list-style-type: none"> 1. Sons Wife 2. Son's Son's Wife 3. Son's Daughter's Husband 4. Daughter's Husband 5. Daughter's Son's Wife 6. Brother (including step brother) 7. Brother's Wife 8. Sister (including step sister) 9. Sister's Husband 10. Brother's Son 11. Brother's Daughter 12. Sister's Son 13. Sister's Daughter 14. Spouse's Sister 15. Spouse's Brother 16. Spouse's Sister's Son 17. Spouse's Sister's Daughter 18. Spouse's Brother's Son 19. Spouse's Brother's Daughter <p>A transferee applicant shall have to pay such sum to the Club as may be determined by the Board of Directors from time to time which shall not be less than 35% of the prevailing rate of ordinary membership fees of general category.</p> <p>The applicant's relative, to whom such senior member wishes to transfer his membership, shall have to be approved by the Scrutiny Committee and thereafter</p>	
--	---	--



<p>an ordinary member of the Club.</p> <p>The new member so elected by the Scrutiny Committee shall be in place of senior member for all purposes, including the allotment of same membership number. He / she shall be entitled to all the privileges of membership of an Ordinary Member in whose place he/she is elected.</p> <p>(c) If an Ordinary / Life Member who transfers his membership to any person under Article 19 (a) & (b), such transferee can retransfer his membership under Article 19 (a) & (b) after he attains the age of 60 years and having his membership of the Club for minimum ten years and such transferee member is classified as TRA Ordinary Member of the Club.</p> <p>Provided that son/s and/or daughter/s of a transferee member shall be eligible to apply for Club membership as an Ordinary Member under the Member's Sons / Daughters category under Article 3(D) only after expiry of five years of the admission of the transferee as a member.</p> <p>Provided further that such transferee member shall be entitled to propose any relative falling under Article 3(E) only after expiry of five years from his admission to membership.</p> <p>Rights of any individual membership shall exist till lifespan of respective individual/ member.</p>	<p>he/she shall be admitted as an ordinary member of the Club.</p> <p>The new member so elected by the Scrutiny Committee shall be in place of senior member for all purposes, including the allotment of same membership number. He / She shall be entitled to all the privileges of membership of an Ordinary Member in whose place he/she is elected.</p> <p>(c) If an Ordinary / Life Member who transfers his membership to any person under Article 19 (a) & (b), such transferee can retransfer his membership under Article 19 (a) & (b) after he attains the age of 60 years and having his membership of the Club for minimum ten years and such transferee member is classified as TRA Ordinary Member of the Club.</p> <p>Provided that son/s and/or daughter/s of a transferee member shall be eligible to apply for Club membership as an Ordinary Member under the Member's Sons / Daughters category under Article 3(D) only after expiry of one year of the admission of the transferee as a member.</p> <p>Provided further that such transferee member shall be entitled to propose any relative falling under Article 3(E) only after expiry of one year from his admission to membership.</p> <p>Rights of any individual membership shall exist till lifespan of respective individual/ member.</p>	
---	---	--



<p>36 (c) The nominee of the Institutional Member shall be eligible to be elected as the member of the Board of Directors but his membership, if elected, will be considered only as personal to him and on his nomination being cancelled or altered by the Institutional Member or on the Institution ceasing to be a member, he shall cease to be a member of the Board of Directors. He shall not be eligible to become President, Vice President I, Vice President II or Hon. Secretary.</p>	<p>36(c)The nominee of the Institutional Member being a director/partner of respective Institutional member for a continuous period of five years or more shall be eligible to be elected as the member of the Board of Directors but his membership, if elected, will be considered only as personal to him and on his nomination being cancelled or altered by the Institutional Member or on the Institution ceasing to be a member, he shall cease to be a member of the Board of Directors. He shall not be eligible to become President, Vice President I, Vice President II or Hon. Secretary.</p>	<p>With the present amendment rights of institutional member to contest the election has been clarified.</p>
<p>42.(a) No person not being retiring a Member of the Board of Directors shall be eligible for election as a Member of the Board of Directors at any General Meeting unless he has notified the Hon. Secretary of his intention to stand for election by a notice in writing signed by the member proposing to stand and by two other members as his proposer and seconder and deliver his assent to the Hon. Secretary at the Registered Office of the Club and not less than fourteen days before the date fixed for the meeting. The names of the persons so notifying their intention to stand for election shall be placed on the notice board of the Club.</p> <p>A member having minimum five years of continuous membership of the Club shall be eligible to contest for elections for any post.</p>	<p>42.(a) A member other than a non-retiring Member of the Board of Directors shall be eligible for election as a Member of the Board of Directors at any General Meeting unless he has notified the Hon. Secretary of his intention to stand for election by a notice in writing signed by the member proposing to stand and by two other members as his proposer and seconder and deliver his assent to the Hon. Secretary at the Registered Office of the Club and not less than fourteen days before the date fixed for the meeting. The names of the persons so notifying their intention to stand for election shall be placed on the notice board of the Club.</p> <p>A member having minimum five years of continuous membership of the Club shall be eligible to contest for elections for any post.</p>	



<p>(c) No candidate will file his nomination for more than one office. The post of Vice President I and Vice President II are different posts.</p>	<p>(c) No Candidate will submit/inward/file his nomination for more than one office. However, a seating office bearer(s) or board member(s) can submit/inward/file nomination to any additional post with a condition that, he/she has to vacate the office so held by tendering his/her resignation in writing or withdraw the candidature in writing to the post for which he/she has filed the nomination before the cut off time on the last date of withdrawal of nomination.</p> <p>The post of Vice President I and Vice President II are two different posts.</p>	<p>With the present amendment, sub clause (c) has been amended to give more clarification to the existing sub clause (c).</p>
	<p>Additional clause 54 (m):</p> <p>(m) To appoint up to two individuals from among the member or spouse as invitee Directors on the Board of Directors to assist the Board, however they shall not have right to vote at the meeting of Board of Directors although they may be allowed to attend the meeting.</p>	<p>Enabling clause has been added to appoint special invitee on board.</p>

Pursuant to provisions of section 14 and other applicable provisions of The Companies, Act, it shall be necessary to obtain consent of the members by way of special resolution at the Extraordinary General Meeting of the Members of the Club. Therefore, resolution at item No. 1 has been recommended by the Board to be passed as special resolution.

None of the Directors are directly or indirectly concerned or interested in the proposed resolution

Chintan J. Chokshi
 Hon. Secretary
 (DIN 02899112)
 Ahmedabad, May 15, 2026