



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



NOTICE FOR THE 63RD ANNUAL GENERAL MEETING

Notice for the 63rd Annual General Meeting

“NOTICE is hereby given that the Sixty Third Annual General Meeting of the Club will be held on Saturday, the 22nd August, 2026 at 4.00p.m. through Video Conferencing mode as well as in Physical mode at Club Premises, Sardar Patel Stadium, Ahmedabad-380 014 to transact the following business:

ORDINARY BUSINESS

1. To receive and adopt the Sixty Third Annual Report of the Board of Directors, the Auditor's Report and the Audited Statement of Accounts for the year ended on 31st March, 2026.
2. To appoint Auditors for the year 2026-27 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 63rd Annual General Meeting till the conclusion of the 64th Annual General Meeting on such remuneration as may be mutually agreed between the Board of Directors and the Auditors.”

3. To elect following office bearers of the Club:
 - (a) To elect President of the Club.
 - (b) To elect Vice President-I of the Club.
 - (c) To elect Vice President-II of the Club.
 - (d) To elect Hon. Secretary of the Club.
4. To elect 6 (six) members of the Board of Directors in place of persons who retires by rotation and being eligible, offer themselves for re-appointment

By order of the Board,

Chintan J. Chokshi

Hon. Secretary

(DIN [02899112](#))

Ahmedabad, July 20, 2026



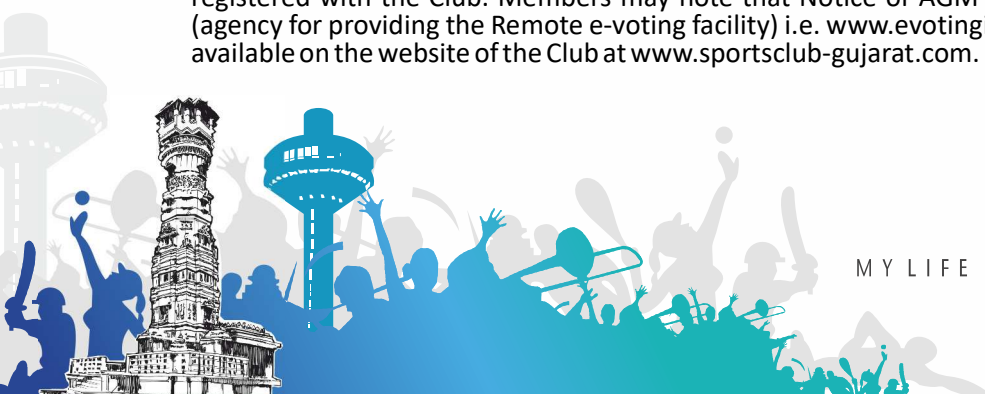
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EXPLANATORY STATEMENT PURSUANT TO PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

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. The Government of India, Ministry of Corporate Affairs has permitted conducting Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM), Accordingly, the Ministry of Corporate Affairs issued vide General Circular nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022, 09/2023, 09/2024 and 03/2025 dated April 8, 2020 April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 respectively ("Circulars") prescribing the procedures and manner of conducting the AGM through VC/OAVM. In terms of the said Circulars, the AGM of the members will be held through VC/OAVM also. Hence, the members can attend and participate in the AGM through VC/OAVM as well as through physical attendance.
3. The names of members notifying their intention to stand as a President, Vice President-I, Vice President-II and Hon. Secretary and Director of the Board shall be placed on the Notice Board of the Club, if there is a contest.
4. Every member shall compulsorily cast his vote for exact 6 candidates, neither more nor less on item No. 4, 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.
5. Members shall have the option to vote electronically ("e-voting") before the AGM ("remote e-voting") or through e-Voting during AGM ("venue 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").
6. 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.
7. The cut-off date for the purpose of remote e-voting is Friday, 14th August, 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 Saturday, 08th August, 2026 by 5.00 p.m. to enable the club to update the data.
8. 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.
9. The e-voting period begins on Wednesday, 19th August, 2026 at 9.00 a.m. and ends on Friday, 21st August, 2026 at 5.00 p.m. The e-voting module shall be disabled for voting thereafter.
10. 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.
11. 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 8th August, 2026.
12. 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.
13. 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 courier to the Members whose email addresses are not registered with 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.





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14. The Company has appointed CS Ashish Doshi, Partner of 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.
15. The Scrutinizer will within a period not later than three days 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.
16. 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.
17. The route map for the venue of the AGM is annexed to this Report.

THE RULES AND REGULATIONS FOR THE ELECTIONS

1. Any member, other than a retiring President, Vice President-I, Vice President-II, Hon. Secretary, or Director of the Board, who wishes to contest the election for the position of President, Vice President-I, Vice President-II, Hon. Secretary, or Director of the Board, must notify the Hon. Secretary at the Registered Office of The Sports Club of Gujarat Limited at least fourteen days prior to the date fixed for the Annual General Meeting. Such intention shall be submitted through a nomination form duly signed by the candidate and endorsed by two other members (one as the Proposer and the other as the Second) along with a deposit of Rs. 1,00,000/- (Rupees One Lakh only), or such other amount as may be determined by the Board of Directors. This deposit shall be refunded if the candidate is successfully elected or secures more than twenty-five percent of the total valid votes cast.
2. Any member retiring as the President, Vice President-I, Vice President-II, Hon. Secretary, or Director of the Board, who wishes to seek re-election to the office of President, Vice President-I, Vice President-II, Hon. Secretary, or Director of the Board, shall notify the Hon. Secretary at the Registered Office of The Sports Club of Gujarat Limited at least fourteen days prior to the date fixed for the Annual General Meeting. The intention to contest shall be submitted through a nomination form duly signed by the candidate and supported by two other members one as the Proposer and the other as the Second.
3. The names of all candidates contesting the elections for the posts of President, Vice President-I, Vice President-II, Hon. Secretary, and Directors of the Board shall be displayed on the Notice Board of the Club and published on the Club's official website.
4. No member shall be eligible to propose or second the nomination of any other member for election to the position of President, Vice President-I, Vice President-II, Hon. Secretary, or Director of the Board, nor to contest such election, unless all dues arising from bills issued to him prior to the date of the election notice have been fully paid.
5. A member acting as a proposer or seconder shall not propose or second more than ten candidates in total, corresponding to the total number of seats available. If it is found that a member has proposed or seconded more than ten candidates, all such nomination forms endorsed by that member shall be deemed invalid. A sitting office bearer or a contesting candidate may also act as a proposer or seconder.
6. 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.
7. 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.
8. 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.
9. In accordance with Article 41© of the Articles of Association of the Club, A member elected as member of the board of directors cannot contest for the elections for more than five consecutive terms of three years each. However, he may contest the elections as member of the Board of Directors after a break of one year on completion of five terms for the same position.





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10. In accordance with Article 42(a) of the Articles of Association of the Club, 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. However he has to notify 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. any member who has completed five years of continuous membership shall be eligible to contest the election for any post.
11. 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.
12. In accordance with Article 42© of the Articles of Association of the Club, 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. The post of Vice President I and Vice President II are two different posts.
13. Schedule for election of President, Vice President-I, Vice President-II, Hon. Secretary, or Director of the Board at the 63rd Annual General Meeting:

Date of issuing Nomination Form	Tuesday, 28th July, 2026 Monday to Saturday between 10.30 a.m. to 6.30 p.m.
Due date for submission of Nomination Form	Saturday, 8th August, 2026 up to 4.00 p.m.
Due Date for Withdrawal of Nomination Form	Sunday, 16th August, 2026 up to 4.00 p.m.
Cut-off date of membership for remote e-voting/ e-voting during AGM	Friday, 14th August, 2026
E-Voting Start	Wednesday, 19th August, 2026 at 9.00 a.m.
E-Voting Ends	Friday, 21st August, 2026 up to 5.00 p.m.
Election, if any	Sunday, 23rd August, 2026

PROCESS AND MANNER FOR MEMBERS OPTING FOR REMOTE VOTING ELECTRONICALLY:

- i. The voting period begins on Wednesday, 19th August, 2026 at 9.00 a.m. (IST) and ends on Friday, 21st August, 2026 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.
- 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.





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- 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. The facility for e-voting will also be made available at the venue of the Annual General Meeting (AGM). The Members attending the meeting who have not already cast their vote through remote e-voting will be eligible to exercise their e-voting rights at the AGM. The Members who have already cast their votes through remote e-voting may attend the AGM, but will not be entitled to cast their vote again and votes casting through remote e-voting system will be considered as valid vote.

The members whose name appears on the records of the club as on the holding date (cut-off date) fixed by the club i.e. 14th August, 2026 and who has submitted valid KYC details to the club will be eligible to exercise their vote through remote e-voting/ e-voting at the AGM.

Mr Ashish C Doshi, Partner of SPANJ & Associates, Practicing Company Secretary, Ahmedabad (CP No: 2356) has been appointed as the Scrutinizer to scrutinize the remote e-voting and the e-voting process at the Annual General Meeting in a fair and transparent manner.

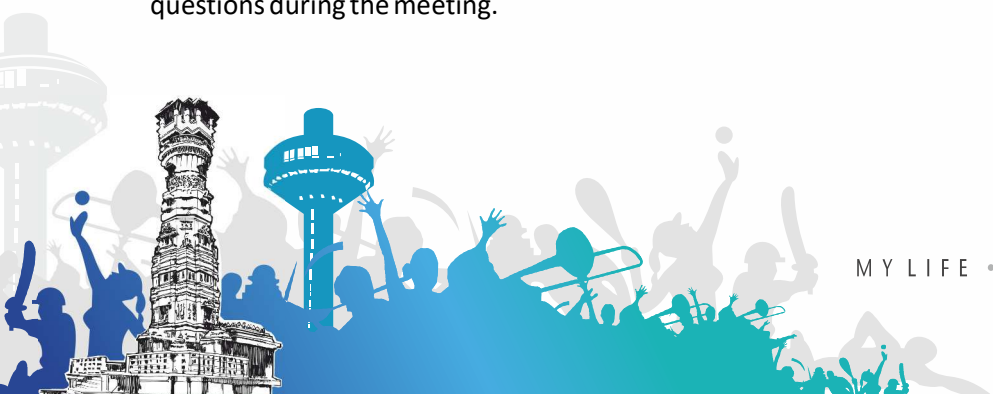
The Scrutinizer will within a period not exceeding two working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in the employment of the Club and make a Scrutinizer’s Report of the votes cast in favour or against, if any, and forward it to the President of the Club.

The results will be declared after the AGM. The results declared along with the Scrutinizer’s Report will be placed on the website of the Club

www.sportsclub-gujarat.com within three days of passing of the Resolutions at the AGM.

1. INSTRUCTIONS FOR MEMBERS ATTENDING THE AGM/EGM THROUGH VC/OAVM ARE AS UNDER:

- 1) Members will be provided with a facility to attend the AGM/EGM through VC/OAVM through the CDSL e-Voting system. Members may access the same using Remote voting credentials. The link for VC/OAVM will be available in Members login where the EVSN of Company will be displayed.
- 2) Members are requested to download and install a Cisco WebEx application in Laptop / Mobile / Computer well in advance for joining the AGM:
For Android (Google Play Store):
<https://play.google.com/store/apps/details?id=com.cisco.webex.meetings>
For iPhone (Apple App Store):
<https://apps.apple.com/us/app/cisco-webex-meetings/id298844386>
For Computer System:
<https://www.webex.com/downloads.html> - download and run "Webex Meetings"
- 3) Members are encouraged to join the Meeting through Laptops / IPads for better experience.
- 4) Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 5) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- 6) Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance for mentioning their name, member id , email id, mobile number at (company email id). The Members who do not wish to speak during the AGM but have queries may send their queries in advance mentioning their name, member id, mobile number at mailbox@sportsclub-gujarat.com. These queries will be replied to by the company suitably by email.
- 7) Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.





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2. INSTRUCTIONS FOR MEMBERS FOR E-VOTING DURING THE AGM/EGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM/EGM is same as the instructions mentioned above for Remote e-voting.
2. Only those Members, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM/EGM.
3. If any Votes are cast by the Members through the e-voting available during the AGM/EGM and if the same Members have not participated in the meeting through VC/OAVM facility , then the votes cast by such Members shall be considered invalid as the facility of e-voting during the meeting is available only to the Members attending the meeting.
4. Members who have voted through Remote e-Voting will be eligible to attend the AGM/EGM. However, they will not be eligible to vote at the AGM/EGM.

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 20, 2026



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