

# **BAREILLY CLUB LIMITED**

**NO 1 CIVIL LINES, BAREILLY-243001**

**MINUTES OF ANNUAL GENERAL MEETING (AGM) - 2024 HELD ON 30<sup>TH</sup> DECEMBER 2024 AT  
11 AM ONWARDS IN THE CLUB**

**(THESE MINUTES OF ANNUAL GENERAL MEETING (AGM)-2024 CONSIST OF 27 PAGES)**

# *BOARD OF DIRECTORS*

**(2023-24)**

1.	Brig Maneesh Kukrety, SM**	Chairman
2.	Col Vishal Kumar Singh	Director
3.	Col Kunal Bhatt	Director
4.	Col Atul Nayyar	Director
5.	Col Anubhav Sharma	Director
6.	Col Ankur Sharma	Director
7.	Col Vinay Gurung	Director
8.	Col Anindya Bandyopadhyay	Director
9.	Gp Capt Rahul Agarwal	Director
10.	Shri Gurbachan Singh Chawla (Alias Raja Chawla)	Director
11.	Shri Vipin Kumar Agarwal	Director
12.	Shri Saurabh Mehrotra	Director
13.	Shri Rajeev Gupta	Director
14.	Shri Anant Bir Singh	Director
15.	Shri Rajesh Kumar Agarwal	Director

**Secretary**

Colonel Kapil Sharma (Retired)

**BAREILLY CLUB LIMITED, BAREILLY**

**MINUTES OF ANNUAL GENERAL MEETING – 2024 HELD ON  
30<sup>th</sup> DECEMBER 2024 AT 11 AM ONWARDS**

**(Total no of Agendas discussed)**

- (a) Ordinary Business - 03  
(b) Special Business - 08

1. The Bareilly Club Ltd AGM-2024 was held on **30<sup>th</sup> December 2024 from 11 AM** onwards & was attended by **226 members** in person who signed their attendance.
2. Total number of members (in person and proxy) tendered 697 valid votes. 415 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 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 Secretary requested members to elect the Chairman to preside over the AGM-2024. Shri GS Chawla proposed the name of Brig Maneesh Kukrety, SM\*\* and the same was seconded by Shri Saurabh Mehrotra. There being no other names proposed, Brig Maneesh Kukrety, SM\*\* was unanimously elected as **Chairman** to preside over the AGM 2024.

The Secretary requested **Brig Maneesh Kukrety, SM\*\*** to take the **Chair** and started the proceedings of the Annual General Meeting-2024.

Brig Maneesh Kukrety, SM\*\* thanked the members attending the meeting for having elected him as Chairman and presided over the AGM-2024.

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 Mahendra Kumar Khandelwal.
- Shri Om Hari Agarwal.
- Shri Sushil Kumar Gupta.
- Shri Raj Kumar Agarwal.
- Shri Amar Nath Chickar.
- Shri Bedvir Prasad.

## **NOTICE CALLING FOR AGM-2024**

6. The Secretary read out the Notice calling the Annual General Meeting - 2024 being held on 30<sup>th</sup> December 2024.

### **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 2024, the same stands adopted”.**

#### **CHAIRMAN'S ADDRESS AND ANNUAL REPORT OF THE BOARD OF DIRECTORS**

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

On behalf of the Board of Directors, I take this opportunity to welcome you all to this Annual General Meeting (AGM) - 2024. In next 20 minutes, I shall present the Annual Report of the Board of Directors of Bareilly Club Ltd.

1. The year gone by has been eventful since I addressed this august gathering an year ago. Eventful because we have been witness to bustling activities and healthy footfall in the club. The measure of a club's happiness quotient can be safely assessed from how busy the members keep it and equally and conversely, the measure of the club's efficiency is how well the club keeps the members happy through its administration, functioning, etc. In saying so, I am happy to state that all bodes well for the club and its members and I am sure everyone will concur.

#### **AIMS & OBJECTIVES OF THE CLUB**

2. As we are already aware of the Aim & Objectives of Bareilly Club Ltd i.e., social interaction to foster better civil-military relations so vital for national security as also to provide sports, cultural, intellectual development and recreational facilities to its members on the principles of mutuality and to provide club services on a no profit-no loss basis. At institutions like ours, young members and children develop a better sense of social etiquettes, discipline and punctuality through interaction with seasoned members of different categories and make the paradigm shift to being worthy members of the club & better citizens of India. In essence, the Club's functioning is focused on these objectives to actualise every member's desired satisfaction level.

#### **GENERAL ADMINISTRATION**

4 The Board of Directors been keeping a constant watch over all Club activities so as to ensure smooth functioning including the ongoing Upkeep of the Club, Ambience and Hospitality Services. Our Club Employees have displayed commendable commitment to their respective duties. This was possible only due to keeping their genuine welfare needs at the forefront which kept them energised and motivated. Resultantly, there was no case of indiscipline which is a fair benchmark of their desired satisfaction level.

## **MANAGEMENT OF FINANCES**

5. **Club Accounts.** The Board of Directors has been constantly 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 5,12,30,845/-.

6. **Nagar Nigam Taxes.** After 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 was vigorously reiterated with our tax appeal at the Hon'ble High Court of Judicature at Allahabad. On 01 Apr 2024 Hon'ble High Court Allahabad has disposed off the petition with a direction to the petitioner i.e. Bareilly Club Ltd to file a proper application seeking correction of arrears being demanded by Nagar Nigam. On the basis of Court's Order proper application alongwith affidavit has been submitted to Nagar Ayukt Bareilly seeking correction in the bills. Response from Nagar Nigam is awaited. Case of tax revision in JSCC Bareilly is being defended by advocate Shri Antriksh Saxena.

## **DEVELOPMENT EFFORTS**

7. **Physical 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 members and authorized persons digital boom barriers have been installed at the entry gate.

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

(a) **Projects Completed.**

- (i) Installation of UPS, Blinds and LED at Dynamo Gym.
- (ii) Renovation of Badminton Courts.
- (iii) Renovation of Squash Courts.

(b) **Project Under Progress/in Pipe Line.**

- (i) Renovation of Dining Hall.
- (ii) Toilet Block and Waiting Shed Near Lawn Tennis Courts.
- (iii) Provision of Parking for Senior Citizens.
- (iv) Renovation of four Rooms of Lake View Guest Rooms (Ground Floor).
- (v) Renovation of Palm House.

(c) **Additional Facilities.** Another facility has been added for member of the Bareilly Club by extending Horse Riding facilities of the Army. Now our members and their dependent children can learn equine sports as sponsored member of the Golden Fish Horse Riding School.

8. **Liaison with Civil Authorities.** The relations of our Club Management with Local Civil and Military Authorities continue to remain eminently cordial thus ensuring efficient and smooth functioning of the Club.
9. **Change of Membership Status from Permanent to Honorary Membership.** This year one permanent member opted for Honorary Membership on attaining the age of 75 years.
10. **Permanent Membership.** A total of 40 new members were elected and granted membership in respective categories.
11. **Spouse Membership.** Due to the natural deaths of members during the year, 05 next-of-kin (spouses) applied for transfer of membership and were granted the same.
12. **Major Functions Organised.** As you are already aware that the Management organized all the major Annual Functions which I am sure, members and their families enjoyed. Thanks to efforts put in by the Entertainment Sub-Committee, the Secretary and co-operation extended by local Army and Civil Authorities. The following major functions /sports events were organized since the last AGM:-
- (a) X-Mas Eve - Dec 2023.
  - (b) New Year's Eve- Dec 2023.
  - (c) Republic Day Eve- Jan 2024.
  - (d) Flower show competition- Mar2024.
  - (e) Holi Celebration- Mar 2024
  - (f) Cricket Match 31 Mar 2024.
  - (g) Badminton Tournament – Apr 2024.
  - (h) Vaishakhi Celebration –Apr 2024
  - (i) May Queen Ball and Quasquicetennial Celebration - May 2024
  - (j) Lawn Tennis Tournament Sep 24.
  - (k) Diwali Eve Function– Oct2024.
  - (l) Felicitation of Senior Members of the Club who have been members for more than 40 years Nov 2024.
13. **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.
14. **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.
15. **VIP Visits.** The Club had the unique privilege of visits of distinguished dignitaries i.e., His Excellency Shri Santosh Gangwar, Governor of Jharkhand, Lt Gen Zubin A Minwalla, AVSM, YSM, GOC UB Area, former Patron-in-chief, Lt Gen GD Misra, Patron- in-Chief and GOC Uttar Bharat Area, Maj Gen Rajendra Rai, Sena Medal COS UB Area, Patron, Maj Gen Sandeep Jaswal, GOC 6 Mtn Div, Air Cmde Tahir Saikh, VM, AOC, AF Stn, Izatnagar, Bareilly (Patron), Mrs Saumya Agarwal, IAS, Commissioner, Bareilly Division, Patron, Shri Ramit Sharma, 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.

16. **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 bonafide 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.

17. **Suggestions from Members.** Members are requested to give suggestions for improvement in club functioning in writing, through e-mail or to the Secretary.

18. **Visits to affiliated clubs.** The gathering today would be glad to know that our Club has a reciprocal agreement with a total of 151 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 16 affiliated clubs to include:-

- (a) Sadul Club, Bikaner.
- (b) Nagpur Army Officer Mess & Institute, Nagpur.
- (c) Jai Club Jaipur.
- (d) Khetrapal Officer Institute, Mathura.
- (e) Defence Service Officer Institute, Allahabad.
- (f) Rajendra Sinhji Army Mess & Institute, Pune.
- (g) Gudalur Consmopolitan Club, Nilgiri, Tamilnadu.
- (h) Halcyon Times Club, Kakinada, Andhra Pradesh.
- (i) Bowring Institute, Bengaluru.
- (j) Jodhpur Sports Club.
- (k) Firozpur Club Ferozpur.
- (l) Club Transcend Beltola, Guwahati.
- (m) Shrine Club Brindavan.
- (n) Surya Officer Institute & Mess Lucknow.
- (o) SOI Haldwani.
- (p) DSOI Panchkula.

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

20. **Billing System.** The club has migrated to prepaid Smart Card billing for Bar & Catering Services. In addition the facility of dispatching bills to the members through e-mail has also been introduced wef Nov 2024 to ensure timely receipt of the bills by the members and consequent payment.

21. For exchange of information besides letters, SMS & WhatsApp, the Club e-mail ([bareillyclub.india.up@gmail.com](mailto:bareillyclub.india.up@gmail.com)) and Instagram has been made fully functional.

22. **Number of Meetings of the Board of Directors.** The Board of Directors met eleven (11) times during the year i.e. 29-04-2023, 27-05-2023, 30-06-2023, 31-07-2023, 29-08-2023, 28-09-2023, 27-10-2023, 15-11-2023, 08-12-2023, 27-01-2024, 29-02-2024. As is 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.

**23. Statutory Auditors.** M/S REETESH AGARWAL & ASSOCIATES (FRN:012593C), Chartered Accountants, BAREILLY was appointed as Statutory Auditors of the Company in AGM held on 08-12-2023 to hold appointment until the conclusion of the Annual General Meeting of the Company to be held in year 2028. They have confirmed that they are not disqualified from continuing as Auditors of the Company.

**24. 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.** Recovery of outstanding dues from the member is continuous and progressive process. As on date outstanding dues to be recovered from the members for more than nine months stand at Rs 18.50 Lacs.

(b) **With Reference to Observations No 2 & 3.** These observations of the auditor are of a routine nature and will be resolved/implemented by the Club. With reference to payment of GST on advances received from the members the matter is under active consideration/deliberation and necessary corrective/remedial action will be implemented once the revised modalities of advance to be taken from the members are finalized.

**25. Details of Establishment of Vigilance 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 vigilance mechanism.

**26. 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:-

- |     |                                   |   |      |
|-----|-----------------------------------|---|------|
| (a) | Number of complaints received     | : | NIL. |
| (b) | Number of complaints disposed off | : | NIL. |

**27. 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.

**28. 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.

**29. 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.



(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.

30. 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.

(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: -

Details	2022-23	2023-24
Expenditure on Power and Fuel	27,13,740.00	25,52,050.00

(h) The Club did not receive any foreign currency and has not spent any foreign currency during the year.

(j) 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.

(k) 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 2023-24 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.

**(d) Acknowledgement**

(a) 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.

(b) 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.

(c) 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.

(d) 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.

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

(f) 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.

(g) The Management is also grateful to Shri Anoop Kumar Kapoor, Advocate for extending his valuable advice & professional services.

(h) I would particularly like to place 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.

(j) The Management is so grateful to Lt Gen GD Misra, Patron-in-Chief and GOC Uttar Bharat Area, Maj Gen Rajendra Rai, Sena Medal, COS UB Area, Patron, Maj Gen Sandeep Jaswal, GOC 6 Mtn Div, Air Cmde Tahir Saikh, VM, AOC, AF Stn, Izatnagar, Bareilly (Patron), Mrs Saumya Agarwal, IAS, Commissioner, Bareilly Division, Patron, Shri Ramit Sharma, IPS, ADG Police, Bareilly Zone, Patron, Shri Ravindra Kumar, District Magistrate, Bareilly and Dr Umesh Gautam (Mayor) for their valuable advice, support and guidance.

(k) On behalf of the Members of the Board of Directors and my own self, I would like to place on record appreciation for the dedication and hard work put in by the Secretary Col Kapil Sharma (Veteran) and the entire club staff.

(l) 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-2024.

**“JAI HIND”**

**RESOLUTION STATUS : PASSED**

**ORDINARY RESOLUTION NO 1.** The Chairman's address and Annual Report for the year ending on 31<sup>st</sup> March 2024 was approved and passed by members as per voting result declared by Scrutinizer COL. VIKRAM MEHNDIRATTA

**ORDINARY RESOLUTION NO. 2:**

To appoint Directors of the Club for the year 2024-25.

In this connection, to consider and, if deemed fit, to pass, with or without modification, the following Resolution as Ordinary resolution:

**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 **30TH Day of DECEMBER 2024.**'

**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 VISHAL KUMAR SINGH having MCA DIN 010792501** 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 **30TH Day of DECEMBER 2024.**'

**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 **30TH Day of DECEMBER 2024.**'

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 **30TH Day of DECEMBER 2024.**'

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 **30TH Day of DECEMBER 2024.**'

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 **30TH Day of DECEMBER 2024.**'

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 ANINDYA BANDYOPADHYAY having MCA DIN 010791532** 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 **30TH Day of DECEMBER 2024.**'

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 **30TH Day of DECEMBER 2024.**'

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 **30TH Day of DECEMBER 2024.**'

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 **30TH Day of DECEMBER 2024.**

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. MANEESH SEHGAL having MCA DIN 03642082** 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 **30TH Day of DECEMBER 2024.**'

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 **30TH Day of DECEMBER 2024.**'

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. VIJAY KAPOOR having MCA DIN 07612142** 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 **30TH Day of DECEMBER 2024.**'

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 **30TH Day of DECEMBER 2024.**'

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 **30TH Day of DECEMBER 2024.**'

**RESOLUTION STATUS : PASSED**

Ordinary resolution No. 2 i.e Appointment of Directors of the Club for the year 2024-25 was approved and passed by members as per voting result declared by Scrutinizer COL. VIKRAM MEHNDIRATTA .

Summarised list of the Directors elected are as under:

<b><u>S/No</u></b>	<b><u>Name of Elected Directors</u></b>	<b><u>MCA DIN</u></b>
1.	BRIG MANEESH KUKRETY, SM**	09826281
2.	COL VISHAL KUMAR SINGH	010792501
3.	COL ANINDYA BANDYOPADHYAY	010791532
4.	COL VINAY GURUNG	10403161
5.	GP CAPT RAHUL AGARWAL	09825757
6.	COL ANUBHAV SHARMA	10397474
7.	COL ANKUR SHARMA	10401808
8.	COL KUNAL BHATT	10397925
9.	COL ATUL NAYYAR	10404776
10.	SHRI ANANT BIR SINGH	09477580
11.	SHRI GURBACHAN SINGH CHAWLA	07275457
12.	SHRI MANEESH SEHGAL	0364208213
13.	SHRI VIJAY KAPOOR	07612142
14.	SHRI SAURABH MEHROTRA	07093871
15.	SHRI RAJESH KUMAR AGARWAL	00291002

**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 31<sup>ST</sup> MARCH 2024**

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 31<sup>st</sup> March 2024, Cash Flow Statement, Income & Expenditure account with Schedules for the year ended 31<sup>st</sup> March 2024 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”.**

**Discussions :**

Senior member CA Sharad Kumar Mishra raises his concern regarding huge receivables from members and advise to have advance payment system. He also advise to file ITR after AGM .

CA Gagan Mehrotra raises his concern about observations in Statutory audit report .

Chairman Brig Maneesh Kukrety, SM\*\* informed members about efforts of management in resolving aforesaid concerns and assured to upgrade the accounting software very soon.

**RESOLUTION STATUS : PASSED**

**Ordinary resolution no. 3 i.e Audited financial statements of the Club as at 31<sup>st</sup> March 2024 etc, was approved and passed by members as per voting result declared by Scrutinizer COL. VIKRAM MEHNDIRATTA**

**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 01<sup>st</sup> April 2025 as follows:**

**FOR S.NO. 13, ANNEXURE III**

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.

**READ: S.NO. 13, ANNEXURE III**

The Entrance fee for admission as permanent member of Bareilly Club Limited shall be as under to **be effective from 01-04-2025** :

(a) The Defence /Govt Class I Gazetted Officers and such Retired Officers (Ladies / Gents) to pay Rs. 31000 (Rupees THIRTY ONE THOUSANDS only) + Govt. Taxes as applicable as one time non-refundable Entrance fee .

(b) The Civil Candidates to pay Rs 10,31,000/- (RUPEES TEN LACS THIRTY ONE THOUSANDS only) + Govt. Taxes as applicable as one time non- refundable Entrance fee in three installments as under:-

(i) Rs 1,03,100/- + Govt. Taxes as applicable along with Application Form.

(ii) Rs 5,15,500 + Govt. Taxes as applicable 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 + Govt. Taxes as applicable within 15 days on approval by Board of Directors.

(c) Two children (married/unmarried aged between 21 years to 35 years) of existing Permanent Members (Being permanent member for not less than 10 years, this condition will however not be applicable for Govt Class I Gazetted Officers and Defence officers) **need to pay 50% of amount** mentioned in S.NO. 13(b) above as one time non-refundable Entrance fee in three installments as under for admission as permanent member of Bareilly Club Limited :-

(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 non-refundable Entrance fee 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 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., to be held on the 30<sup>th</sup> Day of December 2024:**

**TO CONSIDER ENHANCEMENT IN PERMANENT MEMBERSHIP DONATION**

In the last AGM 2023 it was proposed to increase entrance fees by 25% but as per suggestions from members it was increased by Rs. One Lacs only.

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.

Board is of opinion that if members need world class facilities then we need to pay something more than before. Club is spending so much money on infra development to make this club more Elite than before. If we do not increase entrance fee then our financial system could be collapsed and infrastructure projects would be restricted.

Therefore, in order to make up for such heavy capital outflow and augment the Club corpus, it is proposed to enhance the Entrance fees by approx.. 11% for each respective category and w.e.f. 01-04-2025.

It is also proposed to increase entrance fees 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.

**Discussions :**

Senior member of club CA Sharad Kumar Mishra informed the house that valuation of Bareilly club is near Rs. 1500 to 2000 crores and proposes that entrance fees should be atleast Rs. 25 Lacs. He also raises his objection in increasing dependent membership fees as it will automatically increase proportionately, if permanent membership got enhanced.

Chairman Brig Maneesh Kukrety, SM\*\* informed members that in order to make up for heavy capital outflow and augment the Club corpus, it is necessary to enhance the Entrance fees .

**RESOLUTION STATUS : PASSED**

**Special resolution no. 1 i.e Enhancement in permanent membership donation w.e.f. 01-4-2025 was approved and passed by members as per voting result declared by Scrutinizer COL. VIKRAM MEHNDIRATTA**

**SPECIAL RESOLUTION NO. 2:****TO CONSIDER RENOVATION OF PALM HOUSE BUILDING**

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 **renovation of PALM House with all the necessary** facilities having estimated cost of **Rs. 75 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 **renovation of PALM House 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 to be held on 30<sup>th</sup> Day Of December 2024.**

**TO CONSIDER RENOVATION OF PALM HOUSE BUILDING**

**Palm house was lastly renovated in the year 2014.**

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 renovate such infrastructure for better club facilities

The Board of directors of the club in their meeting decided to renovate PALM HOUSE for better club facilities and therefore willing to **renovation of PALM House** having estimated cost of **Rs. 75 lacs+GST @18%** .

Since the estimated amount of Rs. 75 Lacs+GST @18% is more than the financial powers of Board of Directors i.e 36 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.

**Discussions :**

Senior member of club Mr. Piyush Agarwal appreciate the proposal but also raises his concern about financial health of club as approx. Rs. 2 crores are still payable to Nagar Nigam.

Shri Anil Kumar Gupta (Retd. Civil Engineer) raises his concern in renovating 100 year old building and seems worried about structural safety .

Chairman Brig Maneesh Kukrety, SM\*\* assured members that structural audit will be done and expert opinion will be taken before starting renovation work.

**RESOLUTION STATUS : PASSED**

**Special resolution no. 2 i.e Renovation of Palm house building was approved and passed by members as per voting result declared by Scrutinizer COL. VIKRAM MEHNDIRATTA**

**SPECIAL RESOLUTION NO. 3:**

**REMOVAL OF 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 : Serial No. 21 of Annexure II**

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 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.

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.

**READ : Serial No. 21 of Annexure II**

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 NIL** .

(b) Contribution by Civil Members including dependents **Rs NIL** .

(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.

**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 to be held on 30<sup>th</sup> December 2024**

**SPECIAL RESOLUTION NO 3:**

Board of directors propose not to take any Contribution from members for club major functions i.e. New Year's Eve Celebrations , May Queen Ball-cum-Personality contest etc

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)

**Discussions :**

All the members appreciated the initiative of management for reducing financial burden on members by removing charges for club major functions i.e. New Year's Eve Celebrations , May Queen Ball-cum-Personality contest etc

**RESOLUTION STATUS : PASSED**

**Special resolution no. 3 i.e Removal of contribution for club major functions was approved and passed by members as per voting result declared by Scrutinizer COL. VIKRAM MEHNDIRATTA**

**SPECIAL RESOLUTION NO. 4:****TO CONSIDER AMENDMENT IN TEMPORARY DEPENDENT MEMBERSHIP**

'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. 15 of Annexure II of the Articles of Association as follows:

**FOR: Annexure II, S.no.15. Dependent Membership**

- (a) A Dependent of a permanent member may apply for dependent Membership of the Club between the age of 25 years to 35 years. This privilege cannot be claimed as Right and will be restricted to two Dependents of the Members subject to recommendations of the Screening Sub BOARD.
- (b) A Dependent on attaining the age of 21 year or above upto 25 years may apply for the Dependent Membership on payment of Rs 15,000/- (Rs fifteen thousand only) which sum will be non - refundable.
- (c) The monthly subscription for this special class of members shall be as per the prevailing subscription rate for permanent members belonging to the category of their parent class of members. The candidate will be proposed by Father and seconded by another permanent member of the Club but the financial responsibility shall remain upon the father of the candidate. The payment of subscription etc. will be as per Rules contained in ANNEXURE IX and ANNEXURE, IV S.no. 1(e).

**READ: Annexure II, S.no.15. : Temporary Dependent Membership**

- (a) **Two children (married/unmarried aged between 21 years to 25 years) of existing Permanent Members (Being permanent member for not less than 10 years, this condition will however not be applicable for Govt Class I Gazetted Officers and Defence officers) need to pay Rupees 50,000 (Rupees Fifty Thousands) as one time non-refundable Entrance fee for admission as member of Bareilly Club Limited under temporary dependent category subject to recommendations of Screening Sub Board.**
- (b) **The monthly subscription for this special class of members shall be as per the prevailing subscription rate for permanent members belonging to the CIVIL category. The candidate will be proposed by his/her Parent and seconded by another permanent member of the Club but the financial responsibility shall remain upon the Parent of the candidate. Payment of monthly subscription etc., will be as per Rules contained in ANNEXURE II, ANNEXURE IV & ANNEXURE IX.**
- (c) **Sons/Daughters getting temporary dependent membership under this clause will enjoy all the facilities of the club till the age of 25 years without any voting rights. This will include the use of the Club by the Spouse and their children.**

**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 30<sup>th</sup> Day of December 2024.**

**TO CONSIDER AMENDMENT IN DEPENDENT MEMBERSHIP**

It is proposed to allow Temporary Dependent Membership to married/unmarried, Sons/Daughters aged 21 to 25 years on payment of non-refundable, one-time entrance fees of Rs. 50000 only .

In keeping with suggestions from members, the Board of Directors is willing to promote membership under this category from dependents of permanent members having standing of atleast 10 years.

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.

**Discussions : Nil**

**RESOLUTION STATUS : PASSED**

**Special resolution no. 4 i.e Temporary Dependent Membership was approved and passed by members as per voting result declared by Scrutinizer COL. VIKRAM MEHNDIRATTA**

**SPECIAL RESOLUTION NO. 5:**

**TO CONSIDER AMENDMENT IN ELECTION 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 S.no. 5 and S.no. 15 of Annexure VIII of Articles of Association as follows :

**FOR : S.No. 5, ANNEXURE VIII**

The tenure of the members of the BOARD, the CHAIRMAN and the Secretary/ Hony Secretary will last till the next election of the BOARD is made at the Annual General Meeting when they will automatically retire, but the members will be eligible for re-election.

At the annual general meeting at which a director retires as aforesaid, the members may fill up the vacancy by appointing the retiring director or some other person thereto.

**READ : S.No. 5, ANNEXURE VIII**

The tenure of the members of the BOARD, the CHAIRMAN and the Secretary/ Hony Secretary will last till the next election of the BOARD is made at the Annual General Meeting when they will automatically retire, but the members will be eligible for re-election.

**At the annual general meeting at which a director retires as aforesaid, the members may fill up the vacancy by appointing the retiring director or some other person thereto by BALLOT OR POLLING PAPER OR ELECTRONIC VOTING SYSTEM.**

**The following Security Amount will be deposited by the respective categories members at the time of filing the nomination for election as members of BOARD OF DIRECTORS of the Club:**

(a)	Defence and Class I Officers	Rs	25,000=00
(b)	Civil Members	Rs	25,000=00

If the member is elected, the Security Amount will be refunded and those who are not elected the Security Amount will be forfeited. In case, any member who gets more than 25% of total valid votes, his Security Amount will also be refunded.

Permanent members of Bareilly Club Ltd fulfilling the above criteria, may file in their Nomination for election as members of the BOARD OF DIRECTORS atleast 14 days before the date of General Meeting.

Absentee Members of all categories are NOT eligible for election as Members of the BOARD OF DIRECTORS.

**FOR S.no. 15 , ANNEXURE VIII**

As per section 160 of the Companies Act, 2013 , the following Security Amount will be deposited by the respective categories members at the time of filing the nomination for election as members of BOARD OF DIRECTORS of the Club:

(a) Defence and Class I Officers	Rs	1,00,000=00
(b) Civil Members	Rs	1,00,000=00

If the member is elected, the Security Amount will be refunded and those who are not elected the Security Amount will be forfeited. In case, any member who gets more than 25% of total valid votes, his Security Amount will also be refunded.

**READ S.NO. 15, ANNEXURE VIII : DELETED**

**FOR S.NO. 16, ANNEXURE VIII**

1. In accordance with Section 160 of the Companies Act-2013, the Civil permanent members of Bareilly Club Ltd fulfilling the criteria, may file in their Nomination for election as members of the BOARD OF DIRECTORS 14 days before the date of General Meeting :-

2. Absentee Members of all categories are NOT eligible for election as Members of the BOARD OF DIRECTORS.

**READ S.NO. 16, ANNEXURE VIII : DELETED**

**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 30<sup>th</sup> Day of December 2024.**

**TO CONSIDER AMENDMENT IN ELECTION OF BOARD OF DIRECTORS**

Some elite members do not contest elections for board of directors due to Security deposit of Rs. 1 Lac . For encouraging such bright candidates and wider participation , Board has decided to reduce security deposit from Rs. 1,00,000 to Rs. 25000.

As per MCA Notification no. GSR 466 (E) dated 05-06-2015 , Section 160 shall not apply on section 8 licensed companies whose articles provides for election of directors by BALLOT, hence s.no. 15 and S.no. 16 of Annexure VIII needs to be deleted..

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.



Discussions : Nil

**RESOLUTION STATUS : DROPPED**

1. Special resolution No 5 i.e AMENDMENT IN ELECTION OF BOARD OF DIRECTORS was dropped and not passed by members as per voting result declared by Scrutinizer COL. VIKRAM MEHNDIRATTA .

**SPECIAL RESOLUTION NO 6:**

**TO CONSIDER AMENDMENT IN TERMINATION OF MEMBERSHIP**

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 insert S.no. 2 after S.no. 1 of Annexure IV of Articles of Association as follows :

**NEW CLAUSE S.NO. 2, ANNEXURE IV**

Any member of the club having grievance with respect to any matter related to club activities/rules/regulations/operations/Board of Directors may inform Club Secretary in writing via email/speed post/registered post.

Any member of the club who makes any unfounded, unverified, or baseless allegations/grievance against the club, its rules/regulations/operations or its Board of Directors on any open forum, public platform, print/electronic media including whats app group, shall be subject to immediate disciplinary action and his/her membership shall be temporarily suspended till decision of disciplinary committee of the club.

If the disciplinary committee of the club found such member guilty of deliberately misleading, defaming, or making wrongful indictments with malicious intent, the club reserves the right to terminate their membership after giving show cause notice .

**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 30<sup>th</sup> Day of December 2024.**

**TO CONSIDER AMENDMENT IN TERMINATION OF MEMBERSHIP**

As per information received by Board of Directors some members of the club are habitual of criticizing management without any verified facts.

There is need to discourage such type of practice and to promote constructive feedback through the club's official communication channels.

Board of directors are of view that there is need to Reinforce the importance of maintaining decorum by discouraging derogatory remarks in public forums.

This measure is intended to uphold the dignity of the club, its governance, and its community while ensuring that all members engage constructively and responsibly.

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.

**Discussions :**

Mr. Rajeev Shinghal raises his concern that this resolution will destroy democratic rights of member.

Mr. Anil Kumar Gupta raises his concern that termination of membership should be on financial ground.

Ms. Ruchika Gupta raises her concern of having two clauses of termination.

Senior member Mr. Raj Goel, raises his concern and request not to suspend membership till decision of Board of Directors.

Mr. Rajesh Yadav inform house that such type of termination clause are contrary to fundamental rights of members.

Mr. Namit Goel supported the proposed resolution as it will maintain the credibility of club.

Mr. Anil Kumar Jain supported the proposed resolution as it is necessary to ensure decorum of club.

Chairman Brig Maneesh Kukrety, SM\*\* informed members about background of proposed resolution. He informed that purpose of this resolution is to alert members to be more cautious before discussing and spreading any unfounded, unverified, or baseless allegations/grievance against the club, its rules/regulations/operations or its Board of Directors. Since club is second home to all , he requested members to inform their grievance directly to the club Secretary in writing via email/speed post/registered post.

**RESOLUTION STATUS : PASSED**

**Special resolution no. 6 i.e AMENDMENT IN TERMINATION OF MEMBERSHIP was approved and passed by members as per voting result declared by Scrutinizer COL. VIKRAM MEHNDIRATTA**

**SPECIAL RESOLUTION NO. 7:**

**TO CONSIDER AMENDMENT IN ABSENTEE MEMBERSHIP SUBSCRIPTION**

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 S.no. 3 of Annexure II of Articles of Association as follows :

**FOR S. NO. 3 (a) (i) & 3 (a) (ii), Annexure II**

(a) Those permanent members who notified in writing to the Secretary / Honorary Secretary to be out of Bareilly for a period exceeding 6 month shall be treated as Absentee Members during such period of absence and will be exempted from paying any subscription if enrolled before the 28th March 1964. Those enrolled after the date will be liable to pay an absentee subscription fee as under:-

3 (a) (i) 50% of total 12 months Subscription for Defence , Civil Class I Gazetted officers & Active Members vide Annexure II, S.no. 2 (d) revised from time to time to be paid in advance. However, members of Defence Services will be exempted from paying any absentee subscription so long they are in active service. This provision will not be applicable to the retired Defence Officers. If, however, he comes back to the town, he will pay his usual monthly subscription counting half the month only for purpose of such subscription, if he happens to come in a later half of the month.

Defence , Civil Class I Gazetted officers & Active Members Aged between 65 years to 75 years can take benefit of only one concession among S.NO. 3(a) Annexure II and S.No. 18 Annexure II

3 (a) (ii) The rest to pay 50% of total 12 months subscription of Civil Active Members vide ANNEXURE II, S.No. (d) (i), revised from time to time to be paid in advance per year. If, however, he comes back to the town, he will pay his usual monthly subscription counting half the month only for purpose of such subscription, if he happens to come in a later half of the month.

**READ S.NO. 3 (a) (i) & 3 (a) (ii), Annexure II**

**(a) Any Permanent member who notified in writing to the Secretary / Honorary Secretary to be out of Bareilly for a period exceeding 6 month shall be treated as Absentee Members during such period of absence and will be exempted from paying any subscription if enrolled before the 28th March 1964. Any permanent member (except serving Defence officers and serving Civil Class I Gazetted officers) having regular club membership of atleast 5 years and any serving Defence officers and serving Civil Class I Gazetted officers who notified in writing to the Secretary / Honorary Secretary to be out of Bareilly for a period exceeding 6 month shall be treated as Absentee Members during such period of absence and will be liable to pay an absentee subscription fee as under:-**

**3 (a) (i) 50% of total 12 months Subscription for Defence , Civil Class I Gazetted officers & Active Members vide Annexure II, S.no. 2 (d) revised from time to time to be paid in advance. However, members of Defence Services will be exempted from paying any absentee subscription so long they are in active service. This provision will not be applicable to the retired Defence Officers. If, however, he comes back to the town, he will pay his usual monthly subscription counting half the month only for purpose of such subscription, if he happens to come in a later half of the month.**

**Defence , Civil Class I Gazetted officers & Active Members Aged between 65 years to 75 years can take benefit of only one concession among S.NO. 3 (a) Annexure II and S.No. 18 Annexure II**

**3 (a) (ii) The rest to pay 50% of total 12 months subscription of Civil Active Members vide ANNEXURE II, S.No. (d) (i), revised from time to time to be paid in advance per year. If, however, he comes back to the town, he will pay his usual monthly subscription counting half the month only for purpose of such subscription, if he happens to come in a later half of the month.**

**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 30<sup>th</sup> Day of December 2024.**

**TO CONSIDER AMENDMENT IN ABSENTEE MEMBERSHIP SUBSCRIPTION**

It is proposed to allow absentee membership benefit to only those members having standing of atleast 5 years as regular member.

This 5 year requirement will not be applicable on serving Defence officers and serving Civil Class I Gazetted officers.

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.

**Discussions : Nil**

**RESOLUTION STATUS : PASSED**

**Special resolution no. 7 i.e AMENDMENT IN ABSENTEE MEMBERSHIP SUBSCRIPTION was approved and passed members as per voting result declared by Scrutinizer COL. VIKRAM MEHNDIRATTA**

**SPECIAL RESOLUTION NO. 8 :**

**TO CONSIDER DELETION OF ANNUAL INCREASE IN MONTHLY SUBSCRIPTION**

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 S.no. 2 (d) of Annexure II of Articles of Association to delete following lines w.e.f. 01-04-2025 as follows :

**10% hike p.a. to monthly subscription to be levied to neutralize ongoing cost escalation of Establishment expenditure and also due to hike in salary of club staff as approved by Board of Directors.**

**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 to be held on 30<sup>TH</sup> Day Of December 2024 .**

**TO CONSIDER DELETION OF ANNUAL INCREASE IN MONTHLY SUBSCRIPTION**

The Annual hike in monthly Subscription was passed in AGM 2018 to neutralize increasing Establishment expenditure .

As per suggestions from members, it was proposed to keep the annual subscription charges constant and not to increase annually.

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.

**Discussions : Nil**

**RESOLUTION STATUS : PASSED**

**Special resolution no. 8 i.e DELETION OF ANNUAL INCREASE IN MONTHLY SUBSCRIPTION was approved and passed by members as per voting result declared by Scrutinizer COL. VIKRAM MEHNDIRATTA**

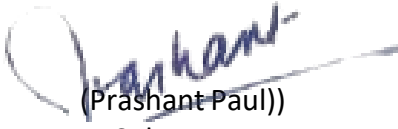
**AGENDA POINT NO 4**

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

**VOTE OF THANKS**

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

At the end, the Chairman thanked all the members present for their attendance and active participation and declared the AGM-2024 closed at 3.30 PM on 30 Dec 2024.

  
(Prashant Paul)  
Lt Col  
Hony Secretary  
Bareilly Club Limited

**COUNTERSIGNED**

  
(Maneesh Kukrety)  
Brig  
Chairman  
Bareilly Club Limited