



THE DELHI GOLF CLUB

DR. ZAKIR HUSSAIN ROAD, NEW DELHI – 110003

www.delhigolfclub.org

CIN : U91990DL1950NPL001746

NOTICE OF 71ST ANNUAL GENERAL MEETING OF THE DELHI GOLF CLUB

NOTICE IS HEREBY GIVEN THAT THE 71ST ANNUAL GENERAL MEETING OF THE MEMBERS OF THE DELHI GOLF CLUB (HEREINAFTER REFERRED TO AS “THE CLUB”) WILL BE HELD ON SATURDAY, THE 25TH DAY OF SEPTEMBER, 2021 AT 10.00 A.M. THROUGH TWO-WAY VIDEO CONFERENCING (“VC”) FACILITY/ OTHER AUDIO-VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

Item No. 1

To consider and adopt the Audited Financial Statements of the Club including Balance Sheet, Income and Expenditure statement and Cash Flow Statement for the financial year ended on 31st March, 2021 together with schedules and annexures with the report of the General Committee and Auditor’s thereon for the year ended on that date.

Item No. 2. To elect the President of the Club for the year 2021-22

Item No.3: To elect the Captain of the Club for the year 2021-22

Item No.4: To elect the members of the General Committee pursuant to provisions of Section 152 of the Companies Act 2013 read with Articles of Association and Bye-Laws of The Delhi Golf Club.

SPECIAL BUSINESS:

Item No. 5: ALTERATION OF ARTICLES OF ASSOCIATION:

a. Substitution of first para of Clause (i) (a) of Article 10.A.2 under the head Associate Mid-Week, C & LPR Members:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 8, 14 of the Companies Act, 2013 read with the rules framed thereunder and other applicable provisions, if any, and subject to approval of Central Government or any other competent authority as may be prescribed from time to time, consent of members of the Club be and is hereby accorded to alter the provisions of the Articles of Association of the Club by substitution of first para of Clause (i) (a) of Article 10.A.2 under the head Associate Mid-Week, C & LPR Members with the following:



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“Mid-Week members shall be elected from ‘C’ Members strictly in order of seniority and their election will be subject to their having a handicap or any other condition as decided by the Committee and incorporated in the Bye Laws.”

RESOLVED FURTHER THAT each of the member of General Committee be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.”

b. Substitution of Clause 6(i) of Article No.10.A.3 under the head NRI Tenure Members:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 8, 14 of the Companies Act, 2013 read with the rules framed thereunder and other applicable provisions, if any, and subject to approval of Central Government or any other competent authority as may be prescribed from time to time and members of the Club, consent of General Committee be and is hereby accorded to alter the provisions of the Articles of Association of the Club by substitution of Clause 6(i) of Article No.10.A.3 under the head NRI Tenure Members with the following:

“A Non-Resident Indian (NRI) shall be a person as defined as per RBI Guidelines.

The person applying for NRI Tenure Membership must provide evidence of being an NRI (as may be reasonably required by the Committee) in the first instance, and again when applying for the extension of the tenure.”

RESOLVED FURTHER THAT each of the member of General Committee be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.”

c. Substitution of Clause 2A of Article 10.A.6 under the head Senior Dependents:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:



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“RESOLVED THAT pursuant to the provisions of Section 8, 14 of the Companies Act, 2013 read with the rules framed thereunder and other applicable provisions, if any, and subject to approval of Central Government or any other competent authority as may be prescribed from time to time, consent of members of the Club be and is hereby accorded to alter the provisions of the Articles of Association of the Club by substitution of clause 2A of Article 10.A.6 under the head Senior Dependents with the following:

(i) A registered dependent shall become a Senior Dependent on attaining the age of 22 years and the Club shall open an account in the name of the Senior Dependent and debit the account with the security deposit as per the Bye-laws and issue an identification Card only to those who (a) have applied for the membership of the Club between his/her 18th and 22nd birthday and (b) have obtained a handicap at the Club, or submitted a handicap certificate (not more than six months old) of a 18 hole Course with a minimum length of 6000 yards for men and 5000 yards for ladies, or have passed a golf test conducted by the Committee. Their seniority for Membership will be considered from the date of their application.

Dependents who have reached their 22nd birthday and have applied for Membership of the Club but have failed to establish a handicap or pass a golf test shall no longer be permitted to use the facilities of the Club. On passing the golf test or establishing a handicap, they shall be registered as Senior Dependents on payment of Fees as per the Bye-laws from the date of their 22nd birthday. However, their seniority for membership will be considered from the date of their application.

(ii) A dependent can become a Senior Dependent only when he has been a dependent for a continuous period of minimum three years and has applied for the membership of the Club between his/her 18th - 22nd birthday. However, in cases where membership is granted to the member when the dependent has attained an age wherein he/she cannot complete the said period of 3 years, then such dependent can become a Senior Dependent provided he/she has not crossed the 22nd birthday subject to his applying for the membership immediately on the admission of the member and payment of the relevant Fees as per the Bye-laws of the Club. The Senior Dependent should return his/her Dependent Identification Card.

(iii) Senior Dependents Applied Late are sons and daughters of the Members of the Club who were permitted to apply prior to 31 December 1992 for membership after attaining the age of 22 and who were registered as Senior Dependents Applied Late.



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(iv) A Senior Dependent shall not be, nor deemed to be, a Member of the Club in any way whatsoever and shall have privileges in the Club on the terms and conditions as may be specified from time to time in the Articles and Bye-Laws.

(v) For the purpose of this Article, the first birthday shall be one year after the child is born and relevant birthdays, i.e. 8th birthday, 18th birthday and 22nd birthdays will be 8 years, 18 years and 22 years after the child is born.

RESOLVED FURTHER THAT each of the member of General Committee be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.”

d. Substitution of Article no. 11 under the head Method of proposal for Membership:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 8, 14 of the Companies Act, 2013 read with the rules framed thereunder and other applicable provisions, if any, and subject to approval of Central Government or any other competent authority as may be prescribed from time to time, consent of members of the Club be and is hereby accorded to alter the provisions of the Articles of Association of the Club by substitution of article no. 11 under the head method of proposal for membership with the following:

“Every candidate for admission as a Member of the Club shall be over 18 years of age and shall be proposed by one ‘A’ member and seconded by another ‘A’ member in a form containing such particulars as may be from time to time prescribed by the Committee. Every candidate must be personally known to both the proposer and seconder.

In case the category of a candidate changes during the pendency of his/her membership application, his/her membership application will be considered as per his/her category status at that point of time. Further, the date of his/her seniority will remain the date of his/her membership application.”

RESOLVED FURTHER THAT each of the member of General Committee be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.”



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e. **Insertion of new Article 11A with the head “Transfer of Membership Application” after the Article 11:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 8, 14 of the Companies Act, 2013 read with the rules framed thereunder and other applicable provisions, if any, and subject to approval of Central Government or any other competent authority as may be prescribed from time to time, consent of members of the Club be and is hereby accorded to alter the provisions of the Articles of Association of the Club by insertion of new Article 11A with the head “Transfer of Membership Application” after the Article 11:

“A candidate for admission as a Member of the Club may transfer his Membership application to his spouse. Further, on the demise of an applicant the Membership application shall stand transferred to the surviving spouse in case the latter applies for the same within two years of the demise of the applicant. In both the cases while the seniority of application shall be retained, the new applicant shall be proposed and seconded by ‘A’ Members and shall be put in the category to which the new applicant belongs.”

RESOLVED FURTHER THAT each of the member of General Committee be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.”

f. **Substitution of last para of Article 54 under the head Payment Of Members’ Bills:**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 8, 14 of the Companies Act, 2013 read with the rules framed thereunder and other applicable provisions, if any, and subject to approval of Central Government or any other competent authority as may be prescribed from time to time, consent of members of the Club be and is hereby accorded to alter the provisions of the Articles of Association of the Club by substitution of last para of Article 54 under the head Payment Of Members’ Bills with the following:



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“All members being so reinstated will be required to pay a penalty of 25% of the lowest Entrance Fee applicable at the time of reinstatement. They will be restored to the same seniority and category of Membership, and the rights and privileges as they had when their membership was terminated under this Clause.”

RESOLVED FURTHER THAT each of the member of General Committee be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.”

**For and on behalf of
The Delhi Golf Club**

**S/d
Cdr. Anil K Rattan (Retd.)
Secretary/Chief Executive
The Delhi Golf Club
Dr Zakir Hussain Marg,
New Delhi-110003**

**Date: 25/08/2021
Place: New Delhi**



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NOTES: -

1. In view of the global pandemic COVID-19, the Ministry of Corporate Affairs (MCA) has vide General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 02/2021 dated 13th January, 2021 and other circulars including General Circular No. 14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020 (collectively "MCA Circulars"), permitted companies to conduct Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means, without the physical presence of the members at a common venue and subject to compliance of various conditions mentioned therein. In compliance with the MCA Circulars and applicable provisions of Companies Act, 2013, the 71STAGM of the Club is being convened and conducted through video conferencing facility. The deemed venue for the AGM shall be the Registered Office of the Company.
2. A statement pursuant to Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM is annexed hereto.
3. President, Captain and other members of the General Committee are to be elected at the Annual General Meeting (See items 2, 3 & 4) as per following schedule:
 - a. *Last date for submission of nomination form along with the annexures thereto will be 8th September, 2021 by 5 pm. Scrutiny of the nomination forms will be done on 9th September, 2021 at 4pm and the last date of withdrawal of nominations would be 11th September 2021 by 5 pm.*
 - b. *Remote e-voting will start on **Tuesday 21st day of September 2021 at 04.00 p.m. and close on Friday 24th day of September 2021 at 5.00 p.m.** The members will be able to cast their votes on the National Securities Depository Limited's ('NSDL') e-Voting website at www.evoting.nsdl.com.*
 - c. **AGM will start on Saturday, 25th day of September 2021 from 10.00 a.m.**
 - d. *If any member has not cast his/her vote as per 3.b above, he/she will be able to cast their votes on the National Securities Depository Limited's ('NSDL') e-Voting website at www.evoting.nsdl.com. during AGM from 10.00 a.m. to 02.00 p.m.*
4. Subject to the provisions of the Articles of Association of the Club, any permanent member of the club shall be eligible for the post as mentioned above. Aspirants for the posts may send their notices, in writing, under their hand to signify their candidature for the Post of the President or the Captain or the member of General Committee, separately, giving the details in the nomination form to the club office on or before 5.00 P.M. Wednesday, 8th day of September 2021. Nomination Forms will be available on the website i.e, <https://dqcmembers.com> and also be obtained from the registered office of the club.
5. List of the candidates for the Post of the President or the Captain or the member of General Committee will be circulated through email to all the permanent members and placed on the website of the Club not less than seven clear days before the date of AGM.



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6. Any member who is proposing his name / any other member name, who is being proposed for the post of the President/Captain of the Club/ for members of the General Committee of the Club should have Director Identification Number (DIN) as required under the Companies Act, 2013.
7. Every candidate will be required to give their consent in writing in form DIR- 2, Consent to Code of Conduct for General Committee members and disclosures in forms MBP-1& DIR-8 in accordance with the provisions of the Companies Act, 2013.
8. Copy of the Audited Balance Sheet, Income and Expenditure Statement and Cash Flow Statement for the year ended on March 31, 2021, together with the report of General Committee and Auditors' is annexed.
9. The Club has enabled the Members to participate at the 71st AGM through Video conferencing /Other audio-visual means (VC/OAVM), by following the procedure annexed with this notice. The facility of participation at the AGM through VC/OAVM has been made available to members. The members will be able to view the proceedings on the National Securities Depository Limited's (NSDL) e-Voting website at www.evoting.nsdl.com. The detailed instructions for joining the Meeting through VC/OAVM is enclosed to this Notice.
10. As per the provisions under the MCA Circulars, Members attending the 71st AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
11. The Club has provided the facility to Members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the AGM and National Securities Depository Limited (NSDL) has been appointed as the Agency to provide such facility. The process of e-voting and remote e-voting with necessary procedure and instructions to be followed has been annexed to this notice. Such remote e-voting facility is in addition to voting that will take place at the 71st AGM being held through video conferencing.
12. Timing for E-Voting:

For Remote e-voting: from Tuesday, 21st day of September, 2021 at 04.00 p.m. to Friday, 24th day of September, 2021 at 05.00 p.m.

For Voting during the AGM: Saturday, 25th day of September, 2021 from 10.00 a.m. to 02.00 p.m.
13. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.
14. Pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Further, Articles of Association of the Club provides that there shall be no voting by proxy. Accordingly, the facility for appointment of proxies by the Members will not be made available



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for the 71st AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

15. In compliance with the requirements of the MCA Circulars, the Notice of AGM along with Annual report for the financial year ended 31st March, 2021 are being sent only in electronic mode to the members whose e-mail addresses are registered with the Club. Members may note that this Notice and Annual report for the financial year ended 31st March, 2021 will also be available on the Club's website at <https://www.delhigolfclub.org/agm/>
16. Members of the Company as on the cut-off date of 23rd day of August, 2021, may cast their vote by remote e-Voting and e-voting during the AGM. A person who is not a member as on the cut-off date should treat this Notice for information purpose only. A person whose name is recorded in the Register of Members as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as remote e-Voting during the AGM.
17. Members of the Club who have not registered/updated their e-mail address are requested to get their e-mail address registered/updated by following the procedure below:
 - *Send a scan copy of Signed Request Letter for registering/updating email address by mentioning the following details:*
 - a. *Name of member*
 - b. *Membership number of the Member*
 - c. *Complete Address of the Member*
 - d. *Email address to be registered*
 - e. *Self-Attested Copy of PAN*
 - *Send e-mail to the Club's email address at membership@delhigolfclub.org*
18. The Statutory Registers of the Club and other documents related to the subject matters of AGM including copy of Articles of Association will be made available for inspection through electronic mode. The members may send their request for inspection of the same by sending an e-mail at fc@delhigolfclub.org
19. In Compliance with the General Circular No. 20/2020 dated May 5, 2020 issued by the Ministry of Corporate Affairs, the Club has published a public notice in "Navbharat Times" (Hindi Edition) and "The Times of India" (English Edition) dated 25th August 2021 specifying the details as stipulated in the aforementioned circular in the advertisement.
20. Since the meeting will be conducted through VC/OAVM facility, the route map is not annexed to this Notice.
21. By virtue of MCA circular no.14/2020 dated 08th April, 2020 read with subsequent circulars issued, all resolutions passed in accordance with this mechanism will be filed with the Registrar of Companies within 60 days of the meeting, clearly indicating that the mechanism provided herein along with other provisions of the Act and rules duly complied with during such meeting.



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22. Member of the Club are requested to kindly read the instructions for voting through electronic means as encloses to this notice.
23. In case of any queries regarding the Annual Report, the Members may write from their registered e-mail address, mentioning their name, Membership Number and mobile number, to reach the Club's e-mail address at fc@delhigolfclub.org before 3.00 p.m. (IST) on Wednesday, 22nd day of September, 2021. Such questions by the Members shall be suitably replied by the Club.
24. *Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their Names, membership number, PAN and mobile number at membership@delhigolfclub.org on or before Wednesday, 22nd day of September, 2021 (5.00 p.m. IST). Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Club reserves the right to restrict the number of speakers depending on the availability of time for the AGM. The Members who will register themselves as a speaker will be allowed to speak on first come first basis. (Guidelines for speaking through video conferencing will be shared separately to the listed speakers).*
25. *Following person(s) shall be responsible to address the grievances connected with facility for voting by electronic means:*

Name	Designation	Address	Phone No.	Email
Ms. Beena Raina	Computer Supervisor	The Delhi Golf Club Dr Zakir Hussain Road, New Delhi -110003	011-24307100 Ext 616	<i>membership@ delhigolfclub.org</i>
Mr. Zeeshan	Office Executive		011-24307100 Ext 609	
Ms. Ekta Jaggi	Office Executive		011-24307100 Ext 624	
Ms. Neha Sharma	Data Entry Operator		011-24307100 Ext 606	

Members who need technical assistance before or during the AGM to access and participate in the Meeting may contact NSDL on Toll free no. 1800-1020-990 / 1800-224-430.

26. Mr. Barindar Singh Sistani has been appointed as the Scrutinizer cum Chief Returning Officer (CRO) to scrutinize remote e-Voting process and casting vote through e-voting system during the meeting in a fair and transparent manner. The scrutiniser so appointed may take assistance of a person who is not in employment of the Club and who is well-versed with the electronic voting system. In addition, Mr. K. S. Bains has also been appointed as CRO.
27. Mr. Barindar Singh Sistani and Mr. K. S. Bains shall immediately after the conclusion of voting at the AGM, first download the votes cast at the meeting and thereafter unblock the



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votes cast through remote e-voting in the presence of at least two(2) witnesses not in the employment of the Club for the results of the elections and resolution(s). Thereafter, the results shall be declared forthwith by the Scrutiniser. The Scrutiniser shall submit a Consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman or an authorised person who shall countersign the same.

28. As per regulations, this activity regarding the declaration of results must be completed as soon as possible on conclusion of the AGM but not beyond 48 hours.
29. The results along with Scrutiniser's Report shall be placed on the notice board of the Club, website of the Club i.e. www.delhigolfclub.org and website of NSDL (evoting@nsdl.co.in).
30. By virtue of Club being a Section 8 Company and in accordance with the provisions of the Companies Act, 2013, in the event of passing the resolution, the General Committee will have to file the resolution for alteration of Articles of Association of the Club with the concerned Registrar of Companies for its approval.

**For and on behalf of
The Delhi Golf Club**

**S/d
Cdr. Anil K Rattan (Retd.)
Secretary/Chief Executive
The Delhi Golf Club
Dr Zakir Hussain Marg,
New Delhi-110003**

**Date: 25/08/2021
Place: New Delhi**



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

Item No. 5:

The General Committee had constituted a Core Committee for review of Memorandum and Articles of Association of the Club and accordingly, basis suggestions from the entire membership, discussions with individual members and the report of the CC set up last year for the same purpose. The General Committee in its meeting held on 26th July, 2021 & 23rd August 2021 has approved the amendment(s) in various clauses in the Article of Association of the Company as set out in item no. 5 of the notice, subject to the approval of members of the Company and the Central Government. The comparative analysis of the prevailing and proposed articles along with the explanations have been summarised below for review and kind perusal of the members. The proposed changes are highlighted in yellow for insertion and red for deletion for the convenience of the members.:

S. No.	Article No	Existing provision under articles	Proposed provision under articles	Explanation
5a.	10.A.2 (i) (a) Associate Mid-Week, C & LPR Members	<p>Mid-Week Members shall be elected from 'C' Members strictly in order of seniority and their election will be subject to men having a handicap of 12 or below on the 'Peacock' Course and ladies having a handicap of 16 or below on the 'Peacock' Course. Outstation member with a handicap of 18 or below on an 18 holes course with a minimum length of 6000 yards for men (5000 yards for ladies) will also be eligible for upgradation from 'C' Member to Mid-week Member subject to seniority.</p> <p>However, those registrant applicants already having a handicap of 3 or below for men and 6 or below for women on the Lodhi Course or from a recognized Golf Club having an 18 holes Championship Course with a minimum length of 6000 yards for men and 5000 yards for ladies may be taken directly as a Mid-week Member when their turn for membership of the Club is due strictly in accordance with seniority of applications.</p>	<p>Mid-Week members shall be elected from 'C' Members strictly in order of seniority and their election will be subject to their having a handicap or any other condition as decided by the committee and incorporated in the Bye Laws.</p> <p>However, those registrant applicants already having a handicap of 3 or below for men and 6 or below for ladies on the Lodhi Course or from a recognized Golf Club having an 18 holes Championship Course with a minimum length of 6000 yards for men and 5000 yards for ladies may be taken directly as a B member when their turn for membership of the Club is due strictly in accordance with seniority of applications.</p>	<p>This amendment is proposed to be done in order to ensure smooth upgradation of 'C' members to 'Mid-Week' members as presently there are number of vacancies of 'Mid-Week' Members which cannot be filled because of lack of availability of eligible 'C' members.</p>



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S. No.	Article No	Existing provision under articles	Proposed provision under articles	Explanation
5b.	10.A.3.6 (i) NRI Tenure Members	<p>A Non-Resident Indian (NRI) shall be a person holding an Indian passport, who is not a Resident of India, i.e., does not spend more than 180 days in India in any given financial year provided that the person, as an NRI, has not resumed residence in India again.</p> <p>The person applying for NRI Tenure Membership must provide evidence of being an NRI (as may be reasonably required by the Committee) in the first instance, and again when applying for extension of the tenure. The person ceases to be an NRI Tenure Member and forfeits the entrance fee, if during the period of the tenure, the person no longer remains an NRI.</p>	<p>A Non-Resident Indian (NRI) shall be a person as defined as per RBI guidelines</p> <p>The person applying for NRI Tenure Membership must provide evidence of being an NRI (as may be reasonably required by the Committee) in the first instance, and again when applying for the extension of the tenure.</p>	<p>It is felt that that the definition of NRI should be as defined under RBI Guidelines.</p> <p>Further, it is also proposed that the NRI Tenure membership should not be terminated midway during the tenure. If a person ceases to be an NRI, his tenure should not be extended.</p>

S. No.	Article No	Existing provision under articles	Proposed provision under articles	Explanation
5c.	10.A.6.2A Senior Dependents	<p>A dependent shall become a Senior Dependent on his/her 22nd birthday and the Club shall open an account in the name of the Senior Dependent and debit the account with the security deposit as per the Bye-laws and issue an identification Card only to those who (i) have applied for membership of the Club between his/her 18th to 22nd birthday (ii) have obtained a handicap at the Club, or submit a handicap certificate (not more than 6 months old) of a 18 hole Course with a minimum length of 6000 yards for men and 5000 yards for ladies, or pass a golf test conducted by the Committee.</p>	<p>(i) A registered dependent shall become a Senior Dependent on attaining the age of 22 years and the Club shall open an account in the name of the Senior Dependent and debit the account with the security deposit as per the Bye-laws and issue an identification Card only to those who (a) have applied for the membership of the Club between his/her 18th and 22nd birthday and (b) have obtained a handicap at the Club, or submitted a handicap certificate (not more than six months old) of a 18 hole Course with a minimum length of 6000 yards for men and 5000 yards for ladies, or have passed a golf test conducted by the Committee. Their</p>	<p>The changes have been proposed to be made to ensure a uniform criteria of seniority for all applicants for membership, which will be the date of their application.</p>



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	<p>Those who have (i) applied for membership between the 18th & 22nd birthday and have established their handicap or passed a golf test before their 22nd birthday and did not get an SD Card, seniority of their application for membership will be taken from the date of their SD Card.</p> <p>Dependents who have reached their 22nd birthday and have applied for Membership of the Club but have failed to establish a handicap or pass a golf test shall no longer be permitted to use the facilities of the Club. On passing the golf test or establishing a handicap, they shall be registered as Senior Dependents on payment of Fees as per the Bye-laws from the date of their 22nd birthday-</p> <p>However, seniority for membership will be considered from the date of obtaining their SD Card.</p> <p>Those Dependents who have obtained their Senior Dependent Cards before 25th of March 2006, their seniority shall be from the date of registration of their membership application.</p> <p>A dependent can become a Senior Dependent only when he has been a dependent for a continuous period of minimum three years and has applied for the membership of the Club between his/her 18th - 22nd birthday. However, in cases where membership is granted</p>	<p>seniority for Membership will be considered from the date of their application.</p> <p>Dependents who have reached their 22nd birthday and have applied for Membership of the Club but have failed to establish a handicap or pass a golf test shall no longer be permitted to use the facilities of the Club. On passing the golf test or establishing a handicap, they shall be registered as Senior Dependents on payment of Fees as per the Bye-laws from the date of their 22nd birthday.</p> <p>However, their seniority for membership will be considered from the date of their application.</p> <p>(ii) A dependent can become a Senior Dependent only when he has been a dependent for a continuous period of minimum three years and has applied for the membership of the Club between his/her 18th - 22nd birthday. However, in cases where membership is granted to the member when the dependent has attained an age</p>	
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		<p>to the member when the dependent has attained an age wherein he/she cannot complete the said period of 3 years, then such dependent can become a Senior Dependent provided he/she has not crossed the 22nd birthday subject to his applying for the membership immediately on the admission of the member and payment of the relevant Fees as per the Bye-laws of the Club. The Senior Dependent should return his/her Dependent Identification Card.</p> <p>Senior Dependents Applied Late are sons and daughters of the Members of the Club who were permitted to apply prior to 31 December 1992 for membership after attaining the age of 22 and who were registered as Senior Dependents Applied Late.</p> <p>A Senior Dependent shall not be, nor deemed to be, a Member of the Club in any way whatsoever and shall have privileges in the Club on the terms and conditions as may be specified from time to time in the Articles and Bye-Laws.</p> <p>For the purpose of this Article, the first birthday shall be one year after the child is born and relevant birthdays, i.e. 8th birthday, 18th birthday and 22nd birthdays will be 8 years, 18 years and 22 years after the child is born.</p>	<p>wherein he/she cannot complete the said period of 3 years, then such dependent can become a Senior Dependent provided he/she has not crossed the 22nd birthday subject to his applying for the membership immediately on the admission of the member and payment of the relevant Fees as per the Bye-laws of the Club. The Senior Dependent should return his/her Dependent Identification Card.</p> <p>(iii) Senior Dependents Applied Late are sons and daughters of the Members of the Club who were permitted to apply prior to 31 December 1992 for membership after attaining the age of 22 and who were registered as Senior Dependents Applied Late.</p> <p>(iv) A Senior Dependent shall not be, nor deemed to be, a Member of the Club in any way whatsoever and shall have privileges in the Club on the terms and conditions as may be specified from time to time in the Articles and Bye-Laws.</p> <p>(v) For the purpose of this Article, the first birthday shall be one year after the child is born and relevant birthdays, i.e. 8th birthday, 18th birthday and 22nd birthdays will be 8 years, 18 years and 22 years after the child is born.</p>	
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S. No.	Article No	Existing provision under articles	Proposed provision under articles	Explanation
5d.	11 Method of proposal for Membership	Every candidate for admission as a Member of the Club shall be	Every candidate for admission as a Member of the Club shall be over	At present a person can apply for membership at



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			<p>proposed by one 'A' member and seconded by another 'A' member in a form containing such particulars as may be from time to time prescribed by the Committee. Every candidate must be personally known to both the proposer and seconder.</p>	<p>18 years of age and shall be proposed by one 'A' member and seconded by another 'A' member in a form containing such particulars as may be from time to time prescribed by the Committee. Every candidate must be personally known to both the proposer and seconder.</p> <p>In case the category of a candidate changes during the pendency of his/her membership application, his/her membership application will be considered as per his/her category status at that point of time. Further, the date of his/her seniority will remain the date of his/her membership application.</p>	<p>18 year of age but it has not been mentioned in the articles.</p> <p>Further, it has been clarified that his membership application will be considered for the category to which he belongs at the time of consideration.</p>
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S. No.	Article No	Existing provision under articles	Proposed provision under articles	Explanation
5e.	11.A. Transfer of Membership Application	New Article Transfer of Membership Application	A candidate for admission as a Member of the Club may transfer his Membership application to his spouse. Further, on the demise of an applicant the Membership application shall stand transferred to the surviving spouse in case the latter applies for the same within two years of the demise of the applicant. In both the cases while the seniority of application shall be retained, the new applicant shall be proposed and seconded by 'A' Members and shall be put in the category to which the new applicant belongs.	This amendment is being proposed to cater to number of requests received from members and the same are found to be reasonable.

S. No.	Article No	Existing provision under articles	Proposed provision under articles	Explanation
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<p>5f.</p>	<p>54 Payment Of Members' Bills</p>	<p>Club bills shall become payable on presentation. If not paid within fourteen days of presentation, a written reminder may be sent by registered post fixing a date by which payment of all sums which may be due shall be paid, and in the event of non-payment by the date indicated (which unless otherwise determined by the Committee shall be within 14 days of the date of such reminder) the Committee may post the name of the defaulter in some conspicuous place in the premises of the Club. No Member shall be entitled after his name has been so posted, during his default, to exercise any of the privileges of the Club until the amounts due by him in respect of which his name has been posted have been paid. If within thirty days of such posting all sums due from the Member of the Club are not paid, the Committee may remove his name from the Register of Members and in that case such removal shall be notified to him and he shall cease to be a Member.</p> <p>Notwithstanding anything contained in this Article the Committee shall have power in their discretion in any particular case to allow further time for payment and/or postpone the date of posting. The Committee shall also have the power to consider an application for reinstatement by a member made within one year of his name being removed from the register of Members and reinstate such a member, provided the member has a valid reason for the delay in payment and also provided that the member has cleared all his outstandings before applying for reinstatement.</p> <p>The member being reinstated will be required to pay 25% of the</p>	<p>Club bills shall become payable on presentation. If not paid within fourteen days of presentation, a written reminder may be sent by registered post fixing a date by which payment of all sums which may be due shall be paid, and in the event of non-payment by the date indicated (which unless otherwise determined by the Committee shall be within 14 days of the date of such reminder) the Committee may post the name of the defaulter in some conspicuous place in the premises of the Club. No Member shall be entitled after his name has been so posted, during his default, to exercise any of the privileges of the Club until the amounts due by him in respect of which his name has been posted have been paid. If within thirty days of such posting all sums due from the Member of the Club are not paid, the Committee may remove his name from the Register of Members and in that case such removal shall be notified to him and he shall cease to be a Member.</p> <p>Notwithstanding anything contained in this Article the Committee shall have power in their discretion in any particular case to allow further time for payment and/or postpone the date of posting. The Committee shall also have the power to consider an application for reinstatement by a member made within one year of his name being removed from the register of Members and reinstate such a member, provided the member has a valid reason for the delay in payment and also provided that the member has cleared all his outstandings before applying for reinstatement.</p> <p>All members being so reinstated will be required to pay a penalty</p>	<p>As per current provisions, those person who have acquired their membership through Dependent or Govt. Servant route pay 25% of current entrance fee of that category on reinstatement even if they became a member under that category 30-40 years ago. Those who came in through Indian Business (IB) category are required to pay four times that as current rates of entrance fees of this category are much higher than the other two categories. It should be a fine which should be the same for everyone.</p> <p>This amendment is being proposed to have the same amount for everyone.</p>
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		current appropriate category's Entrance Fee applicable at the time of reinstatement.He will be restored to the same seniority and category of Membership, and the rights and privileges as he had when his membership was terminated under this Clause.	of 25% of the lowest Entrance Fee applicable at the time of reinstatement. They will be restored to the same seniority and category of Membership, and the rights and privileges as they had when their membership was terminated under this Clause.	
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Pursuant to the provisions of section 14 of the Companies Act, 2013 read with the Article 61 of the Articles of Association, alteration of articles requires approval of the members of the Company by way of a Special Resolution (votes cast in favor of resolutions by the members are not less than three times of the votes cast against the resolution) at the General Meeting. The item number 05 pertaining to Alteration of Articles of Association comprises of separate resolution(s) detailing each alteration proposed therein. The members are required to vote on each resolution separately for the proposed amendment(s) in the Articles of Association.

Kindly note that the Club, being a Section 8 Company, any modification/ alteration in the Articles of Association of the Club requires prior approval of the Registrar of Companies. Hence, an application would be filed with Registrar of Companies and in case of any direction/ instruction/ alteration/ modification(s) directed by the concerned Registrar of Companies, the proposed resolution stands modified accordingly.

DISCLOSURE OF INTEREST UNDER SECTION 102 (1)(a):

The General Committee recommends the approval of the aforesaid amendment(s) by way of passing of special resolution.

None of the General committee Members of the Club or their respective relatives is concerned or interested in the passing of the Resolutions as item No. 5

DISCLOSURE UNDER SECTION 102(3):

The copy of documents relating to this business will be made available for inspection by the members through electronic mode. The members may send the request for the copies of documents relating to this business for inspection by sending an e-mail at fc@delhigolfclub.org.

**For and on behalf of
The Delhi Golf Club**

S/d
**Cdr. Anil K Rattan (Retd.)
Secretary/Chief Executive
The Delhi Golf Club
Dr Zakir Hussain Marg,
New Delhi-110003**

**Date: 25/08/2021
Place: New Delhi**



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PROCESS FOR E-VOTING, ATTENDING AGM & JOINING AGM AS SPEAKER

Dear Members,

1. Please find below the simplified process for E-Voting, joining AGM and expressing your views during AGM.
2. Detailed process for each of the activities is enclosed.

E-VOTING PROCEDURE - FROM 21st SEP 4PM TO 24th SEP 5PM

1. You will receive an E-mail & SMS from NSDL on Sep 10, 2021 with the subject heading **E-Voting for Club Elections 2021 - PLEASE SAVE. DO NOT DELETE.**
2. On opening the Email, you will see the following: -

PDF file viz; 'e-voting.pdf', open the PDF file received on your email with your membership Number as Password (in Upper Case). On opening of PDF, you will able to view the User-id and Password & NSDL website link.
3. In the SMS also, you will receive **same User-id & Password** and NSDL website link.
4. When you click on the NSDL website link provided, it will open the homepage of E-Voting area.
5. Click on 'Login' button at **Shareholder/Member tab** to log-in.



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6. Insert the **User ID** received in E-mail/SMS and opt for any one of the two **Login Types** available (namely **Password or OTP**) and proceed as follows for each-
 - A. **Password**- Insert the User-id and the password provided by NSDL in the E-mail/SMS. Insert the verification code, Password (as in email/SMS) and agree to all terms and conditions. The system will prompt for resetting of the Password (one time) to a Password of your own choice (**your new password must contain (minimum one Capital, one Special character & one numeric) minimum of 8 digits**). After you change the Password, and re-login using the new Password the default page of NSDL E-Voting will be displayed.
 - B. **One Time Password (OTP)** - Insert the User-id and if the **OTP** option is selected, Insert Verification Code and agree to all terms and conditions. NSDL system will automatically send a One Time Password (OTP) on your registered email and/or mobile number. Post insertion of the correct OTP, the member will be prompted to the NSDL E-Voting page.
7. On the E-Voting page, five Events will be displayed for voting by members-
 1. To consider and adopt the Audited Financial Statements of the Club.
 2. To elect the President of the Club for the year 2021-22.
 3. To elect the Captain of the Club for the year 2021-22.
 4. To elect the members of the General Committee - 2021-22.

SPECIAL BUSINESS

 5. Alteration Of Articles of Association.
8. You can vote on any of the event under 'Company Name' by clicking on the corresponding 'EVEN Number'. Various available choices under that event shall be displayed. Once you select your choice of Candidates / Resolutions, you will be prompted to click the 'CONFIRM' button. Please click on the **CONFIRM** button to register your vote. (Please note that after the 'CONFIRM' button is clicked, you will not be able to change your choice.)
9. Upon confirmation, the message, 'Vote Cast successfully' will be displayed.
10. Similarly, all the events under the 'Company Name' can be voted upon by the members by selecting the corresponding 'EVEN' numbers.

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TO ATTEND AGM AND E-VOTING – 25th SEP 2021 (10 AM – 2 PM)

1. If you have already voted between 21st to 24th SEP 2021, Login on the E-Voting page (as per E-Voting instructions above) and click on the link 'VC/OAVM' under the head '**Join General Meeting**' to view the AGM screen.
2. If you have not voted between 21st to 24th SEP 2021, and want to join AGM only, follow the instructions as per E-Voting instructions above to reach the E-Voting page. Click on the link 'VC/OAVM' under the head '**Join General Meeting**' to view the AGM screen.
3. If you have not voted between 21st to 24th SEP 2021 and want to vote, follow the E-Voting instructions above to cast your vote.

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TO JOIN AGM AS SPEAKER – 25th SEP

1. You can register as speaker by sending a mail to membership@delhigolfclub.org till 19th Sep / 5PM from your registered E-mail address mentioning your Name, Membership number, PAN and Mobile number.
2. Only those Members who pre-register themselves will be allowed to express their views during the AGM. The Club reserves the right to restrict the number of speakers depending on the availability of time for the AGM. (Guidelines for speaking through video conferencing will be shared separately to the registered speakers). All the members who are requested & confirmed to speak during the AGM, will be informed by the Management in advance along with the serial number of their turn to speak.
3. **System Prerequisite:** Prior to the day of the meeting, if you don't have the webex application already installed on your device from where you are joining the meeting, please download and install the webex application by clicking on the link. <https://www.webex.com/downloads.html/>.
4. Members who register to speak and are confirmed by Club Management, a separate link will be shared by NDSL on 20th Sep to join the AGM & express their views. On the day of AGM, click on the link provided by NDSL to join the AGM & express your views.
5. On joining the meeting, your default speaker setting will be 'MUTE' which shall be 'UNMUTED' by the meeting Moderator at the required time to facilitate you to speak.



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ADDITIONAL ARRANGEMENTS TO ASSIST ALL MEMBERS.

1. To assist all members to undertake the above listed activities smoothly, a dedicated help desk manned by DGC employees will be available during the period 21-25 Sep to resolve any related queries.

Name	Designation	Address	Phone No.	Email
<i>Ms. Beena Raina</i>	<i>Computer Supervisor</i>	The Delhi Golf Club Dr Zakir Hussain Road, New Delhi - 110003	<i>011-24307100 Ext 616</i>	<i>membership@ delhigolfclub.org</i>
<i>Mr. Zeeshan</i>	<i>Office Executive</i>		<i>011-24307100 Ext 609</i>	
<i>Ms. Ekta Jaggi</i>	<i>Office Executive</i>		<i>011-24307100 Ext 624</i>	
<i>Ms. Neha Sharma</i>	<i>Data Entry Operator</i>		<i>011-24307100 Ext 606</i>	

2. In addition, dedicated NSDL help desk will also be available as follows:

NSDL Toll free number – 1800-1020-990 / 1800224430

Ms. Pallavi Mhatre, Manager

Email: evoting@nsdl.co.in

3. In addition, members desirous of viewing a demonstration on the E-Voting procedures, with dummy data may utilise the facility from 15 - 17 Sep in the Party Room in club premises during working hours (10 – 1 PM, 2 – 5 PM).

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