

# *The Bombay Presidency Radio Club Limited*

157, Arthur Bunder Road, Colaba, Mumbai – 400 005

CIN NO:-U99999MH1928GAP001372

Club GST Reg. No: 27AAACT4948F1Z8

Tel No: -☎ 2284 51 23/ 2284 50 25/ +91 9167863022/ +91 9167863004

Email: [admin@radioclub.co.in](mailto:admin@radioclub.co.in) Website:-[www.radioclub.in](http://www.radioclub.in)

## **TRANSCRIPT OF THE 101<sup>ST</sup> ANNUAL GENERAL MEETING HELD AT 01.00 P.M. ON THURSDAY 25<sup>TH</sup> SEPTEMBER 2025, THROUGH VIDEO CONFERENCING.**

**Rajesh Mehrotra, Chairman:**

Good afternoon Members. We are in quorum & I call this meeting to order.

At the outset, I would like to convey my sincere condolences to the families of our departed Members.

The Ministry of Corporate Affairs (MCA) allowed conducting Annual General Meetings (AGMs) through video conferencing (VC) or Other Audio Visual Means (OAVM) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 prescribing the procedures and manners of conducting the Annual General Meeting through VC / OAVM mode. The aforesaid facility of holding Annual General Meeting through VC/OAVM mode was further extended upto 31.12.2022 vide MCA circular No. 02/2022 dated May 05, 2022. The aforesaid facility of holding Annual General Meeting (AGM) through VC/OAVM had further been extended upto 30.09.2023 vide MCA circular No. 10/2022 dated December 28, 2022. The aforesaid facility of holding Annual General Meeting (AGM) through VC/OAVM had further extended upto 30.09.2024 vide MCA circular No. 09/2023 dated September 25, 2023. The aforesaid facility of holding Annual General Meeting (AGM) through VC/OAVM had been further extended upto 30.09.2025 vide MCA circular No. 09/2024 dated September 19, 2024. In view of the further extension of facility of holding Annual General Meeting through VC/OAVM mode, the Company (Club) is availing the said facility for the Annual General Meeting for the year ended (the word "ended" was inadvertently pronounced as "ending") 31.03.2025 also. Therefore, we are holding todays 101<sup>ST</sup> Annual General Meeting as per the guidelines of the Ministry of Corporate Affairs.

The Electronic voting system for all the Items i.e. Item No. 1 to Item No. 3 have started together together (the word "together" was pronounced twice inadvertently it was not required) today from the start of the Annual General Meeting and will remain open for four hours.

I have to inform the members attending todays AGM through video conferencing that we have received 7 requests from members to speak and or ask questions.

Now, I will ask our Vice-President Mr. Minoo Ardeshir Pardiwalla to invite the speakers one by one to speak after introducing themselves by giving their names and membership numbers.

Thank you Mr. Chairman,

1. I now request CDSL to invite Mr. Asif Petiwala to speak.

Good Afternoon Mr. Petiwala, you are requested to note that you can speak maximum for 3 minutes.

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Mr. Asif Petiwala:

Good Afternoon Mr. President and all the MC members. My name is Asif Petiwala having Membership No. A1849. On behalf of the members of Radio Club, we would like to thank the management for introducing padel and pickle ball at Radio Club and taking all the sports activities at a different levels. We wish in future also the management supports such activity thank you.

Mr. Mino Ardeshir Pardiwalla:

Thank You Mr. Petiwala, Padel / Pickle board Pickle Ball is the fastest growing Sport in Mumbai and we are proud to be one of the Club in Mumbai to introduce the same.

## **2. I now request CDSL to invite Mr. Kayomarz Mistry to speak.**

Good Afternoon Mr. Mistry, you are requested to note that you can speak maximum for 3 minutes.

Mr. Kayomarz Mistry:

Thankyou

Good Afternoon to all. My name is Kayomarz Mistry Membership No. O5613.

On Behalf of the Members, I thank the Management for providing a State of the Art temperature control Swimming Pool. The renovation requested in the last agm has been completed to an excellent standard . Thankyou.

Mr. Mino Ardeshir Pardiwalla:

Thank You Mr. Mistry, this was a very big achievement for our Club and we are one of the few Clubs' in Mumbai to have this facility.

## **3. I now request CDSL to invite Mr. Attari to speak.**

Good Afternoon Mr. Attari, you are requested to note that you can speak for maximum 3 minutes.

Mr. Mustaffa Attari:

Good Afternoon everyone. My My name is Mustaffa Attari My Membership no. is A1474.

My question is that the radio club has recently introduced special single corporate membership for the club. This is going to help the club very much.

Mr. Mino Ardeshir Pardiwalla:

Thank You Mr. Attari, it is always our endeavor to innovate and try out new methods to increase the Reserves and profits of our Club.

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**4. I now request CDSL to invite Mr. Premal Goragandhi to speak.**

Good Afternoon Mr. Goragandhi, you are requested to note that you can speak maximum for 3 minutes.

Mr. Premal Kiran Goragandhi:

Very Good afternoon sir! I am Premal Goragandhi Membership No. Is A1627

Mr. Rajesh Mehrotra:

Hello!

Mr. Premal Kiran Goragandhi:

Hello! Sir,

Mr. Rajesh Mehrotra:

Go Ahead ! Please

Mr. Premal Kiran Goragandhi:

Sir, My Membership No. is A1627, I am Premal Goragandhi.

Very Good Afternoon to you all. I would love like to congratulate this committee for increasing our club reserves to upto 100 crores Rupees. That's a remarkable achievement and heartily hearty congratulations to you all, Sir.

Mr. Minoo Ardeshir Pardiwalla:

Thank You Mr. Goragandhi, 100 crores is a big milestone and we will try to do even better this year.

**5. I now request CDSL to invite Mr. Omprakash Mishra to speak.**

Good Afternoon Mr. Mishra, you are requested to note that you can speak maximum for 3 minutes.

Mr. Omprakash Mishra :

Hello, Hello, Am I Audible?

Mr. Rajesh Mehrotra:

Yes, Please Go Ahead.

Mr. Omprakash Mishra :

Hello, I, I, Omprakash Mishra, Membership No. O5587. I would like to facilitate the Chairman and Board Members to introduce an for their dedicated efforts this year in particular the introduction of the 8 years and the above membership for the child.

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Their very Its is very advantageous for the members and their families. I would like to congratulate on my part also and I would like some inside on the same.

Mr. Minoo Ardeshir Pardiwalla:

Thank You Mr. Mishra, it was a decision taken for the benefit of our Members & their Children. Our Intention is to come out with new and innovative schemes for the benefit of our members.

## **6. I now request CDSL to invite Mr. Contractor to speak.**

Good Afternoon Mr. Husaifa Contractor, you are requested to note that you can speak maximum for 3 minutes.

Mr. Husaifa Contractor:

Ahh! Good afternoon to the managing committee and the members. The New Lights at The Pier adds to the Ambience, Thank you very much.

Mr. Minoo Ardeshir Pardiwalla:

Thank You Mr. Contractor, much appreciated.

## **7. I now request CDSL to invite Mr. Janak Thakkar to speak.**

Good Afternoon Mr. Thakkar,

Mr. Janak Thakkar:

Ya, Am I Audible sir?

Mr. Minoo Ardeshir Pardiwalla:

You are requested to note that you can speak maximum for 3 minutes.

Mr. Janak Thakkar:

Ok I am Audible sir?

Mr. Rajesh Mehrotra:

Yes, Please

Mr. Janak Thakkar:

Hello

Yes

Mr. Minoo Ardeshir Pardiwalla:

Ya Please

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Mr. Janak Thakkar:

Hello Chairman, Hello everybody

Good Evening, Good Afternoon to all.

My Congratulations to the Management for making a profit inspite of all the Heavy expenses incurred for uplifting the Swimming Pool and Additional Sporting Facilities. I am finishing within one minute ,two minutes I will pass it on to you Chairman sir for giving us the further growth thank you so much & appreciate.

Mr. Mino Ardeshir Pardiwalla:

Thank You ahh Mr. Thakkar, your insights after going thru the Accounts is very much appreciated.

I now request the Chairman to continue with his speech.

Thank you Sir

Before I start my speech I have to make an announcement regarding the electronic voting for the agenda items mentioned in our notice for this Annual General Meeting.

## ELECTRONIC VOTING SYSTEM FOR ALL THE ITEMS I.E. ITEM NO. 1 TO ITEM NO. 3

- (i) The Electronic voting system for all the Items i.e. Item No. 1 to Item No. 3 will start together today from the start of Annual General Meeting and will remain open for four hours.
- (ii) On the voting page, you will see RESOLUTION DESCRIPTION and against the same the option YES/NO for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

My heartiest greetings and best wishes to all our Members. I take this opportunity to address you as the President of Radio Club. I am privileged that my efforts as President of Radio Club with due support from the Members of the Managing Committee we have succeeded in providing you with various facilities in the best possible manner.

On behalf of the Managing Committee, it is my privilege to present to you the Annual Report on the functioning & activities of our Club along with the Audited Financial Statements of Accounts for the year 2024- 2025.

In response to the confidence reposed by all of you in this Managing Committee, we have made our utmost efforts to serve the institution in the best of our ability.

Each & Every member of this Managing Committee has done his best efforts to ensure that the Club is running smoothly and does not incur any unnecessary financial losses.

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The Club has shown during the year under report a profit of around Rupees One Crore Ninety Eight Lakhs Fifty One Thousand before Tax and after Tax there is a net profit of around Rupees Seventy Four Lakhs Sixty Seven Thousand. We have succeeded in raising the members' reserve funds substantially by around Rupees Eleven Crores i.e. from Rupees Eighty Nine Crores to over Rupees One Hundred Crores as on 31st March 2025.

The charter of demands raised by the union was amicably settled and a Labour agreement upto 31/03/2027 was finalized & signed. However, this has added to the Financial Burden of the club because the Labour cost itself has increased by around Rupees Fifty Nine Lakhs.

The Club has continued to take various steps to improve its finances which includes enhance income and reducing expenditure and also improving cash flow management.

We have no hesitation in admitting that this could not have been possible without the dedication & devotion of the members of the Managing Committee and the advice, guidance & support of all our members.

I place on record our sincere thanks & gratitude to all our members of the Club for their concerted efforts & support whenever warranted during our tenure. I look forward that you will continue to extend the same cooperation & support in the future also.

Various Food Festivals, Breakfast, Lunch & Dinner Buffets, Radio Wine Club, Housie Entertainment Programmes, Musical Evenings, Karoke Nites, Ladies Nites, Swimming Pool Carnival, Sundowner, Talk Shows, Health Cups (the word "cups" was pronounced inadvertently it was not required) Camps, Dussehra Celebrations, Pre-Halloween Party, Children's Day Celebrations, Children Christmas Carnival, New Years' Eve, Radio Wine, Alcobev & Food Festival, Members' Get-Together Nite, Cheti Chand Jo Melo, Cash Flow Mastery, International Women's Day Celebrations, Jigsaw Puzzle, etc. were held & were very well attended by the members. Silver Linings Group (Senior Citizens) Events were held each month. Also Screening of all World Cup & IPL Matches were organized. At the Independence Day Celebration, the Member's children who passed 10th & 12th Grade exams were felicitated (the word "felicitated" was inadvertently pronounced as "facilitated") & at the Republic Day Celebrations, our best Employees of the year were felicitated (the word "felicitated" was inadvertently pronounced as "facilitated")

Congratulations to Our Member's Child Ms. Samaira Mehrotra who represented Maharashtra in the 40th Sub Junior and 50th Junior National Aquatic Championships 2024 held in Bhubaneshwar in Aug. 2024. Samaira Mehrotra stood 2nd & won a Silver Medal in the 100m Breaststroke in the Nationals. We are very Proud that she is part of our Advanced Swimming Coaching Programme under Water Rhythm Academy at the Radio Club.

Our Member Rayaan Razmi represented India at the recently held 'Senior Billiards World Championship 2024' at Doha (Qatar). He was the youngest player to finish in the Top 12 in this Tournament. He has made India and Radio Club Proud.

Our Member Mr. Rayaan Razmi achieved a remarkable Double Crown by winning both the Maharashtra State Snooker and Maharashtra State Billiards Championships held at

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Malabar Hill Club in December 2024. On his way to winning both the titles he beat Mr. Aditya Mehta (A Former Asian & World Champion) in the Snooker Event and Mr. Dhruv Sitwala (The Current Asian No. 1 Player) in the Billiards Event. This was an extremely rare Achievement for a 22 year old player to win both the Events in the same year.

Our Member Mr. Rayaan Razmi represented Maharashtra at the recently held 'Billiards and Snooker National Championship'. He achieved a Bronze Medal in BOTH - Senior Billiards & 6 Red Snooker. He was (the word "was" was inadvertently pronounced as "is") the only player to finish in top 4 in both the Events in this Tournament.

Mr. Rayaan Razmi delivered (the word "delivered" was inadvertently pronounced as "deliver") a thrilling 5 - 4 victory over the legendary Mr. Pankaj Advani in the Pre-quarters.

Our other Member Mr. Shahyan Razmi ranked 1st in Junior Snooker Maharashtra State Ranking Tournament 2024 held at Malabar Hill Club in December 2024.

Our Member Mr. Shahyan Razmi represented Maharashtra at the recently concluded Billiards and Snooker National Championship 2025 held in Indore and achieved a Bronze Medal in the Junior Billiards event and also ranked India's No 5 in Junior Snooker Championship.

## **i. NSCI INTER CLUB SPORTS TOURNAMENT**

An inter sports Inter Club Sports Tournament Was Held from Fri. 5th April 2024 to Sun. 14th April 2024 at the NSCI Club. Tournament Highlights were:

Squash, Throw Ball, Cricket, Swimming, Table Tennis, Badminton, Snookers / Billiards, Volleyball, Tennis & Football. Participating Clubs were: NSCI, Radio Club, CCI, Willingdon Club, PJ Hindu Gymkhana, Juhu Vile Parle Gymkhana, Bombay Gymkhana, Khar Gymkhana, Matunga Gymkhana, Goregaon Sports Club, Garware Club & Jolly Gymkhana.

A Special Thanks to our Captains, Cricket: Aditya Shirodkar, Badminton: Rajnish Gupta, Lawn Tennis: Rakesh Pahuja, Throwball: Vinita Mansukhani, Volleyball: Dr. Dheeraj Mulchandani, Football: Bharat Mirchandani, Table Tennis (the word "Table" was not pronounced inadvertently): Aamir Sumar, Swimming: Saurabh Mehrotra, Snooker & Billiards: Alam Mirza and Tournament Captain Ryan Rodrigues for Making the clubs (the word "clubs" was pronounced inadvertently it was not required) Radio Club's Participation A Grand Success. Also Special Thanks to All Members & Families of All Participants Who Came in Large Numbers to Support the Team.

**THE MANAGEMENT WISHES ALL THE MEMBERS & MEMBERS' CHILDREN ALL THE BEST FOR THEIR TOURNAMENTS.**

The Members Annual Rummy Tournament, Annual Billiards Tournament (the word "Tournament" was pronounced inadvertently it was not required), Snooker, Pool and Skittles Tournament, Table Tennis Tournament, Health Club Tournament, Rummy Tournaments, BBB 6 Red Tournament & Radio Club Padel League Tournament were held during this year.

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Several Sports Coaching options were made available for our Members. Additional Sporting Facilities such as Padel and Pickle Ball were also introduced during this year. Zumba & Yoga Classes for the Members were well attended.

Our Club is also taking various steps to conserve energy. We have made all our possible efforts to ensure optimum conservation of energy at the Unit of the Club. Our Club is one of the first club in Mumbai (the word "Mumbai" was inadvertently pronounced as "Bombay") to promote Solar Energy and the Club takes its obligation to Society and the COUNTRY very seriously to use Green Power. Upto 30 (the number "30" was pronounced inadvertently it was not required) 31/03/2025 Total Green Power Generated was in excess of 4,32,275.80 KWH. This has resulted in reduction of Carbon Dioxide emissions by about 4,30,783.50 KGs. Correspondingly at least 24,070 trees have been Saved and savings in coal is about 1,65,910.36 KGs. The Club is also taking steps to further expand generation of Solar Power. There is no Capital investment on energy conservation equipments.

I draw the attention of the members that the Club has provided the facility of Remote E-voting and Electronic voting system to its members to exercise their right to vote on the Resolutions proposed to be passed at the AGM.

## *(1) REMOTE E-VOTING*

The Club provided the facility of Remote E-voting to the members to enable them to cast their vote electronically. The Remote E-voting was opened from Saturday 20th September 2025 from 9.00 AM. IST and ended on Wednesday 24th September 2025 at 5.00 P.M. IST. Members are (the word "are" was inadvertently pronounced as "were") also informed that the members attending the AGM through video conferencing or Other Audio Visual Means who have cast their vote through remote e-voting are not eligible to vote at the meeting.

## *(2) ELECTRONIC VOTING SYSTEM*

We have provided facility for voting through Electronic voting system during the Annual General Meeting. The members attending this meeting through video conferencing or Other Audio Visual Means who have not cast their vote by remote e-voting can exercise their right to vote through electronic voting system. The Members who have already availed the facility of Remote E-voting cannot vote again today.

We thank all our members for their cooperation in making this procedure as smooth as possible.

The Managing Committee has appointed Mr. Ajay Kumar Practising Company Secretary as scrutiniser to scrutinise the Remote e-voting and Electronic voting system.

I now take up the Ordinary Business of the Meeting:

Now I take up the first item of Ordinary Business:

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- 1 To receive, consider and adopt the Audited Financial Statements of the Company (Club) for the year ended (the word “ended” was inadvertently pronounced as “ending”) 31<sup>st</sup> March, 2025 and the Board’s Report and the Auditors’ Report thereon.

I would like to inform the members that the Managing Committee Report (Board’s Report), Audited Financial Statements for the year ended 31<sup>st</sup> March 2025, Notes to the Accounts & Auditors’ Report has already been emailed to all the members of the Club at their registered email addresses with the Club. Therefore I take it as read.

I now read out the replies of the Management to the remarks in the Auditors’ Report.

Replies to the Paragraph under the heading Material uncertainty related growing (the word “growing” was pronounced inadvertently it was not required) going concern of Auditors Report dated 08/07/2025

(a) Coming now to the important events during the year under report, we must first inform you of the present status of the MPA (Mumbai Port Authority) case which is of paramount importance affecting the very existence of our entire Club (including the pier and the clubhouse premises).

As you may be aware the Club stands on leasehold land from the Mumbai Port Authority who had terminated the lease and not renewed the same. The Club has preferred a Writ Petition (which is pending before the Hon’ble Bombay High Court) challenging the eviction orders passed by the MPA’s “Estate Officer” under the Public Premises (Eviction of Unauthorized Occupants) Act, 1971, and also the orders of the Hon’ble City Civil Court (in Appeal) upholding the same.

In the Writ Petition before the Hon’ble Bombay High Court, the Club has appointed M/s J. Sagar Associates, Solicitors, who are taking care of the matter under the guidance of Counsel Viren Asar. Other Senior Counsels will also be briefed to appear as and when the need arises. The Hon’ble Bombay High Court has admitted the writ Writ (the word “Writ” was pronounced twice inadvertently it was not required) Petition and granted stay from the eviction - pending the final hearing and disposal of the Writ Petition. The interim orders (for stay from eviction) continue to operate in favour of the Club.

In Oct - Nov 2021, the Tariff Authority for Major Ports (“TAMP”) fixed fresh scale of rates (“SOR”) retrospectively from 1st October 2012 till 30th of September 2022 basis hypothetical and highest market values of land in terms of the Policy Guidelines for Land Management by Major Ports, 2015 (PGLM 2015). Consequently, the Mumbai Port Authority has issued Demand Notice on the 10th of August 2022 to the Club & has sought retrospective payment of differential arrears of lease/rent compensation (along with the service tax/GST) of a sum of Rs. 12.12 Cr. (the word “Rs” was not pronounced inadvertently) from 1st Oct, 2012 till 30th Sept, 2017; and a sum of Rs. 37.52 Cr. (the word “Rs” was not pronounced inadvertently) from 1st Oct, 2017 to 31st July, 2022. The Club has refuted refuted (the word “refuted” was pronounced twice inadvertently it was not required) these claims. Thereafter, the MPA has extended the SOR's by a period of 6 months till May 2023 & issued further Demand Notices in terms thereof. Thereafter in terms of the Major Port Authorities Act, 2021 (the words “Major Port Authorities Act, 2021” were inadvertently pronounced as “Major Ports Act, 2012”) the MPA has framed SOR from

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1.10.2022 (the date "1.10.2022" was inadvertently pronounced as "01.2022") till 30.09.2027 on the same basis & has issued Demand Notices which have all been refuted by the Club. The Club is is (the word "is" was pronounced twice inadvertently it was not required) advised that a large number of lessees have filed Writ Petitions against such exorbitant Demands before the Hon'ble Bombay High Court & the matter is subjudice. Total claim raised by Bombay (the word "Bombay" was pronounced inadvertently it was not required) Mumbai Port Authority (MPA) as on 31st March 2025 is Rs. 83.06 Cr (the word "Rs" was not pronounced inadvertently).

During the current year, the Club has obtained a legal opinion confirming that these demands, may not be enforceable against the Club, and the case is likely to favor the Club. The legal opinion highlights that the retrospective demands are considered bad in law. In the meantime, as advised by the Club's legal counsel, the Club continues to pay the monthly rent in respect of the premises - at the rates upheld by the Hon'ble Supreme Court in the Judgement of the Hon'ble Supreme Court reported at 2004 (3) SCC 214 (the year "2004" was inadvertently pronounced as "2024").

As also legally advised, the Club has filed an Application for fixation of Standard Rent in respect of the Clubs' premises before the Hon Small Causes Court under the provisions of the Maharashtra Rent Control Act, 1999.

(b) Regarding non renewal of lease by Mumbai Port Authority (MPA) and demand of Rs. 83,05,85,150/- (Rupees Eighty Three Crores Five Lakhs Eighty Five Thousand One Hundred and Fifty) (the word "Rs / Rupees" was not pronounced inadvertently) towards revised lease rent against the Club which has paid Rs. 89,52,946/- (Rupees Eighty Nine Lakhs Fifty Two Thousand Nine Hundred and Forty Six) (the word "Rs / Rupees" was not pronounced inadvertently). In the event the decision of the court goes against the Club on any ground of appeal, additional provision against the said demand may be required. In spite of the non renewal of lease, the accounts have been prepared on the basis that the Club will continue as a growing concern (the word "growing concern" was pronounced inadvertently it was not required) going Company. The Club stands on leasehold land from the MbPT who had terminated the lease and not renewed the same. The Club had preferred a Writ Petition (which is pending before the Bombay (the word "Bombay" was pronounced inadvertently it was not required) Hon'ble Bombay High Court) challenging the eviction orders passed by the MbPT's "Estate Officer" under the public premises (Eviction of Unauthorized Occupants) Act, 1971, and also the orders of the Hon'ble City Civil Court (in Appeal) upholding the same.

In the writ petition before the Hon'ble Bombay High Court, the Club has appointed M/s. J. Sagar Associates solicitors, who are taking care of the matter under the guidance of Counsel Viren Asar. Other Senior Counsels are also briefed to appear as and when the need arises.

The Hon'ble Bombay High Court has admitted the writ petition and granted (the word "granted" was inadvertently pronounced as "stayed") stay from eviction - pending the final hearing and disposal of the writ petition.

During the current year, the Club has obtained a legal opinion confirming that these demands, may not be enforceable against the Club, and the case is likely is likely (the word "is likely" was pronounced twice inadvertently it was not required) to favor the Club. The legal opinion highlights that the retrospective demands are considered bad in law.

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In the meantime, the Club continues to pay monthly rent in respect of the premises (as advised by the Club's legal counsel) - at the rates upheld by the Hon'ble Supreme Court in the Judgement of the Hon'ble Supreme Court reported at 2004 (3) SCC 214.

- 2 Leave Encashment has been provided as per the Actuarial valuation report to the extent of Rs. 28.92 Lakhs (Ref: Note 25 forming part of the Accounts ix (the number "ix" was pronounced inadvertently it was not required) (ix) (c) & (d) (the word "&" was not pronounced inadvertently).
- 3 Gratuity to the staff has been provided as per the Actuarial valuation report to the extent of Rs. 117.60 Lakhs (Ref: Note 25 forming part of the Accounts (ix) (b)).

I now move the following resolutions in item No. 1 for voting by electronic voting system:

**"RESOLVED THAT the Audited Financial Statement of the Company (Club) for the year ended (the word "ended" was inadvertently pronounced as "ending") 31<sup>st</sup> March, 2025 and the Board's Report and Auditors' report thereon, be and are (the word "are" was not pronounced inadvertently) hereby received and adopted."**

2. **To appoint not more than 15 Members of the Managing Committee (Board of Directors) to hold office up to the next Annual General Meeting.**

I now move the following resolution in Item No. 2 for voting by electronic voting system:

**"RESOLVED THAT, the 15 members of the Managing Committee (Board of Directors) be elected to hold office upto the 102<sup>nd</sup> Annual General Meeting of the Club and the newly elected Managing Committee (Board of Directors) be authorized to conduct the affairs of the Club following the same procedure as has been adopted by the present Managing Committee (Board of Directors)."**

Now, I would like to inform the members present that pursuant to notice dated 08/07/2025, 21 Members of the Club filed their nomination forms, all of which were found valid. A total of 21 nominations were received by the office of the Club for appointment as members of the Managing Committee of the Club. Out of the said 21 candidates (the word "candidates" was inadvertently pronounced as "members"), 6 candidates have withdrawn their nominations upto the last date of withdrawal i.e. Monday 08.09.2025. Hence, now as per the final list of candidates for appointment as members of the Managing Committee of the Club, there are 15 candidates only. As per Article 70 of the Articles of Association of the club if the number of candidates validly the (the word "validly" was inadvertently pronounced as "validity") nominated for the election is equal to or less than the number of vacancies to be filled up, they shall be declared elected by the Chairman at the meeting. Since the club has 15 vacancies only and the candidates are also 15 only, there is no need for elections now as per Article 70 of Articles of Association of the Club. The Final List of candidates was (the word "was" was inadvertently pronounced as "were") prepared and the members of the club

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were duly notified of the same by email & vide notice dated 08.09.2025 which was published in Free Press Journal Newspaper in English and also in Navshakti Newspaper in Marathi language and the same was also placed on the club's Notice Board & Website. In the said notice it was also notified to the members as under:

"The members of the club are hereby informed (the word "informed" was inadvertently pronounced as "notified") that there are 15 vacancies of (the word "of" was inadvertently pronounced as "for the") members of the Managing Committee to be filled up and only 15 candidates have filed their nominations. Therefore, in accordance with Article 70 of the Articles of Association of the Club, the Chairman of the ensuing Annual General Meeting to be held on the 25th of September, 2025 will declare the aforesaid candidates as elected at the same at the (the word "same at the" were pronounced inadvertently they were not required) said Annual General Meeting. Hence, no elections will be held in this regard."

The Final List of candidates for appointment as members of the Managing Committee contained the following names:

Sr. No.	Names	M. No.
1.	ATUL NARSIDAS TANNA	A-0360
2.	BHARAT MIRCHANDANI	A-3939
3.	CHANDRU KISHINCHAND SHIVDASANI	O-4835
4.	DEVESH DEEPAK MAKHIJANI	A-3673
5.	GULU CHANDIRAM HARJANI	O-4860
6.	HARISH KUMAR GARG	SPL-0396
7.	JAY KISHIN MAKHIJANI	A-1329
8.	MANOHAR VISHNU BHAVNANI	O-4112
9.	MANOJ MOHAN MIRCHANDANI	O-4202
10.	MINOO ARDESHIR PARDIWALLA	O-5374
11.	MONESH KISHEN MIRCHANDANI was inadvertently pronounced as "O669"	A-0669 ( the number "0669"
12.	PRAKASH CHETAN MIRCHANDANI	A-0288
13.	RAJESH MEHROTRA	A-0093

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14.	SHAILESH LACHHMANDAS SUKHIJA	O-4904
15.	SHOEB HASHIM CONTRACTOR	O-5234

Now in exercise of the powers given to the chairman of this meeting pursuant to Article 70 of Articles of Association, since the number of candidates being 15 for appointment as members of the Managing Committee is equal to the numbers of the vacancies to be filled up i.e. 15 members of the Managing Committee, I hereby make the following declarations:

1. Resolved that pursuant to Article 70 of Articles of Association of the club and applicable provisions of the Companies Act, 2013, Mr. Atul Narsidas Tanna be and hereby (the word "hereby" was pronounced inadvertently it was not required) is hereby elected and appointed as member of the Managing Committee with immediate effect and to hold office upto the 102<sup>nd</sup> Annual General Meeting of the club.
2. Resolved that pursuant to Article 70 of Articles of Association of the club and applicable provisions of the Companies Act, 2013, Mr. Bharat Mirchandani be and is hereby elected and appointed as member of the Managing Committee with immediate effect to hold office upto the 102<sup>nd</sup> Annual General Meeting of the club.
3. Resolved that pursuant to Article 70 of Articles of Association of the club and applicable provisions of Companies Act, 2013, Mr. Chandru Kishinchand Shivdasani be and is hereby elected and appointed as member of the Managing Committee with immediate effect to hold office upto 102<sup>nd</sup> Annual General Meeting of the club.
4. Resolved that pursuant to Article 70 of Articles of Association of the club and applicable provisions of the Companies Act, 2013, Mr. Devesh Deepak Makhijani be and is hereby elected and appointed as member of the Managing Committee with immediate effect to hold office upto the 102<sup>nd</sup> Annual General Meeting of the club.
5. Resolved that that pursuant to Article 70 of Articles of Association of the club and applicable provisions of the Companies Act, 2013, Mr. Gulu Chandiram Harjani be and is hereby elected and appointed as member of the Managing Committee with immediate effect to hold office upto the 102<sup>nd</sup> Annual General Meeting of the club.
6. Resolved that pursuant to Article 70 of the Articles of Association of the club and applicable provisions of the Companies Act, 2013, Mr. Harish Kumar Garg be and is hereby elected and appointed as member of the Managing Committee with immediate effect to hold office upto the 102<sup>nd</sup> Annual General Meeting of the club.

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7. Resolved that pursuant to Article 70 of Articles of Association of the club and applicable provisions of the Companies Act, 2013, Mr. Jay Kishin Makhijani be and is hereby elected and appointed as member of the Managing Committee and (the word “and” was pronounced inadvertently it was not required) with immediate effect to hold office upto the 102<sup>nd</sup> Annual General Meeting of the club.
8. Resolved that pursuant to Article 70 of the Articles of Association of the club and applicable provisions of the Companies Act, 2013, Mr. Manohar Vishnu Bhavnani (the word “Manohar” was inadvertently pronounced as “Manohardas”) be and is hereby elected and appointed as member of the Managing Committee with immediate effect to hold office upto the 102<sup>nd</sup> Annual General Meeting of the club.
9. Resolved that pursuant to Article 70 of Articles of Association of the club and applicable provisions of the Companies Act, 2013, Mr. Manoj Mohan Mirchandani be and is hereby elected and appointed as member of the Managing Committee with immediate effect to hold office upto the 102<sup>nd</sup> Annual General Meeting of the club.
10. Resolved that pursuant to Article 70 of Articles of Association of the club and applicable provisions of the Companies Act, 2013, Mr. Minoo Ardeshir Pardiwalla be and is hereby elected and appointed as member of the Managing Committee with immediate effect to hold office upto the 102<sup>nd</sup> Annual General Meeting of the club.
11. Resolved that pursuant to Article 70 of the Articles of Association of the club and applicable provisions of the Companies Act, 2013, Mr. Monesh Kishen Mirchandani be and is hereby elected and appointed as member of the Managing Committee with immediate effect to hold office upto the 102<sup>nd</sup> Annual General Meeting of the club.
12. Resolved that pursuant to Article 70 of (the word “of” was inadvertently pronounced as “and”) Articles of Association of the club and applicable provisions of the Companies Act, 2013, Mr. Prakash Chetan Mirchandani be and is hereby elected and appointed as member of the Managing Committee with immediate effect to hold office upto the 102<sup>nd</sup> Annual General Meeting of the club.
13. Resolved that pursuant to Article 70 of the Articles of Association of the club and applicable provisions of the Companies Act, 2013, Mr. Rajesh Mehrotra be and is hereby elected and appointed as member of the Managing Committee with immediate effect to hold an (the words “hold an” was pronounced inadvertently it was not required) to hold office upto the 102<sup>nd</sup> Annual General Meeting of the club.

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14. Resolved that pursuant to Article 70 of the Articles of Association of the club and applicable provisions of the Companies Act, 2013, Mr. Shailesh Lachmandas Sukhija be and is hereby elected and appointed as member of the Managing Committee with immediate effect to hold office upto the 102<sup>nd</sup> Annual General Meeting of the club.

15. Resolved that pursuant to Article 70 of Articles of Association of the club and applicable provisions of the Companies Act, 2013, Mr. Shoeb Hashim Contractor be and is hereby elected and appointed as member of the Managing Committee with immediate effect to hold office upto the 102<sup>nd</sup> Annual General Meeting of the club.

I now take up the Special Business of the Meeting:

Now I take up the item of Special Business (the word “Business” was inadvertently pronounced as “Businesses”):

3. Alteration in existing Article No. 13 (1) of Articles of Association of the Company (Club).

I now move the following resolution in Item No. 3 for voting by electronic voting system:

“RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, the existing Article No. 13 (1) be and is hereby altered in the following manner:

**13 (1)\* Special Members**

- (i) In the (the word “the” was pronounced inadvertently it was not required) case of Life Members, Special Life Members, Ordinary Members, Special Members, Lady Members, their children shall be eligible for admission to Membership of the Club as “Special Members.” It is hereby clarified that hereafter there shall be (the word “be” was not pronounced inadvertently) only be (the word “be” was pronounced inadvertently it was not required) one class of Special Members of the club including the children of the existing members & no distinction shall be made in respect of new applicant children of either sex, sons & or daughters, all of whom on attaining the age of 21, shall be entitled to be admitted/enrolled as special members of the club subject to the (the word “the” was not pronounced inadvertently) vacancies available on first come first serve (the word “serve” was pronounced inadvertently it was not required) basis with such additional qualifications as managing committee may deem fit to prescribe. This being the new Article duty amended (the words “duty amended” were pronounced inadvertently it was not required) duly amended, members may, if they so desire, apply for their daughters of 21 years (the word “years” was not pronounced inadvertently) of age and above not yet admitted/enrolled as special members of the Club for the membership of the Club. However, as regards unmarried daughter, she shall continue

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to be allowed to use the club as dependent daughter (**the word “daughter” was inadvertently pronounced as “daughters”**) till (**the word “till” was inadvertently pronounced as “untill”**) she marries. All treatment to such applicants shall be similar to the treatment available to the sons of members, also being admitted/enrolled as special members in all respects irrespective of their gender. The intention is to altogether eliminate Gender inequality for all times to come. The entrance fee and monthly subscription for special members shall be the same as the General Body may fix from time to time. In case of members’ daughter already married irrespective of the date of marriage, she shall be eligible to apply for Special Membership, provided that:

- (a) **W.e.f. (the words “W.e.f (With effect from)” were inadvertently pronounced as “with immediate effect”**) 1st June 2013 (**the year “2013” was inadvertently pronounced as “2023”**) the children of those members who became members on or before 1st January (**the date “1st January” was inadvertently pronounced as “January 1st”**) 2010 and who seek to become Members shall unless otherwise determined by the General Body, pay an entrance fee of Rs. 1,20,000/- (the word “Rs” was not pronounced inadvertently). (One Lac Twenty Thousand only) plus taxes as applicable provided they have not attained the age of 26 years.
- (b) **W.e.f. (the words “W.e.f (With effect from)” were inadvertently pronounced as “with immediate effect”**) 01st November 2025, the Children of those Members who became Members of the Club on or before 1st January 2010, who shall seek to become members shall pay an entrance fees at (the word “at” was pronounced inadvertently it was not required) @ of 15% plus taxes as applicable of the prevailing Ordinary Membership Entrance Fees or such amount as may be fixed by the Managing Committee (Board of Directors) from time to time.

**W.e.f. (the words “W.e.f (With effect from)” were inadvertently pronounced as “with immediate effect”**) 01st November 2025, The Children of those Members who became Members of the Club after 1st January 2010, who shall seek to become members shall pay an entrance fees @ of 20% plus taxes as applicable of the prevailing Ordinary Membership Entrance Fees or such amount as may be fixed by the Managing Committee (Board of Directors) from time to time.

- (c) **W.e.f. (the words “W.e.f (With effect from)” were inadvertently pronounced as “with immediate effect”**) 1st June 2013, no member’s children of 26 years and above be eligible to apply for membership under the member’s children category as Special Members. However, this age criteria of 26 years & above will not be applicable to the Members Children applying for Membership upto 31st May 2013. The children of those members who became members of the club after 1st January 2010 shall pay an (the word “an” was pronounced inadvertently) entrance fee of Rs. 2,50,000 /- (Rupees Two Lacs Fifty Thousand Only) /- (the word “Rs/ Rupees” was not pronounced inadvertently) plus taxes as applicable to become members.

- (d) The existing Clause (d) be deleted.

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(ii)(a) **W.e.f. (the words “W.e.f (With effect from)” were inadvertently pronounced as “with immediate effect”)** 01st January, 2020 the Children of those members, who have become members of the Club on or after 1st June 2013, shall pay an entrance fee of 35% of the prevailing ordinary membership fee for the purpose of admission as member. Those members’ children applying in this category 13(1)(a) will have an option of paying applicable entrance fee in installments and this installment facility will be applicable for only those members’ children who are 10 years & above. In order to avail this installment facility the concerned Parent member must have completed minimum 3 years as a (the word “a” was pronounced inadvertently it was not required) member of the Club. The percentage of installment and frequency of installment will be fixed by the Managing Committee (Board of Directors). The subscription shall have to be paid by such member as applicable. If for any reason the candidate is rejected, all monies paid by way of installments will be refunded to the member or candidate without any interest. However all the (the word “the” was not pronounced inadvertently) provisions of Article 21 will be applicable to the members’ children applying in (the word “in” was inadvertently pronounced as “under”) this category.

(b) **W.e.f. (the words “W.e.f (With effect from)” were inadvertently pronounced as “with immediate effect”)** 01st January, 2020, no member’s children of 40 years and above be eligible to apply for membership under the member’s children category as Special Members. **W.e.f. (the words “W.e.f (With effect from)” were inadvertently pronounced as “with immediate effect”)** 01st January, 2020 Member’s Children shall have an (the word “an” was inadvertently pronounced as “the”) option to apply for Membership under this category (Member’s Children) anytime from the age of 18 years to less than 40 years of age. On attaining the age of 21 years the member’s son will cease to be a dependent member. However, the current provision in Article No. 13(1)(i) for unmarried daughter shall **(the word “shall” was inadvertently pronounced as “will”)** remain the same. Shall (the word “shall” was pronounced inadvertently it was not required)

(c) **W.e.f. (the words “W.e.f (With effect from)” were inadvertently pronounced as “with immediate effect”)** 01st January 2022 (the year “2022” was inadvertently pronounced as “2020”), for the benefit of our Members’ Children a new category “LIFE MEMBERSHIP” is being introduced for Membership under the Member’s Children Category as Special Members.

**W.e.f. (the words “W.e.f (With effect from)” were inadvertently pronounced as “with immediate effect”)** 01st November 2024, The Children of those Members, who have (the word “have” was pronounced inadvertently it was not required) became (the word “became” was inadvertently pronounced as “become”) Members of the Club on or before 31st May 2013, who shall seek to become members shall pay an entrance fees for Life Membership @ of 20% plus taxes as applicable of the prevailing Special Life Membership Entrance Fees or such amount as may be fixed by the Managing Committee (Board of Directors) from time to time.

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W.e.f. (the words “W.e.f (With effect from)” were inadvertently pronounced as “with immediate effect”) 01st November 2024, The Children of those Members, who became Members of the Club on or before (the word “before” was pronounced inadvertently it was not required) after 1st June 2013, who shall seek to become members shall pay an entrance fees for Life Membership @ of 25% plus taxes as applicable of (the word “of” was inadvertently pronounced as “for”) the prevailing Special Life Membership Entrance Fees or such amount as may be fixed by the Managing Committee (Board of Directors) from time to time.

(d)01st November (the date “01st November” was pronounced inadvertently it was not required) W.e.f. (the words “W.e.f (With effect from)” were inadvertently pronounced as “with immediate effect”) 01st November 2025, For Members’ Children applying during various periods under Article No. 13 (1) will have an option of paying the applicable entrance fee in installments & this installment facility will be applicable only to those Members’ Children who are above 8 years of age or as may be fixed from time to time by the Managing Committee (Board of Directors). Equal installments will have to be paid in the month of January each year upto the Members’ Child attaining the age of 18 years. Once the Installment is paid, no refund or credit will be given to the member or the (the word “the” was pronounced inadvertently it was not required) candidate under any circumstances. If any (the word “any” was inadvertently pronounced as “the”) Applicant fails to pay any installment by the due date the Applicant’s Parent will be charged an interest @ of 1% per month or at the rate of interest as may be fixed from time to time by the Managing Committee (Board of Directors). However, all the (the word “the” was not pronounced inadvertently) provisions of Article 21 will be applicable to the members’ children applied (the word “applied” was pronounced inadvertently it was not required) applying in this category once the Candidate attains the age of 18 years.

The terms of the aforesaid Installment facility may be amended by the Managing Committee (Board of Directors) from time to time and whenever it deems fit.

It is clarified that the entrance fee as mentioned hereinabove will be at the rate prevailing on the date of payment of the first Installment of the entrance fee.

(iii) SUBSCRIPTION PAYABLE BY Ordinary Members (Special Member’s Children) admitted during various Periods shall be as follows:

Period Subscription per month  
or part of the month

The (the word “the” was pronounced inadvertently it was not required) Period before 31<sup>st</sup> March 1959 (the month “March” was inadvertently pronounced as “Jan”) Rs. 10

1st April 1959 to 19th June 1968 Rs. 15/-

20th June 1968 to 31st Dec 1987 Rs. 20/-

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1st Jan 1988 to 30th Sept 1995	Rs. 100/-
1st Oct 1995 to 30th Sept 1997	Rs. 200/-
From 1st October 1997 till 31st March 2010	Rs. 300/-
On or After 1st April 2010	Rs. 500/-
On or After 1st October 2012	Rs.1000/-
On or After 1st January 2022	Rs. 1500/-

The amount of subscription of Rs.1500/- (the word “Rs” was not pronounced inadvertently) applicable to Ordinary Members (Special Member’s Children) who become Members of the Club on or after 1st January 2022 shall be increased by 15% every 3 years and the first such increase shall be effective from 1st January 2025.

Subscription as above shall be payable in advance at the beginning of the first and the second half of the accounting year.

No subscription shall be payable after attaining the age of 60 years.

**RESOLVED FURTHER THAT** the Managing Committee (Board of Directors) of the Company (Club) be and is hereby authorised to do all acts, things and deeds as may be necessary to give effect to the above resolution.”

**The Managing Committee has appointed Mr. Ajay Kumar Practising Company Secretary FCS 3399 & COP 2944 as Scrutiniser for the Remote e-voting and Electronic voting system.**

**I now request the Scrutiniser to conduct the voting by Electronic voting system and submit their reports to the Chairman and complete the formalities.**

Once again I inform the members that the electronic voting system for all items i.e. Item No. 1 to Item No. 3 has been started from the start of today’s Annual General Meeting and will remain open for four hours. After the expiry of the period of four hours the Electronic voting system for all the Items i.e. Item No. 1 to Item No. 3 (the number “3” was inadvertently pronounced as “4”) shall be closed. All those members who want to cast their vote can do so by Electronic voting system. However, the Members who have already availed the facility of Remote E-voting cannot vote again today.

The combined result of remote e-voting and voting through Electronic voting system at the Annual General Meeting through Video Conferencing /Other Audio Visual Means would be available on the notice board of the Club as well on the website of Club and also on the website of Central Depository Services India Limited CDSL.

I thank the members for their co-operation in conducting the meeting through Video Conferencing / Other Audio Visual Means. The meeting would stand concluded at the end of four hours from the start of this meeting. Thankyou