



# CHELMSFORD CLUB LIMITED

## NOTICE

Notice is hereby given that the One Hundred First (101<sup>st</sup>) Annual General Meeting of the Members of Chelmsford Club Limited, New Delhi will be held at the Registered Office of the Club; at 1, Raisina Road, New Delhi – 110001 on Wednesday, 27<sup>th</sup> December 2023 at 11:30 A.M. to transact the following business:

### As Ordinary Business:

1. To receive, consider and adopt the audited financial statement of the Club for the financial year ended March 31, 2023, together with the reports of the Managing Committee and Auditors thereon.
2. To elect President for the year 2023-24.
3. To elect Twenty-Five (25) Members of the Managing Committee for the year 2023-24

For and on behalf of the Managing Committee of  
Chelmsford Club Limited

**Date:** 24<sup>th</sup> November, 2023

**Place:** New Delhi

**Puneet Bhasin**

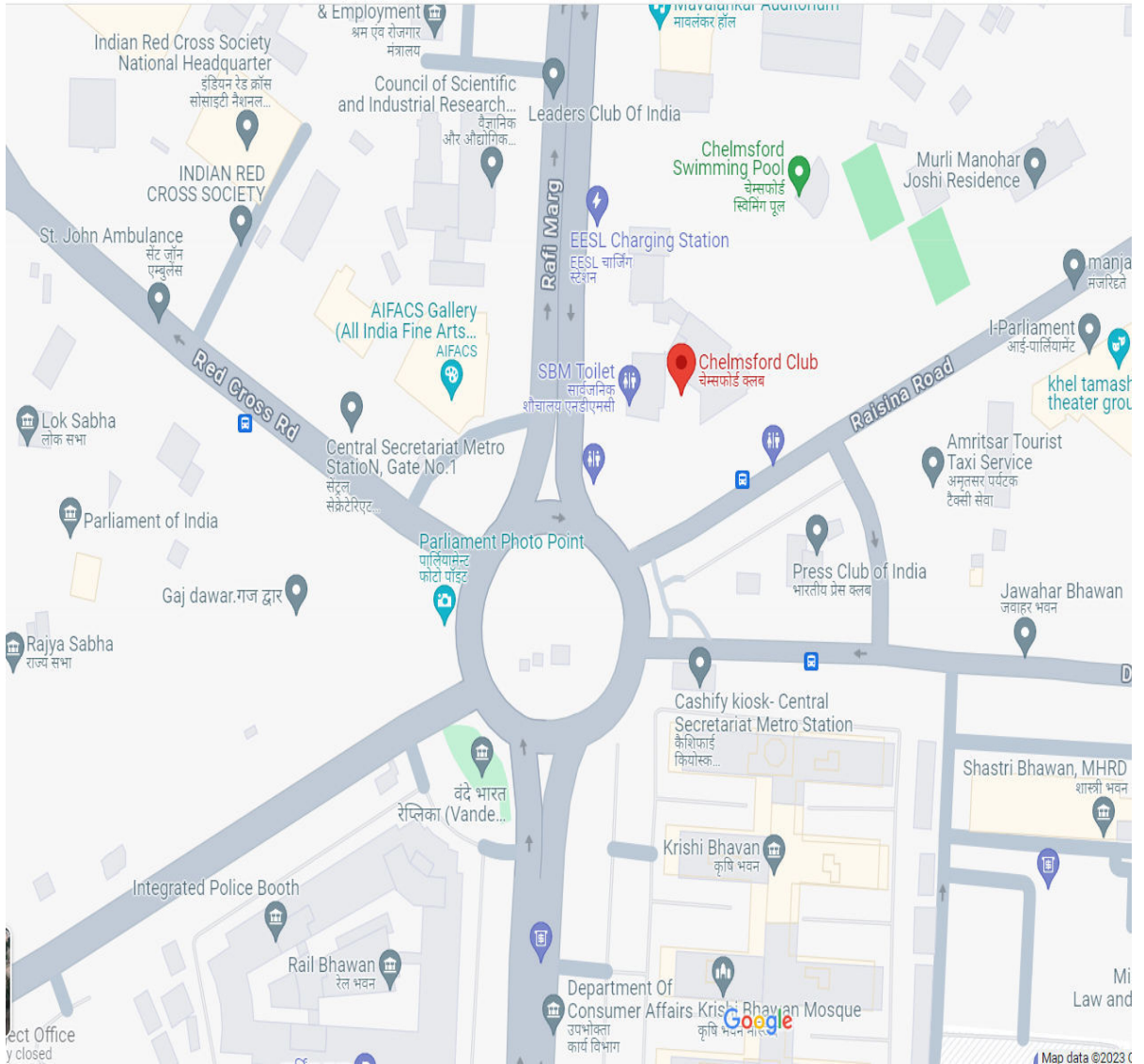
**Secretary**

## NOTE

1. Members wishing to seek any clarification in connection with the accounts are requested to forward all such queries to the Secretary in writing on or before 12<sup>th</sup> December 2023 to enable the office to compile the information and furnish the same at the earliest.
2. The registers as prescribed in the Companies Act 2013 shall be available for inspection at the Annual General Meeting.
3. Landmark close to the location of the meeting is the Press Club of India. Route map of location of the meeting is enclosed.



## 3. Site Map of AGM





## CHELMSFORD CLUB LIMITED

In conformity with Article 39(a) of the Articles of Association of the Club, Members are requested to notify by Notice in writing to be submitted at the Office of the Club not less than 14 clear days from the date of the Meeting i.e. by 12<sup>th</sup> December, 2023 till 6:00 P.M, whether they are desirous of serving on the Managing Committee of the Club for the year 2023-24. Any member may even propose any other member as a candidate, in which case the proposal be delivered to the Office of the Club within the time mentioned above. It may kindly be noted that every member (other than retiring members or member who are seeking re-election whether on his own or proposed by any other member) is required to deposit a sum of Rs 100,000/- (Rupees One Lakh only) by way of cheque/demand draft/RTGS/NEFT (as security deposit subject to realization of the Bank instrument). The amount of the security shall be refunded if the member gets elected or gets more than twenty-five per cent of total valid votes cast, otherwise the security amount shall be forfeited under Section 160 of the Companies Act, 2013. As per the article 46 (v) of the Articles of Association, a member shall not be entitled to stand for the election of the Managing Committee if he/she has attained the age of 65 years.

In conformity with the Articles of Association and Rule 23 of the Bye Laws No.2 of the Club, Members are also requested to notify by Notice in writing to be submitted at the Office of the Club not less than 14 clear days from the date of the Meeting i.e. by 12<sup>th</sup> December, 2023 till 6:00 P.M, whether they are desirous of serving as President of the Club for the year 2023-24. Every member standing for the post of President, is required to deposit along with at the time of his nomination, a sum of Rs. 1,00,000 (Rupees One Lac Only) by way of cheque/demand draft/RTGS/NEFT (as security deposit subject to realization of the Bank instrument). The amount of the security shall be refunded if the member gets elected or gets more than twenty-five per cent of total valid votes cast, otherwise the security amount shall be forfeited under Section 160 of the Companies Act, 2013.

A member shall not be entitled to stand for the election of the President if he/she is disqualified under Rule 22 of Bye Laws No.2.

As per Rule 22 (7) of Bye Law No. 2 a member shall not be entitled to stand for the election of the President if he/she has attained the age of 65 years. Updated Bye Laws are available on the Club website.

Information and other instruction related to e-voting are as under:

- (a) Pursuant to the provisions of section 108 of the Companies Act, 2013 and the Companies (Management & Administration) Rules, 2014, as amended and other applicable provisions if any of the Companies Act, 2013, the Club is pleased to provide to its members, optional and additional facility to exercise their right to vote on resolutions proposed to be passed in the meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the meeting ("remote E-voting").
- (b) The facilities to vote shall also be made available at the venue of the meeting and the members attending the meeting and who have not cast their vote by remote e-voting / physical ballot paper means, shall be able to vote at the meeting through physical ballot paper at the venue



## CHELMSFORD CLUB LIMITED

- (c) The members who have cast their vote by remote e-voting may also attend the meeting but shall not be entitled to change or cast their vote again. In case they cast their vote by both e-voting and ballot paper, only the vote cast by e-voting shall be counted as valid.
- (d) The Club has engaged the services of M/s National Securities Depository Limited (NSDL) as the agency to provide e-voting facility.
- (e) The Club has appointed Mr. Ishant Arora (CS) as Scrutinizer to scrutinize the remote e-voting and voting at the meeting and Shri Sunil Sareen and Shri Sushil Kumar Dwivedi as Scrutinizers for physical ballot voting in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the same purpose.
- (f) A person whose name is recorded in the register of members maintained by the Club as on the cutoff date i.e. Friday, the 24<sup>th</sup> November, 2023 only shall be entitled to avail the facility of e-voting or voting by ballot paper.

### **The e-voting procedure followed will be as under: -**

1. M/s National Securities Depository Limited will create a User ID and Password and will send it to all the eligible members by email address available with the Club. To obtain User ID and password, open the attached PDF file received on email viz.: "e-voting.pdf" with your Membership No. as Password. Note: Membership number should be alphanumeric only, it should not contain any special characters like for example, if membership number is M01111 then use M01111 to open attached PDF file. In case where there is no email ID or the mail bounces back for wrong IDs, such members may write to the Club Secretary at info@chelmsfordclub.in and request for their login ID and Password, after verifying their membership details, the Club will forward the request to NSDL and NSDL will forward the login id and password to their respective email id.
2. The e-voting will be open on Sunday, the 24<sup>th</sup> of December 2023 at 9:00 A.M.
3. E-voting will be closed by the Scrutinizer after 5:00 P.M. on 26<sup>th</sup> December 2023, a day prior to the AGM and remote e-voting shall not be allowed beyond the said date and time.
4. After closing of the event by Scrutinizer, M/s National Securities Depository Limited will download the data which will be uploaded on the computers installed at the AGM venue on the date of AGM for voting by ballot paper for members who could not vote online.
5. The physical ballot voting at the AGM venue will be completed by 1:30 P.M. on the date of AGM i.e. Wednesday, 27<sup>th</sup> December, 2023 and the results will be declared by 7:00 P.M.
6. The Scrutinizer shall immediately after the conclusion of the voting at the General Meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Club and make, not later than three days of conclusion of the meeting a consolidated scrutinizer's report of the votes cast in favor or against, to the Chairman or to any Director or Officer who may be authorized by the Chairman for this purpose.



## CHELMSFORD CLUB LIMITED

7. The result of the voting shall be declared by the Scrutinizer, or any person authorized by the Chairman on or after the receipt of the consolidated scrutinizer's report. The result along with the scrutinizer's report will be placed on the Club's website, [www.chelmsfordclub.in](http://www.chelmsfordclub.in) and on the website of M/s National Securities Depository Limited.
8. Subject to receipt of the requisite number of votes, the resolution shall be deemed to be passed on the date of Meeting i.e. Wednesday, 27<sup>th</sup> December, 2023.
9. Members will follow the following steps for e-voting as suggested by M/s National Securities Depository Limited.
  - (i) The Members should log in to the e-voting website <https://www.evoting.nsdl.com>
  - (ii) Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder / Member/ Creditor section'
  - (iii) Click on Login button at Shareholder/ Member/ Creditor tab. The system will prompt you enter your User ID. Insert the User ID received in E-mail 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. Insert the verification code, Password (as in email) 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 mobile number & E-mail ID. Post insertion of the correct OTP, the member will be prompted to the NSDL E-Voting page.
  - (iv) After successful login, at the home page of E-voting you will be able to see EVEN (E Voting Event Number).
  - (v) Select "EVEN" to cast the vote. (vi) Now you are ready for e-Voting as the Voting page opens.
  - (vii) Cast your vote by selecting appropriate options for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
  - (viii) Upon confirmation, the message "Vote cast successfully" will be displayed.
  - (ix) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
  - (x) You can also take out print of the voting done by you by clicking on Click here to print option on the Voting page.
  - (xi) In case you have any query or issues regarding e-voting, write an email to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call at toll free number 1800 1020 990 /1800 224 430.



## CHELMSFORD CLUB LIMITED

It is the responsibility of the member to ensure security of his/her User ID and password/OTP. Member should cast his/her vote on his/her own and not share his/her credentials with others which include passwords, OTPs, etc. The members who could neither cast their votes through remote e-voting nor by ballot paper, would be able to cast their votes at the meeting through ballot paper. If the vote is cast through remote e-voting facility then the members would not be permitted to exercise their voting right at the general meeting.

### **Information and other instructions related to voting by physical ballot are as under:**

As per Articles of Association of the Club, the members who do not wish to cast their votes by way of remote E-voting for the elections of members of Managing Committee and election of the President of the Club may also cast their votes by physical ballots. However, vote by physical ballot of a member who has cast his vote through remote E-Voting shall be rejected and not be considered.

### **Procedure for casting votes through physical ballot for the election of members of Managing Committee is as under:**

1. After receiving the nominations, the Club will send physical ballot papers to all the members on which you will see names of the candidates.
2. Please tick ( ✓ ) in the box before the name(s) of the candidate(s) you wish to vote. Since only 25 members are to be elected please tick ( ✓ ) before the name(s) of 25 or less than 25 candidates only. Any voting in favor of 26 or more candidates will invalidate all your votes.
3. Please ensure that there is no overwriting or corrections on the Ballot Paper. In case of any such overwriting or correction on the Ballot Paper, the same must bear the full signature of the member; otherwise, the entire Ballot Paper will be rejected.
4. The physical Ballot Paper must be signed by the member himself. Any Ballot Paper not bearing the signature of the member will be rejected.
5. The physical Ballot Paper may be submitted personally by hand or through speed post by sending the same at the following address.

#### **Secretary**

**Chelmsford Club Limited**

**1, Raisina Road,**

**New Delhi-110001**

6. The duly filled out ballot paper shall reach the above address not later than 24 hours before the time of the AGM Meeting i.e. by Tuesday, 26<sup>th</sup> December, 2023 by 11:30 A.M. The words "Ballot Papers Only" shall be written in bold on top of the envelope.
7. Members who have not cast their vote by ballot paper before 24 hours of the AGM and who have not exercised their vote through e-voting can also come and cast their vote on the date of AGM.
8. You can vote for not more than Twenty-five (25) candidates for the Managing Committee.



## CHELMSFORD CLUB LIMITED

9. Please cast your votes only on the original/duplicate Ballot Paper (as applicable). Any voting on the photocopy of the Ballot Paper will invalidate the voting. In case any member does not receive the ballot paper or misplaces the same, a duplicate ballot paper shall be issued on the written requisition from the member.
10. Duplicate Ballot Paper will only be issued on the written requisition from the member and such Ballot Paper shall bear the same serial number as that of the original one.
11. Corporate members must also send along with the Ballot Paper a certified copy of their board resolution authorizing the person to vote on their behalf.
12. Any Ballot Paper not in strict conformity with these instructions will be treated as invalid and will not be accounted for as per Article 39(g) and 39(h) of the Articles of Association of the Club.
13. Members contesting elections to the Managing Committee shall ensure that they have a valid DIN before the date of AGM, failing which their appointment shall be invalidated. They are requested to provide a copy of the **DIN** to the Club before the AGM.
14. Any Ballot Paper not in strict conformity with these instructions will be treated as invalid and will not be accounted for as per Article 36(g) and 39(h) of the Articles of Association of the Club. A member who is not a retiring Member of the Committee and who is desirous of serving on the committee or whose name has been proposed as a candidate, as provided in the last foregoing paragraph, shall not be entitled to act as a Member of the Managing Committee unless he has within 30 days of his appointment, signed and filed with the Registrar of Companies, Delhi his consent in writing to act as such Member as provided under Section 152 of the Companies Act, 2013.

### **Procedure for casting votes through physical ballot for the election of President is as under:**

1. After receiving the nominations, the Club will send ballot papers to all the members on which you will see names of the candidates.
2. Please tick ( ✓ ) in the box before the name(s) of the candidate(s) you wish to vote. Since only one President has to be elected please tick ( ✓ ) before the name of one candidate only. Any voting in favor of 2 or more candidates will invalidate your vote.
3. Please ensure that there is no overwriting or corrections in the Ballot Paper. In case of any such overwriting or correction on the Ballot Paper, the same must bear the full signature of the member; otherwise, the entire Ballot Paper will be rejected.
4. The Ballot Paper must be signed by the member himself. Any Ballot Paper not bearing the signature of the member will be rejected.





## CHELMSFORD CLUB LIMITED

5. The Ballot Paper may be submitted personally by hand or through speed post by sending the same at the following address.

**Secretary**  
**Chelmsford Club Limited**  
**1, Raisina Road,**  
**New Delhi-110001**

6. The duly filled ballot shall reach at the above address not later than 24 hours before the time of the AGM Meeting i.e. by Tuesday, 26<sup>th</sup> December, 2023 by 11:30 A.M; The words "Ballot Papers Only" shall be written in bold on top of the envelope.
7. Members who have not cast their vote by ballot paper before 24 hours of the AGM and who have not exercised their vote through e-voting can also come and cast their vote on the date of AGM.
8. You can vote for not more than one candidate.
9. Please cast your votes only on the original /duplicate Ballot Paper (as applicable). Any voting on the photocopy of the Ballot Paper will invalidate the voting. In case any member does not receive the ballot, paper or misplaces the same, a duplicate ballot paper shall be issued on the written requisition from the member.
10. Duplicate Ballot Paper will only be issued on the written requisition from the member and such Ballot Paper shall bear the same serial number as that of the original one.
11. Corporate members must also send along with the Ballot Paper a certified copy of their board resolution authorizing the person to vote on their behalf.





## CHELMSFORD CLUB LIMITED

A General table showing timelines and various important dates is as under.

**Date of Annual General Meeting 27<sup>th</sup> December 2023.**

S.NO.	EVENT	DATE	TIME
1.	Dispatch of Balance Sheet and Notice	02 Dec 2023	
2.	Date of loading Notice of AGM on the Club website as well as on the M/s NSDL website	02 Dec 2023	
3.	Date of publication of advertisement regarding Notice of the AGM in Hindi and English Newspaper	02 Dec 2023	
4.	Last date of receipt of queries for seeking clarification if any	12 Dec 2023	Till 6 P.M.
5.	Last date for submission of Nomination Form	12 Dec 2023	Till 6 P.M.
6.	E-Voting Opening	24 Dec 2023	9:00 A.M.
7.	E-Voting Closing	26 Dec 2023	5:00 P.M.
8.	Last Date & Time of acceptance of Ballot Papers	26 Dec 2023	11.30 A.M.
9.	Last Date & Time of sealing/closing of Ballot Box	26 Dec 2023	11.30 A.M.
10.	Voting on the date of AGM (Through Ballot paper )	27 Dec 2023	11.30 A.M.
11.	Closing of the Voting on the day of AGM (Through Ballot paper)	27 Dec 2023	01:30 P.M.
12.	Date of Annual General Meeting	27 Dec 2023	11.30 A.M.
13.	Date of declaration of result	27 Dec 2023	7:00 P.M.
14.	Loading of Result of Election on the website of the Club & NSDL	27 Dec 2023	

**For and on behalf of the Managing Committee of  
Chelmsford Club Limited**

**Date:** 24<sup>th</sup> November, 2023

**Place:** New Delhi

**Puneet Bhasin  
Secretary**