

ROYAL WESTERN INDIA TURF CLUB, LIMITED

Registered Office: Race Course, Mahalakshmi, Mumbai - 400 034.

CIN :U91990MH1925PLC001182

E-mail :secretary@rwitc.com ; Telephone : 022 – 23071401 / 23071407.

Website: www.rwitc.com

NOTICE

Notice is hereby given that the One Hundred and Fourth Annual General Meeting of the Members of the Royal Western India Turf Club, Limited (“the Meeting”), will be held at the Nehru Centre Auditorium, Dr. Annie Besant Road, Worli, Mumbai – 400 018, at 4.50 p.m. on Wednesday, 11th September, 2019 to transact the following business :

ORDINARY BUSINESS:

ITEM 1. Adoption of Accounts :-To receive, consider and adopt the Audited Income and Expenditure Account for the year ended 31st March, 2019 and Balance Sheet as at that date together with reports of the Committee of the Club and Auditors thereon, prints whereof are sent herewith.

N.B.: Any Member desirous of asking questions on Accounts at the Meeting is requested to be good enough to give prior notice in writing to the Secretary by 5.00 p.m. on or before 27th August, 2019.

ITEM 2. To elect the Committee for the year 2019/2020.

A list of candidates for election to the Committee at the said Meeting, whose nominations have been received on or before the date of this Notice, prepared in alphabetical order, is given below. The names of the elected Members of the present Committee who desire to stand for re-election are indicated by means of an asterisk:-

- | | | |
|------|---------------------------------|------------------|
| *1. | Khushroo N. Dhunjibhoy, Esquire | (DIN : 00333683) |
| 2. | Vivek S. Jain, Esquire | (DIN : 00502027) |
| *3. | Sunil G. Jhangiani, Esquire | (DIN : 00077526) |
| *4. | Ms. Zinia Lawyer | (DIN : 01343232) |
| *5. | Milan A. Luthria, Esquire | (DIN : 01912497) |
| 6. | Jaydev M. Mody, Esquire | (DIN : 00234797) |
| *7. | Geoffrey B. Nagpal, Esquire | (DIN : 00532081) |
| 8. | Zavaray S. Poonawalla, Esquire | (DIN : 00044760) |
| *9. | Surendra R. Sanas, Esquire | (DIN : 00164013) |
| 10. | Vijay B. Shirke, Esquire | (DIN : 00006804) |
| *11. | Dr. Ram H. Shroff | (DIN : 00004865) |

If the number of Club Members who have, pursuant to the provisions of the Club’s Articles of Association, offered themselves or been duly proposed for election as Members of the Committee is nine or less than nine, they shall be declared duly elected at the Annual General Meeting of the Club. However, if the number of candidates for election as Members of the Committee is more than nine, then the election will be in accordance with the provisions of Article 95 and / or other applicable provisions of the Articles of Association of the Club and/or the Companies Act, 2013, if any. Further, the relevant information of the above candidates, in terms of Secretarial Standards is furnished as Annexure - A to the Notice.

ITEM 3. Appointment of Auditors of the Club and to fix their remuneration and for that purpose to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, Walker Chandiook & Co LLP, Chartered Accountants (Firm’s Registration No. 001076N/N500013) having its office at 16th Floor, Tower II, Indiabulls Finance Centre, S B Marg, Elphinstone (W), Mumbai 400013, be and are hereby appointed as Auditors of the Club to hold office from the conclusion of this Annual General Meeting up to the conclusion of the 109th Annual General Meeting of the Club, at such remuneration plus applicable taxes, actual out-of pocket and travelling expenses etc., as may be mutually agreed between the Committee of the Club and the Auditors, but so that such remuneration and expenses shall be exclusive of any remuneration and expenses which may be determined by the Committee of the Club at its discretion from time to time to be paid to them for any work other than the said abovementioned audits of the Club’s accounts entrusted to and done by them in any other capacity.”

SPECIAL BUSINESS:

ITEM 4. To elect two Members to the Board of Appeal pursuant to and in accordance with the applicable provisions of the Articles of Association of the Club for the years 2019 - 2022. Mr. Ardeshir S. Narielwala, and Mr. Hoshang J. Nazir, Members of the existing Board of Appeal, shall retire upon conclusion of this One Hundred and Fourth Annual General Meeting of the Club and are eligible for re-election.

A list of candidates for election to the Board of Appeal at the said Meeting, whose nominations have been received on or before the date of this Notice, prepared in alphabetical order, is given below. The names of the retiring Members of the Board of Appeal who desire to stand for re-election are indicated by means of an asterisk:-

1. Dilip P. Goculdas, Esquire
2. Darashaw K. Mehta, Esquire
- *3. Hoshang J. Nazir, Esquire

If the number of Club Members who have, pursuant to the provisions of the Club’s Articles of Association, offered themselves or been duly proposed for election as Members of the Board of Appeal, is two or less than two, they shall be declared duly elected at the Annual General Meeting of the Club. If, however, the number of candidates for Membership of the Board of Appeal is more than two, the election will be in accordance with the provisions of Article 128 and / or other applicable provisions of the Articles of Association of the Club and/or the Companies Act, 2013, if any.

SPECIAL BUSINESS, SPECIAL RESOLUTION(S):

To consider and, if thought fit, to pass the following Resolution(s), which will be proposed as Special Resolution(s):

ITEM 5, SPECIAL RESOLUTION:

“RESOLVED THAT the Articles of Association of the Club be altered, amended, substituted, deleted or added to in the following manner :-

Add the following new Article 25 (A) and the title thereto, after existing Article 25, to the Articles of Association of the Club:

Facility Levy

25 (A) All Club, Life and Stand Members, **who have not completed the age of 65 years as on 31st day of March of the preceding financial year**, shall pay to the Club a Facility Levy of a sum of Rs.250/- per month i.e. Rs.3,000/- per annum (payable annually) for the forthcoming financial year. The Facility Levy shall be payable in advance on the 1st day of April of each financial year. If any of the Club, Stand or Life Members fail to pay the Facility Levy within three (3) months after the date upon which it shall have become due, notice shall be sent to him by registered letter, to his last registered address, calling his attention thereto, and if he does not pay the amount within ninety (90) days of the posting of such notice, he shall cease to be a Member of the Club and his name shall be removed by the Committee from the Register of Members. However, if at any time after his name shall have been so removed he shall give a satisfactory explanation to the Committee in writing, he may, subject to the discretion of the Committee and upon payment of all arrears, be re-admitted to membership without payment of any entrance fee, provided there is a vacancy.”

SPECIAL BUSINESS, ORDINARY RESOLUTION:

To consider and, if thought fit, to pass the following Resolution, which will be proposed as Ordinary Resolution:

ITEM 6, ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 181 of the Companies Act, 2013, the Committee of the Club be and is hereby authorized to contribute, donate or otherwise provide assistance from time to time to any charitable, public or social fund as it may, in its sole discretion, deem fit, till 31st March 2020.”

BY ORDER OF THE COMMITTEE,

N H S MANI,
SECRETARY & CHIEF EXECUTIVE OFFICER,
ROYAL WESTERN INDIA TURF CLUB, LTD.

Mumbai: Dated this 12th day of August, 2019.

Note:

- (1) The relevant Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 in respect of the Items of Special Business mentioned in the Notice is attached herewith.
- (2) **A Club Member who is entitled to attend and vote at the Meeting shall be entitled to appoint any other Member entitled to vote as a Proxy to attend and vote instead of himself for the purpose ONLY of demanding a Poll at the Meeting as provided by the Club's Articles of Association.**
- (3) To assist identification, Members are requested to carry with them to the Meeting their photo membership cards.
- (4) The Club shall be providing the facility for Voting by Electronic Means and the business shall be transacted by Club Members through such voting.
- (5) The facility for voting, through Electronic Voting System shall also be made available at the Meeting and the Club Members attending the Meeting who have not already cast their vote by Remote E-voting shall be able to exercise their right to vote at the Meeting.
- (6) **The cut-off date for the eligibility for remote E-voting and voting at the Meeting is 4th September, 2019. Any Club Member not entitled to vote as of the cut-off date on account of non-payment of his / her subscription amount, shall not be entitled to vote by remote E-voting or electronic voting at the venue, despite password and the procedure for remote E-voting being sent to such Club Member.**
- (7) The Club has engaged the services of Karvy Fintech Private Limited ("Karvy") as the Agency to provide E-voting facilities and do all such acts on behalf of the Club in this regard and the User ID and password for remote E-voting will be sent directly by Karvy to the Club Members.
- (8) The remote E-voting facility will be available during the following period:

Commencement of remote E-voting : From 9.00 a.m. (IST) on 8th September, 2019
End of remote E-Voting : Up to 5.00 p.m. (IST) on 10th September, 2019

The remote E-voting will not be allowed beyond the aforesaid date and time and the remote E-voting module shall be disabled by Karvy upon expiry of the aforesaid period.

- (9) The process and manner for Voting by Electronic Means is as follows:
 - A. Please refer to the following guidelines for the purpose of casting your vote through remote E-voting:
 - a) Launch internet browser during voting period by typing the URL:
<https://evoting.karvy.com>
 - b) Enter the login credentials (i.e. user id and password). **User ID will be a combination of the E-voting Event Number followed by alphanumeric Membership Number [without the hyphen '-'] (Event Number + Membership Number).** For example if the Event Id No. is "1234" and your Membership No. is "Y5678", then your User ID

No. will be “1234Y5678”. You will be separately intimated through a communication by Karvy about the User ID (Combination of Event No. + Your Membership No.) and password for enabling you to accordingly operate the module.

- c) After entering the details of User ID and Password, enter the Captcha and click on “LOGIN”.
 - d) You will now reach password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password generated for the Meeting, in case you forget it.
 - e) You need to login again with the new credentials.
 - f) On successful login, the system will prompt you to select the E-Voting event.
 - g) Select the EVENT of Royal Western India Turf Club, Ltd. and click on “SUBMIT”.
 - h) Now you are ready for e-voting as “Cast Vote” page opens.
 - i) Kindly tick mark (✓) against the appropriate Box For or Against , which will select For or Against beside each Item.
 - j) Once you have voted for the Item(s), please click on “SUBMIT”. In case you do not cast your vote by not tick marking against the box and submit/register your vote, the same will be considered as your abstaining from voting for such Item(s) where there is no tick mark.
 - k) A confirmation box will be displayed. Click “OK” to confirm else, “CANCEL” to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Club Members can login any number of times till they have voted on the resolution(s).
- B. Once the vote on a resolution is cast by a Club Member, the Club Member shall not be allowed to change it subsequently.
- C. The facility for voting through electronic voting system at the venue of the Meeting (i.e. INSTAPOLL) shall be made available to the Club Members attending the Meeting after the commencement of the Meeting and shall close at 7.00 p.m. and only those Club Members who have not cast their vote by remote E-voting shall be able to vote at the Meeting through “InstaPoll” i.e. a Member may choose to vote on all or any of the resolutions either by remote E-voting or by InstaPoll at the venue of the Meeting, but not both.
- D. Club Members who have already cast their vote by remote E-voting on the resolution(s) may also attend the Meeting but shall not be entitled to cast their vote again on any resolution at the venue of the Meeting.

- E. If a Club Member is travelling during the time of the Meeting then he may request Karvy to send his User ID and Password to him by e-mail, to enable him to exercise his vote by remote E-voting.
- F. The Committee of the Club shall appoint a Scrutinizer to scrutinize the E-voting process in a fair and transparent manner.
- G. Subject to receipt of requisite number of votes, the resolution(s) shall be deemed to be passed on the date of the Meeting or any adjournment thereof.
- H. In case of any query pertaining to E-voting, please visit help and FAQ's section available at Karvy's website <https://evoting.karvy.com>. For any other query, the Club Member may contact the office of the Club on (022) 23071401/23071407.
- I. The Scrutinizer, after scrutinizing the votes cast at the Meeting (InstaPoll) and through remote E-voting, shall make a consolidated Scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated Scrutinizer's report shall be placed on the website of the Club and on the website of the Agency immediately after the result is declared by the Chairman.
- J. For facility of Club Members at Pune, the Club shall make available the facility of remote e-voting at the Turf Club House at Pune from 9.00 a.m. (IST) on 8th September, 2019 to 5.00 p.m. (IST) on 10th September, 2019.

EXPLANATORY STATEMENT

The Explanatory Statements as required under Section 102 of the Companies Act, 2013 are attached herewith.

Re: Special Business, Item 4 of the Notice

In view of the provisions contained in the Articles, two Members of the Board of Appeal are to be elected and hence, this item.

In terms of provisions of Article 125(d), one third of the Members of the Board retire on the conclusion of every Annual General Meeting of the Club.

The Club has received nominations from Mr. Dilip P. Goculdas, Mr. Darashaw K. Mehta and Mr. Hoshang J. Nazir, for proposing their intention to act as Members on the Board of Appeal.

None of the Members of the Committee or their relatives have any special or particular interest, save and except as any other Member may have in the aforesaid Resolution.

Re: Special Business, Special Resolution(s)

Re: Item 5, Special Resolution

Members are aware that various costs are incurred by the Club in connection with its day to day activities and the same has increased manifold in recent times. The present fees as collected from the Members are relatively less considering the surging prices and the maintenance expenses of the Club. The Club being a sports Club has high maintenance costs, impending costs of lease and heavy taxes. The absence of adequate facilities has resulted in poor membership income. In order to maintain the Club for its Members, the Club also made drastic reductions in stakes, salaries, and added costs to breeders, bookmakers, etc. The Committee of the Club has therefore proposed to introduce a new charge, by way of "Facility Levy", which shall be payable by Club, Life and Stand Members of the Club **who have not completed the age of 65 years as on 31st day of March of the preceding financial year.** The Facility Levy payable is a sum of Rs.250/- per month i.e. Rs.3,000/- per annum (payable annually) for every forthcoming financial year. The Facility Levy would be payable in advance on the first day of April of each financial year. If despite notice to the Member concerned, such Member fails to pay the Facility Levy within the stipulated period, such Member shall cease to be a Member of the Club and his name would be removed from the Register of Members. Such Member may be re-admitted to membership at the discretion of the Committee, (provided there being a vacancy), without payment of entrance fee but upon payment of all arrears and further, upon such Member giving satisfactory explanation to the Committee.

None of the Members of the Committee or their relatives have any special or particular interest, save and except as any other Member may have in the aforesaid Resolution.

A copy of the Memorandum and Articles of Association and the Rules of Racing of the Club are available for inspection of the Members at the Registered Office of the Club at Race Course, Mahalakshmi, Mumbai - 400 034, on any working day (except Race Days, Sundays and Holidays) between the hours of 10.30 a.m. and 12.30 p.m. and the same shall be furnished on written request from a Member whose registered address is outside the city of Pune or outside Greater Mumbai, as the case may be, on payment of Re.1/- and Rs.100/- respectively.

Re : Special Business, Ordinary Resolution(s)

Re: Item 6, Ordinary Resolution

Clause 3 (o) of the Club's Memorandum of Association permits donations for charitable and benevolent purposes and Article 110 (q) of the Club's Articles of Association empowers the Committee to make such donations. As such, any contributions which may be made by the Committee of the Club to any charitable, public or social fund, from time to time, is intra vires the Club's Memorandum and Articles of Association, subject to approval being given by the Members, and hence this Resolution.

None of the Members of the Committee or their relatives have any special or particular interest, save and except as any other Member may have in the aforesaid Resolution.

A copy of the Memorandum and Articles of Association and the Rules of Racing of the Club are available for inspection of the Members at the Registered Office of the Club at Race Course, Mahalakshmi, Mumbai - 400 034, on any working day (except Race Days, Sundays and Holidays) between the hours of 10.30 a.m. and 12.30 p.m. and the same shall be furnished on written request from a Member whose registered address is outside the city of Pune or outside Greater Mumbai, as the case may be, on payment of Re.1/- and Rs.100/- respectively.

BY ORDER OF THE COMMITTEE,

N H S MANI,
SECRETARY & CHIEF EXECUTIVE OFFICER,
ROYAL WESTERN INDIA TURF CLUB, LTD.

Mumbai: Dated this 12th day of August, 2019.

Registered Office:
Race Course,
Mahalakshmi,
Mumbai – 400 034.

Attendance slip

Attendance slip for One Hundred and Fourth Annual General Meeting of the Members of the Royal Western India Turf Club, Limited held on Wednesday, 11th September, 2019 at Nehru Centre Auditorium, Dr. Annie Besant Road, Worli, Mumbai – 400 018 at 4.50 p.m.

Membership No:

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I certify that I am a Club Member/ Proxy. I hereby record my presence at the One Hundred and Fourth Annual General Meeting of the Royal Western India Turf Club, Limited held on Wednesday, 11th September, 2019 at Nehru Centre Auditorium, Dr. Annie Besant Road, Worli, Mumbai – 400 018 at 4.50 p.m.

Name of the Club Member/Proxy

Signature of the Club Member/Proxy

Form of Proxy for the One Hundred and Fourth Annual General Meeting

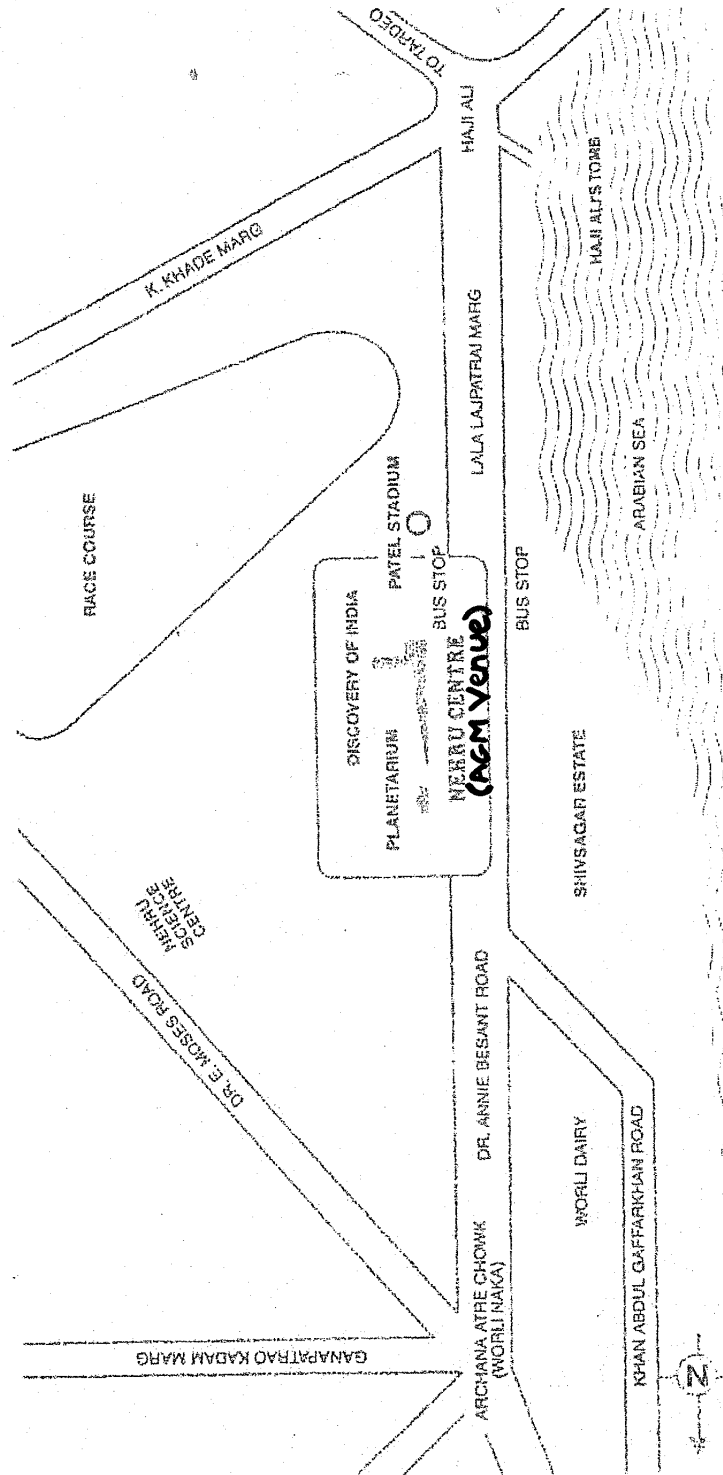
I/We A. B, do hereby appoint C. D. my/our proxy to attend and vote for me/us and on my/our behalf for the purpose of demanding a poll at the One Hundred and Fourth Annual General Meeting of the Club to be held on Wednesday, 11th September, 2019 or at any adjournment thereof.

Date _____ (Sd.) A.B.

Notes:

1. The proxy form is to be deposited at the Registered Office of the Club not less than forty-eight hours before the time for holding the Meeting at which the person named in the instrument proposes to vote and in default the instrument of proxy shall not be treated as valid.
2. Please affix revenue stamp of requisite amount on the proxy form and thereafter cancel the stamp affixed on the proxy form. Please note, unstamped or inadequately stamped proxy forms or proxy forms upon which the stamps have not been cancelled will be treated invalid.
3. The proxy holder is required to furnish his / her proof of identity at the time of attending the Meeting.
4. **The proxy form, in order to be effective is to be complete in all respects. Incomplete proxy form will be treated as invalid.**

Route Map



ANNEXURE – A

Relevant information of the candidate for election to the Committee

Name	Mr. Khushroo N. Dhunjibhoy	Mr. Vivek S. Jain
Age	71 Years	61 Years
Qualifications	Graduate	M.M.S, M.B.A
Experience	51 years' experience in Shipping	36 years
Terms & Conditions of appointment / reappointment	Honorary Service	Honorary Service
Details of honorarium sought to be paid	Not Applicable	Not Applicable
Honorarium, if any, last drawn	Not Applicable	Not Applicable
Date of first appointment on the Committee	20 th September 1990	18 th December 1997
Relationship with other Committee Members	Not Applicable	Not Applicable
No. of Meetings of the Committee attended during the year	16 out of 20 meetings	Not Applicable
Directorship in other companies	As per Annexure-B	As per Annexure-B
Membership / Chairmanship of committees of other boards	Not Applicable	As per Annexure-C

Contd.

ANNEXURE – A

Relevant information of the candidate for election to the Committee

Name	Mr. Sunil G. Jhangiani	Ms. Zinia Lawyer
Age	61 Years	66 Years
Qualifications	B.Com, LL.B	B.A. Economics (Honors) Degree
Experience	42 years	Business Experience for 45 years
Terms & Conditions of appointment / reappointment	Honorary Service	Honorary Service
Details of honorarium sought to be paid	Not Applicable	Not Applicable
Honorarium, if any, last drawn	Not Applicable	Not Applicable
Date of first appointment on the Committee	12 th December 2003	11 th September 2017
Relationship with other Committee Members	Not Applicable	Not Applicable
No. of Meetings of the Committee attended during the year	20 out of 20 meetings	18 out of 20 meetings
Directorship in other companies	As per Annexure-B	As per Annexure-B
Membership / Chairmanship of committees of other boards	Not Applicable	Not Applicable

Contd.

ANNEXURE – A

Relevant information of the candidate for election to the Committee

Name	Mr. Milan A. Luthria	Mr. Jaydev M. Mody
Age	52 Years	64 Years
Qualifications	Bachelor of Commerce	Graduation in Arts from Mumbai University
Experience	24 years	Experience of creating, developing and managing businesses for more than 36 years, over 25 of them in real estate development. Played a leading role in building and developing India's first truly global mall "Crossroads" in South Mumbai. He was instrumental in the development of several large residential and commercial complexes and retail destinations in and around Mumbai, among them Peninsula Corporate Park, Ashok Towers, Ashok Gardens and Peninsula I.T. Park, all of them now established Mumbai Landmarks.
Terms & Conditions of appointment / reappointment	Honorary Service	Honorary Service
Details of honorarium sought to be paid	Not Applicable	Not Applicable
Honorarium, if any, last drawn	Not Applicable	Not Applicable
Date of first appointment on the Committee	12 th September 2016	20 th December 2007
Relationship with other Committee Members	Not Applicable	Not Applicable
No. of Meetings of the Committee attended during the year	19 out of 20 meetings	Not Applicable
Directorship in other companies	As per Annexure-B	As per Annexure-B
Membership / Chairmanship of committees of other boards	Not Applicable	As per Annexure-C

Contd..

ANNEXURE – A

Relevant information of the candidate for election to the Committee

Name	Mr. Geoffrey B. Nagpal	Mr. Zavaray S. Poonawalla
Age	64 Years	76 Years
Qualifications	F.Y.B.Com	Bachelor's Degree in Commerce
Experience	44 Years	50 + years
Terms & Conditions of appointment / reappointment	Honorary Service	Honorary Service
Details of honorarium sought to be paid	Not Applicable	Not Applicable
Honorarium, if any, last drawn	Not Applicable	Not Applicable
Date of first appointment on the Committee	18 th December 2010	16 th December 2014
Relationship with other Committee Members	Not Applicable	Not Applicable
No. of Meetings of the Committee attended during the year	19 out of 20 Meetings	Not Applicable
Directorship in other companies	As per Annexure-B	As per Annexure-B
Membership / Chairmanship of committees of other boards	Not Applicable	Not Applicable

Contd..

ANNEXURE - A

Relevant information of the candidate for election to the Committee

Name	Mr. Surendra R. Sanas	Mr. Vijay B. Shirke
Age	66 Years	69 Years
Qualifications	High School	B.E. (Mech.)
Experience	40 years in construction industry. 35 years in Racing	47 Years
Terms & Conditions of appointment / reappointment	Honorary Service	Honorary Service
Details of honorarium sought to be paid	Not Applicable	Not Applicable
Honorarium, if any, last drawn	Not Applicable	Not Applicable
Date of first appointment on the Committee	6 th September 2018	19 th December 1996
Relationship with other Committee Members	Not Applicable	Not Applicable
No. of Meetings of the Committee attended during the year	16 out of 20 meetings	Not Applicable
Directorship in other companies	As per Annexure-B	As per Annexure-B
Membership / Chairmanship of committees of other boards	Not Applicable	As per Annexure-C

Contd..

ANNEXURE - A

Relevant information of the candidate for election to the Committee

Name	Dr. Ram H. Shroff
Age	48 Years
Qualifications	Qualified Medical Doctor
Experience	Dr. Ram H. Shroff is a qualified medical doctor. He has an experience of more than 17 years in Charak Pharma where he is a Director. Charak is one of the leading Herbal and Ayurvedic Company's in India. Through his initiatives the Company has grown its market share substantially and has introduced several new products which have helped bring a new dimension in medical treatment of patients. Dr. Shroff has also initiated Charak Pharma's international presence. Charak is now available in more than 45 countries around the world. In addition, Dr. Shroff has participated in several local and international medical conferences impressing the need of alternative medicines for the treatment of patients. Dr. Shroff has also started a new venture called Digimed Healthcare which is in the business of medical tourism with a focus towards markets in Africa. Dr. Shroff is also the Managing Director of the Delta Magnets Limited (DML) since 2012 and has been instrumental in creating an international imprint by an overseas acquisition. Under his leadership the DML caters to varied industries ranging from Automobiles, Railways, Telecommunication amongst others.
Terms & Conditions of appointment / reappointment	Honorary Service
Details of honorarium sought to be paid	Not Applicable
Honorarium, if any, last drawn	Not Applicable
Date of first appointment on the Committee	20 th December 2001
Relationship with other Committee Members	Not Applicable
No. of Meetings of the Committee attended during the year	17 out of 20 meetings
Directorship in other companies	As per Annexure-B
Membership / Chairmanship of committees of other boards	As per Annexure-C

ANNEXURE – B

List of Directorships of Candidates for election to the Committee of the Club in other companies

1. Khushroo N. Dhunjibhoy, Esquire

- Five Stars Shipping Company Private Limited
- Five Stars Stud & Agricultural Company Private Limited
- Five Stars Chartering Private Limited
- Parshwa Securities Limited
- Infobricks Technology (India) Private Limited
- Danaos Software Services (India) Private Limited
- Cybercomb India Private Limited
- Equine Farriery Foundation

2. Vivek S. Jain, Esquire

- DCW Limited
- DCW Pigments Ltd.
- Sahu Brothers Pvt. Ltd.
- Jain Sahu Brothers Properties Pvt. Ltd.
- W P Organisation (Mumbai Chapter)

3. Sunil G. Jhangiani, Esquire

- Chemistry Design Limited
- Chemistry India Private Limited
- Equest India Private Limited
- Esjay International Private Limited
- Chemistry Design Private Limited

4. Ms. Zinia Lawyer

- Bakhtawar Construction Company Private Limited
- Scribetech (India) Healthcare Private Limited

5. Milan Luthria, Esquire

- Vertex Motion Pictures Private Limited
- Milan Luthria Films Private Limited

6. Jaydev Mody, Esquire

- Alibagh Farming and Agriculturist Company Private Limited
- Arrow Textiles Limited
- Aryanish Finance and Investments Private Limited
- Bayside Property Developers Private Limited
- Clint Realities Private Limited
- Delta Corp Limited
- Delta Hotels Lanka (Private) Ltd
- Delta Magnets Limited

- Delta Real Estate Consultancy Private Limited
- First Eagle Capital Advisors Private Limited
- Delta Gaming and Entertainment Lanka (Pvt) Limited
- Growcity Real Estate Private Limited
- JM Holding (USA) INC
- JM Holding Lanka (Private) Limited
- JM Holding Limited (UAE)
- J M Livestock Private Limited
- Magdev Limited, UK
- Providence Educational Academy Private Limited
- Goan Football Club Private Limited

7. Geoffrey B. Nagpal, Esquire

- Ebco Private Limited
- Effipress Engineering Private Limited
- Rainbow Quest Equines Private Limited

8. Zavaray S. Poonawalla, Esquire

- Annilna Investment Private Limited
- El-O-Matic (India) Private Limited
- Intervolve Poonawalla Limited (Erstwhile Intervolve (India) Limited)
- Poonawalla Astonish Stud Private Limited
- Poonawalla Exhilaration Stud Private Limited
- Poonawalla Financials Private Limited
- Poonawalla Finvest & Agro Private Limited
- Poonawalla Mystical Stud Private Limited
- Poonawalla Racing & Breeding Private Limited
- Poonawalla Stud Farm Private Limited
- Serum Institute of India Private Limited
- Simone Poonawalla Constructions and Stud Private Limited
- The Poona Stud Farm Private Limited
- Yodelsim Holdings Private Limited

9. Surendra R. Sanas, Esquire

- Kusum Construction and Commercials Limited
- Oxford Realtor (Pune) Private Limited
- Rahul Executives Infratech Private Limited
- Harbell Hotels Private Limited
- Aminasia Property Developers Private Limited
- Sabhar Realities Private Limited
- Ascent Real Estate and Properties Private Limited
- Nasik Land Realty (India) Private Limited
- Realty Networks Property Services India Private Limited
- Prudent Real Estate and Properties Private Limited
- Classic City Infopark Private Limited
- Neo Light Agriculture and Breeding Private Limited
- Sanas Developers Pvt. Ltd.

10. Vijay B. Shirke, Esquire

- B.G. Shirke Construction Technology Pvt. Ltd.
- Karmveer Investments Pvt. Ltd.
- Kirkland Investments Pvt. Ltd.
- Ashwamedh Investments Pvt. Ltd.
- Convex Investments & Trading Pvt. Ltd.
- B.G. Shirke Oil and Gas India Pvt. Ltd.
- Siporex India Pvt. Ltd.

11. Dr. Ram H. Shroff

- Crème-De-La-Crème Private Limited
- Charak Healthcare Private Limited
- Charak Pharma Private Limited
- Stride Livestock Private Limited
- ISS Trading Private Limited
- Delta Magnets Limited
- SSI Trading Private Limited
- MMG India Private Limited
- Magdev Limited, UK
- SI Agro Private Limited
- Arrow Textiles Limited
- Vedistry Private Limited
- Young Presidents Organization (Mumbai Chapter)

ANNEXURE - C

List of Membership / Chairmanship of Committees of other Boards of the candidates for election to the Committee of the Club

1. Vivek Jain, Esquire

Global Advisory Board, Babson College

2. Jaydev Mody, Esquire

- | | | | |
|----|------------------------|----------|---|
| a) | Arrow Textiles Limited | Chairman | Stake Holders Relationship Committee |
| | Arrow Textiles Limited | Member | Nomination & Remuneration Committee |
| | Arrow Textiles Limited | Chairman | General Purpose Committee |
| | Arrow Textiles Limited | Chairman | Investment Committee |
| | Arrow Textiles Limited | Chairman | Borrowing Committee |
| b) | Delta Corp Limited | Chairman | Stake Holders Relationship Committee |
| | Delta Corp Limited | Member | Nomination Remuneration & Compensation Committee |
| | Delta Corp Limited | Chairman | Investment Committee |
| | Delta Corp Limited | Chairman | Borrowing Committee |
| | Delta Corp Limited | Chairman | General Purpose Committee |
| | Delta Corp Limited | Chairman | Allotment Committee |
| | Delta Corp Limited | Chairman | Corporate Social Responsibility Committee |
| | Delta Corp Limited | Chairman | QIP Committee |
| c) | Delta Magnets Limited | Chairman | Stake Holders Relationship Committee |
| | Delta Magnets Limited | Member | Nomination & Remuneration Committee |
| | Delta Magnets Limited | Chairman | Investment, Borrowing and General Purpose Committee |
| | Delta Magnets Limited | Chairman | Allotment Committee |

3. Vijay B. Shirke, Esquire

B.G. Shirke Construction Technology Pvt. Ltd. – Chairman on the CSR Committee of the Board of Directors.

Siporex India Pvt. Ltd. - Chairman on the CSR Committee of the Board of Directors.

4. Dr. Ram H. Shroff

- | | | |
|---------------------------|--------|---|
| MMG India Private Limited | Member | Audit Committee |
| Delta Magnets Limited | Member | Audit Committee |
| Delta Magnets Limited | Member | Stake Holders Relationship Committee |
| Delta Magnets Limited | Member | Investment, Borrowing and General Purpose Committee |
| Delta Magnets Limited | Member | Risk Management Committee |
| Arrow Textiles Limited | Member | Audit Committee |
| Arrow Textiles Limited | Member | Corporate Social Responsibility Committee |
| Arrow Textiles Limited | Member | Risk Management Committee |
