

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 Second Annual General Meeting of the Members of the Royal Western India Turf Club, Limited (“the Meeting”), will be held at the Members’ Enclosure, Race Course, Mahalakshmi, Mumbai – 400 034, at 11.00 a.m. on Monday, 11th September, 2017 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, 2017 and Balance Sheet as at that date together with the 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 28th August, 2017.

ITEM 2. To elect the Committee for the year 2017/2018.

SPECIAL NOTE :

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 Jain, Esquire | (DIN : 00502027) |
| 3. | Ms. Zinia Lawyer | (DIN : 01343232) |
| * 4. | Milan Luthria, Esquire | (DIN : 01912497) |
| 5. | Ashwin B. Mehta, Esquire | (DIN : 00687219) |
| * 6. | Jaydev M. Mody, Esquire | (DIN : 00234797) |
| * 7. | Geoffrey B. Nagpal, Esquire | (DIN : 00532081) |
| * 8. | Shyam M. Ruia, Esquire | (DIN : 00094600) |
| * 9. | Dr. Ram H. Shroff | (DIN : 00004865) |
| * 10. | Gulamhusein A. Vahanvaty, Esquire | (DIN : 00149834) |
| * 11. | Champaklal Zaveri, Esquire | (DIN : 01711672) |

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 / 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. Ratification of 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, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, Deloitte Haskins & Sells, Chartered Accountants (Firm’s Registration No. 117365W), who were appointed as Auditors of the Club at the Ninety-Ninth Annual General Meeting of the Club to hold office till the conclusion of the One Hundred and Fourth 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, be and are hereby ratified and confirmed as Auditors of the Club till the conclusion of the next Annual General Meeting.”

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 2017 - 2020. Mr. Shivlal R. Daga, and Mr. Ashwin B. Mehta, Members of the existing Board of Appeal, shall retire upon conclusion of this One Hundred and Second 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. Mr. Shivlal R. Daga
- * 2. Mr. Ashwin B. Mehta

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 / the Companies Act, 2013, if any.

SPECIAL BUSINESS, SPECIAL RESOLUTIONS:

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

ITEM 5, SPECIAL RESOLUTION:

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

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 shall pay to the Club a Facility Levy of a sum of Rs.500/- per month i.e. Rs.6,000/- per annum (payable annually). The Facility Levy shall be payable in advance on the 1st day of April of each financial year. If any Club, Stand or Life Member shall fail to pay the Facility Levy within three 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 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, but 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. ”

ITEM 6, SPECIAL RESOLUTION:

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

(i) In Article 22(c) of the Articles of Association of the Club, add the words “Temporary Members, Temporary Service Members,” before the words, “Honorary Stand Members” appearing in the second line thereof.

(ii) Substitute existing Article 36 of the Articles of Association of the Club with the following :

“The Committee may invite any gentleman or lady who is a bonafide visitor to Western India or any other member of the public who the Committee may consider deserving of invitation to join the Club as Temporary Member without ballot, and any gentleman or lady so invited shall, upon payment of the annual subscription as fixed by the Committee from time to time, but not exceeding Rs.5,000/- per annum, be entitled to all the privileges of a Stand Member for an initial period of two years from the date of such invitation and then, for such further period(s) at the discretion of the Committee.”

(iii) Substitute existing Article 37 of the Articles of Association of the Club with the following :

“The Committee may invite any Officer of the Indian Army, Navy or Air Force or any officer in Government Service or Municipal Corporation of Mumbai who the Committee may consider deserving of such invitation to join the Club as a Temporary Service Member without ballot and any officer so invited shall, upon payment of the annual subscription as fixed by the Committee from time to time, but not exceeding Rs.5,000/- per annum, be entitled to all the privileges of a Stand Member for an initial period of three years from the date of invitation by the Committee and then, for such further period(s) at the discretion of the Committee.”

SPECIAL BUSINESS, ORDINARY RESOLUTIONS:

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

ITEM 7, ORDINARY RESOLUTION:

“RESOLVED THAT consent be and is hereby given by way of ratification to the contribution made of a sum of Rs.1,00,000/- (Rupees One Lakh Only) on 30th April, 2016 to the Indian Cancer Society (towards medical aid) and also for another contribution made on 22nd August, 2016 for a sum of Rs.3,00,000/- (Rupees Three Lakhs Only) to the Public Concern for Governance Trust (towards fighting corruption and to strive for good governance) and the aforesaid contributions totaling to a sum of Rs.4,00,000/- (Rupees Four Lakhs Only) being charitable funds not directly relating to the activities of the Club or the welfare of its employees.”

ITEM 8, 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 31 March 2018.”

BY ORDER OF THE COMMITTEE,

N.H.S. MANI,
SECRETARY & CEO,
ROYAL WESTERN INDIA TURF CLUB, LTD.

Mumbai: Dated this 12th day of August, 2017.

Note:

- (1) The relevant Explanatory Statement 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, 2017. 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 Computershare 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, 2017
End of remote E-Voting : Up to 5.00 p.m. (IST) on 10th September, 2017

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 each Item, please click on “SUBMIT”. In case you do not cast your vote by not tick marking against any or few of the boxes, and submit/register your vote, the same will be considered as your abstaining from voting for such Items 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 i.e. 11th September, 2017.
- 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, 2017 to 5.00 p.m. (IST) on 10th September, 2017.

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. Shivlal R. Daga and Mr. Ashwin B. Mehta, 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 Resolutions

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 Club is owned by the Members and therefore it urges their support in the present scenario. 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. The Facility Levy payable is a sum of Rs.500/- per month i.e. Rs.6,000/- per annum (payable annually). 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, without payment of entrance fee upon giving satisfactory explanation to the Committee, provided there being a vacancy. The Committee may choose to withdraw the Facility Levy at their absolute discretion subject to improvement of the financial condition of the Club at a future date.

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: Item 6, Special Resolution

The Committee of the Club considered that the present annual subscription of Rs.100/- payable by Temporary Members and Temporary Service Members be increased to such amount from time to time, at the discretion of the Committee, but not exceeding Rs.5,000/- per annum. The present annual subscription payable by the aforesaid class of Members has not been revised since quite some time and an increase in the annual subscription payable by such Members would provide additional income to the Club. It was further considered that Temporary Members who are presently invited for an initial period of two years from the date of invitation by the Committee may be permitted to be invited as such Members for such further period(s) at the discretion of the Committee. Also, Temporary Service Members who are presently invited for an initial period of three years from the date of invitation by the Committee may be permitted to be invited as such Members for such further period(s) at the discretion of 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 Resolutions

Re : Item 7, Ordinary Resolution

The Committee of the Club had contributed a sum of Rs.1,00,000/- (Rupees One Lakh Only) on 30th April, 2016 to the Indian Cancer Society (towards medical aid) and another contribution of Rs.3,00,000/- (Rupees Three Lakhs Only) on 22nd August, 2016 to the Public Concern for Governance Trust (towards fighting corruption and to strive for good governance) and the aforesaid contributions totaling to Rs.4,00,000/- (Rupees Four Lakhs Only) being charitable funds not directly relating to the activities of the Club or the welfare of its employees. This action was motivated out of generosity towards the worthy cause of the aforesaid funds.

Since the amounts contributed to the aforesaid charitable funds exceeds the permissible limits under the applicable provisions of the Companies Act, it is necessary to obtain the consent of the Club in General Meeting. Accordingly, this Resolution is proposed for the purposes of obtaining such consent by way of ratification of the Committee's action and the contributions made by the Club.

It may be mentioned that 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, the contributions made to the charitable funds as aforesaid, being intra vires the Club's Memorandum and Articles of Association, is capable of ratification by Members.

Having regard to the worthy cause for which the aforesaid donations were made, Members are requested to approve of 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.

Re : Item 8, 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 & CEO,
ROYAL WESTERN INDIA TURF CLUB, LTD.

Mumbai: Dated this 12th day of August, 2017.

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

Attendance slip

Attendance slip for One Hundred and Second Annual General Meeting of the Members of the Royal Western India Turf Club, Limited held on Monday, 11th September, 2017 at Members' Enclosure, Race Course, Mahalakshmi, Mumbai – 400 034 at 11.00 a.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 Second Annual General Meeting of the Royal Western India Turf Club, Limited held on Monday, 11th September, 2017 at Members' Enclosure, Race Course, Mahalakshmi, Mumbai – 400 034 at 11.00 a.m.

Name of the Club Member/Proxy

Signature of the Club Member/Proxy

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

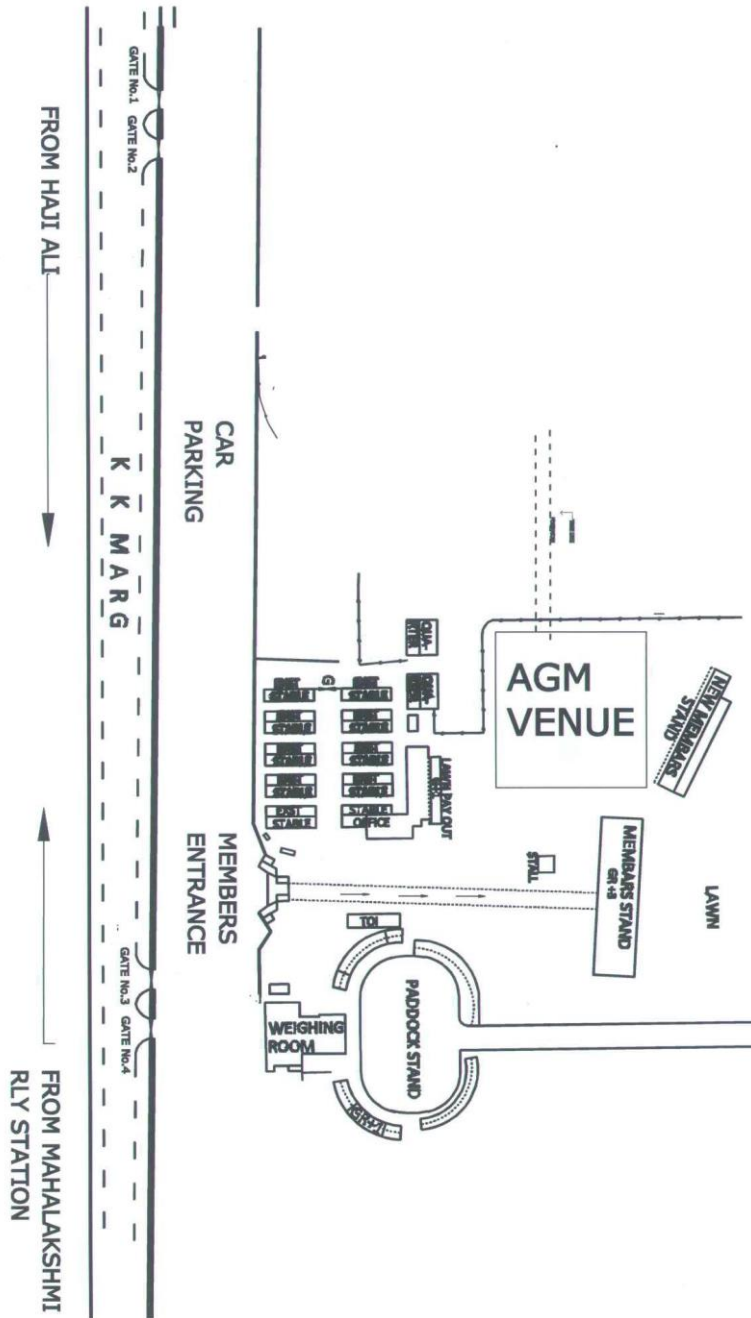
I/We A. B, do hereby appoint C. D. my/our proxy to attend and vote for me/us and on my/our behalf for the purpose of demanding a poll at the One Hundred and Second Annual General Meeting of the Club to be held on 11th September, 2017 or at any adjournment thereof.

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

<i>Name</i>	Mr. Khushroo N. Dhunjibhoy	Mr. Vivek S. Jain
<i>Age</i>	69 Years	59 Years
<i>Qualifications</i>	Graduate	B.Com (Bachelor of Commerce, Sydenham College, Mumbai) M.M.S. (Master of Management Studies, Jammalal Bajaj Institute) M.B.A. (Master of Business Administration, Babson College, USA)
<i>Experience</i>	49 years in Shipping	34 Years
<i>Terms & Conditions of appointment / reappointment</i>	Honorary Service	Honorary Service
<i>Details of honorarium sought to be paid</i>	Not Applicable	Not Applicable
<i>Honorarium, if any, last drawn</i>	Not Applicable	Not Applicable
<i>Date of first appointment on the Committee</i>	20 th September 1990	18 th December 1997 (Did not contest in 2004-2005)
<i>Relationship with other Committee Members</i>	Not Applicable	Not Applicable
<i>No. of Meetings of the Committee attended during the year</i>	13 out of 24 meetings	23 out of 24 meetings
<i>Directorship in other companies</i>	As per Annexure-B	As per Annexure - B
<i>Membership / Chairmanship of committees of other boards</i>	Not Applicable	As per Annexure - C

Contd..

ANNEXURE – A

Relevant information of the candidate for election to the Committee

Name	Ms. Zinia Lawyer	Mr. Milan Arjun Luthria
<i>Age</i>	64 Years	50 Years
<i>Qualifications</i>	B.A. Economics (Honors) Degree	Bachelor of Commerce
<i>Experience</i>	Business Experience for 43 years	22 years
<i>Terms & Conditions of appointment / reappointment</i>	Not Applicable	Honorary Service
<i>Details of honorarium sought to be paid</i>	Not Applicable	Not Applicable
<i>Honorarium, if any, last drawn</i>	Not Applicable	Not Applicable
<i>Date of first appointment on the Committee</i>	Not Applicable	12 th September 2016
<i>Relationship with other Committee Members</i>	Not Applicable	Not Applicable
<i>No. of Meetings of the Committee attended during the year</i>	Not Applicable	10 out of 24 meetings
<i>Directorship in other companies</i>	As per Annexure-B	As per Annexure-B
<i>Membership / Chairmanship of committees of other boards</i>	Not Applicable	Not Applicable

Contd..

ANNEXURE – A

Relevant information of the candidate for election to the Committee

Name	Mr. Ashwin B. Mehta	Mr. Jaydev M. Mody
<i>Age</i>	66 years	62 Years
<i>Qualifications</i>	B.TEXT (VJTI)	Graduation in Arts
<i>Experience</i>	Breeder, Owner & Businessman	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.
<i>Terms & Conditions of appointment / reappointment</i>	Not Applicable	Honorary Service
<i>Details of honorarium sought to be paid</i>	Not Applicable	Not Applicable
<i>Honorarium, if any, last drawn</i>	Not Applicable	Not Applicable
<i>Date of first appointment on the Committee</i>	Not Applicable	20 th December 2007
<i>Relationship with other Committee Members</i>	Not Applicable	Not Applicable
<i>No. of Meetings of the Committee attended during the year</i>	Not Applicable	14 out of 24 Meetings
<i>Directorship in other companies</i>	As per Annexure-B	As per Annexure-B
<i>Membership / Chairmanship of committees of other boards</i>	As per Annexure-C	As per Annexure-C

Contd..

ANNEXURE - A

Relevant information of the candidate for election to the Committee

Name	Mr. Geoffrey B. Nagpal	Mr. Shyam M. Ruia
<i>Age</i>	62 Years	71 Years
<i>Qualifications</i>	F.Y.B.Com	M.A. (Cantab)
<i>Experience</i>	42 Years	Chairman – Bombay Oxygen Corporation Ltd. since 9 th August 1968 Director – Raptakos, Brett & Co. Ltd. Since 25 th January 1972
<i>Terms & Conditions of appointment / reappointment</i>	Honorary Service	Honorary Service
<i>Details of honorarium sought to be paid</i>	Not Applicable	Not Applicable
<i>Honorarium, if any, last drawn</i>	Not Applicable	Not Applicable
<i>Date of first appointment on the Committee</i>	18 th December 2010	20 th December 1973
<i>Relationship with other Committee Members</i>	Not Applicable	Not Applicable
<i>No. of Meetings of the Committee attended during the year</i>	21 out of 24 Meetings	19 out of 24 Meetings
<i>Directorship in other companies</i>	As per Annexure-B	As per Annexure-B
<i>Membership / Chairmanship of committees of other boards</i>	Not Applicable	Not Applicable

Contd..

ANNEXURE - A

Relevant information of the candidate for election to the Committee

Name	Dr. Ram H. Shroff	Mr. Gulamhusein A. Vahanvaty
<i>Age</i>	46 Years	69 Years
<i>Qualifications</i>	M.B.B.S.	B.Sc, MBA – IIM, Kolkata
<i>Experience</i>	26 Years in Pharmaceuticals	Tata Administrative Service (1970-74). Self-owned Business (1975 – till date).
<i>Terms & Conditions of appointment / reappointment</i>	Honorary Service	Honorary Service
<i>Details of honorarium sought to be paid</i>	Not Applicable	Not Applicable
<i>Honorarium, if any, last drawn</i>	Not Applicable	Not Applicable
<i>Date of first appointment on the Committee</i>	20 th December 2001	17 th December 2013
<i>Relationship with other Committee Members</i>	Not Applicable	Not Applicable
<i>No. of Meetings of the Committee attended during the year</i>	17 out of 24 meetings	24 out of 24 Meetings
<i>Directorship in other companies</i>	As per Annexure-B	As per Annexure-B
<i>Membership / Chairmanship of committees of other boards</i>	Not Applicable	As per Annexure-C

Contd...

ANNEXURE - A

Relevant information of the candidate for election to the Committee

Name	Mr. Champaklal Zaveri
<i>Age</i>	79 Years
<i>Qualifications</i>	F.Y. Science
<i>Experience</i>	21 Years
<i>Terms & Conditions of appointment / reappointment</i>	Honorary Service
<i>Details of honorarium sought to be paid</i>	Not Applicable
<i>Honorarium, if any, last drawn</i>	Not Applicable
<i>Date of first appointment on the Committee</i>	20 th December 2001
<i>Relationship with other Committee Members</i>	Not Applicable
<i>No. of Meetings of the Committee attended during the year</i>	22 out of 24 meetings
<i>Directorship in other companies</i>	As per Annexure-B
<i>Membership / Chairmanship of committees of other boards</i>	Not Applicable

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 Bulkcarriers 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

2. Vivek Jain, Esquire

- DCW Limited
- DCW Pigments Limited
- Classic Garden Private Limited
- Jain Sahu Brothers Properties Private Limited
- Sahu Brothers Private Limited

3. Ms. Zinia Lawyer

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

4. Milan Luthria, Esquire

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

5. Ashwin B. Mehta, Esquire

- Somerville Farms Private Limited
- Manju Meadows Private Limited
- Emzee Enterprises Private Limited

6. Jaydev Mody, Esquire

- Delta Corp Limited
- Alibagh Farming and Agriculturist Company Private Limited
- J M Livestock Private Limited
- Bayside Property Developers Private Limited
- Arrow Textiles Limited

- Delta Magnets Limited
- Delta Real Estate Consultancy Private Limited
- Aryanish Finance and Investments Private Limited
- Providence Educational Academy Private Limited
- Clint Realities Private Limited
- First Eagle Capital Advisors Private Limited
- Grow City Real Estate Private Limited
- Delta Corp East Africa Limited (In Liquidation)
- Delta Gaming and Entertainment Lanka (Pvt) Ltd
- Delta Holding (USA) INC
- Delta Hotels Lanka (Pvt) Ltd
- Delta Pan Africa Limited (In Liquidation)
- JM Holding (USA) INC
- JM Holding Lanka (Pvt) Ltd
- JM Holding Ltd (UAE)
- Magdev Limited, UK
- Goan Football Club Private Limited
- Delta Square Limited

7. Geoffrey B. Nagpal, Esquire

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

8. Shyam M. Ruia, Esquire

- Bombay Oxygen Corporation Limited
- Velacheri Properties Limited
- M. Ramnarain Private Limited
- The Reliance Investment Company Private Limited
- Amaysr Trading & Investments Company Private Limited
- Mesmeric Trading Private Limited
- KMR Trading Investment Company Private Limited
- MRR Charities
- S M R Trading and Investment Company Private Limited

9. Dr. Ram H. Shroff

- Crème-De-La-Crème Private Limited
- Charak Healthcare Private Limited
- Charak Pharma Private Limited
- Charak Animal Healthcare Private Limited
- Charak Herbalcare Private Limited
- Stride Livestock Private Limited
- ISS Trading Private Limited
- Digi Med Network Private Limited
- SSI Trading Private Limited
- Delta Magnets Limited
- MMG India Private Limited
- SI Agro Private Limited

10. Gulamhusein A. Vahanvaty, Esquire

- Nehawa Investments & Holdings Private Limited
- Optimum Offshore Services Private Limited
- Venture Recyclers & Holdings Private Limited.
- Swadhaar Finaccess
- Baby Garden Resident's Association

11. Champaklal Zaveri, Esquire

- Zaveri Stud Farm Private Limited

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

Trustee: Sukhanand Ashram (Dharmshala) Mumbai
Seth Sukhanand Gurumukhrai Trust, Mumbai
Dhrangadhra Chemical Charitable Trust

Member: Global Advisory Board (GAB), Babson College, USA
World President's Organisation (WPO)

2. Ashwin B. Mehta, Esquire

- Somerville Farms Private Limited
- Manju Meadows Private Limited

3. 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 |

4. Gulamhusein A. Vahanvaty, Esquire

- Mumbai First (Member Governing Board)
- Public Concern for Governance Trust (Trustee)
- Mohalla Committee Movement Trust (Trustee)