

## **NOTICE FOR EXTRA-ORDINARY GENERAL MEETING**

Notice is hereby given that an Extra-ordinary General Meeting of members of The Delhi and District Cricket Association Limited is scheduled to be held on June 3, 2017 at 1730 hours at the Registered Office of the Company situated at Ferozshah Kotla Ground, New Delhi-110002, India to pass the following resolutions as special resolutions.

### **SPECIAL BUSINESS TO BE PASSED BY SPECIAL RESOLUTION**

#### **Adoption of Restated Articles of Association of the Company**

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

**"RESOLVED THAT** pursuant to the order of Hon'ble High Court of Delhi dated 30.01.2017 and recommendations made by the Justice Lodha Committee by virtue of the Hon'ble Supreme Court's judgment pronounced on 18.07.2016 and provisions of Sections 8 and 14 of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 and all other applicable provisions of the Companies Act, 2013 and subject to approval of Central Government, the consent of the members of the Company be and is hereby given, by way of special resolution, to adopt the restated Articles of Association of the Company, a draft of which was posted on the website of the Company on 18.05.2017 and is placed before the meeting (which be and is hereby specifically approved), in substitution of the existing Articles of Association of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, Justice (Retd.) Vikramajit Sen, Administrator of the Company, as appointed by the Hon'ble High Court of Delhi, be and is hereby authorized to take all such steps and actions and give such directions as he may in his absolute discretion deem necessary and to settle any question that may arise in this regard, without being required to seek any further consent or approval of the members of the Company and to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to give effect to the above resolution."

**For and on behalf of the Board of Directors of  
The Delhi and District Cricket Association Limited,**

**Justice (Retd.) Vikramajit Sen  
Administrator**

Date: May 17, 2017

Place: New Delhi

## **NOTES**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS NOT ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AS PER THE ORDER OF THE HON'BLE HIGH COURT OF DELHI DATED 30.01.2017.
2. THE EXPLANATORY STATEMENT, PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013, IN RESPECT OF THE SPECIAL BUSINESS SET OUT ABOVE IS ANNEXED HERETO.
3. MEMBERS SHOULD BRING THE ATTENDANCE SLIPS DULY FILED IN AT THE MEETING TO AVOID ANY INCONVENIENCE.
4. IN TERMS OF THE REQUIREMENTS OF THE SECRETARIAL STANDARDS-2 ON "GENERAL MEETINGS" ISSUED BY THE INSTITUTE OF THE COMPANY SECRETARIES OF INDIA AND APPROVED & NOTIFIED BY THE CENTRAL GOVERNMENT, ROUTE MAP FOR THE LOCATION OF THE AFORESAID MEETING IS ENCLOSED.

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

The Hon'ble High Court of Delhi having regard to the magnitude of irregularities in the management of the Company and to bring transparency and to inspire public confidence in the fairness and effective management of the affairs of the Company directed to alter the provisions of the existing Article of Association of the Company and implement the recommendations discussed in its judgment dated 30.01.2017 and the recommendations given by the Justice Lodha Committee by virtue of the Hon'ble Supreme Court's order dated 18.07.2016.

Since the Hon'ble High Court of Delhi has appointed Justice (Retd.) Vikramajit Sen as the Administrator of the Company to supervise its day to day functioning and to call for a meeting of the members of the Company to ensure the implementation of all the directions made in its judgement and to amend the Article of Association of the Company in accordance with the Sections 8 and 14 of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 and all other applicable provisions of the Companies Act, 2013, after obtaining the approval of the Central Government and members of the Company by way of a special resolution.

A draft of the restated Article of Association is enclosed along with the notice of this Extra Ordinary General Meeting as attachment for the kind perusal of the members.

Draft of the restated Article of Association proposed to be amended shall be placed at the meeting for inspection by the members and shall also be available for inspection at the registered office during business hours.

Justice (Retd.) Vikramajit Sen, Administrator of the Company, recommends the resolution for approval of the members of the Company at the Extra-ordinary General Meeting to be convened on 03.06.2017 at 1730 hours.

**For and on behalf of the Board of Directors of  
The Delhi and District Cricket Association Limited,**

**Justice (Retd.) Vikramajit Sen  
Administrator**

Date: May 17, 2017

Place: New Delhi

**ATTENDANCE SLIP**

Name of member : \_\_\_\_\_

Address of member : \_\_\_\_\_

I hereby record my presence at the **EXTRA-ORDINARY GENERAL MEETING** of the Company on Saturday, the 3<sup>rd</sup> day of June 2017 at 1730 hours, at the registered office of the Company at Ferozshah Kotla Ground, New Delhi-110002, India.

\_\_\_\_\_  
SIGNATURE OF THE ATTENDING MEMBER

**NOTE:**

Members wishing to attend the meeting must bring the Attendance Slip duly signed to the meeting