THE POONA CLUB LIMITED
Registered Office: 6,Bund Garden Road, Pune – 411001
Contact No. : +91 20 26360083/5/6**, Email ID: secretary@poonaclubltd.com,**
Website: www.poonaclubltd.com **CIN: U92419PN1931PLC001769**

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN THE FINANCIAL YEAR 2022-23 OF THE MEMBERS OF THE COMPANY

To,
The Permanent and Life Members,
The Poona Club Limited

Notice is hereby given that, pursuant to Article No.15 of the Articles of Association of 'The Poona Club Limited' and the provisions of the Companies Act, 2013, the first Extra Ordinary General Meeting in the financial year 2022-23 of the members of 'The Poona Club Limited' will be held on Saturday, 23rd April, 2022 at 4:00 PM at the Registered Office of the Company at 6, Bund Garden Road, Pune- 411001, to transact the following business as special business:

Special Business

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:-**

Item No.1: Approval of Revised Development Plan

a) **"RESOLVED THAT,** the **members of the Club hereby approve the revised** development plan of the building in the Main Club premises situated at 6 Bund Garden Road, Pune 411001 for guest rooms, gymnasium, and health Club as set out in Appendix "A" to this notice ("**Revised Plan**")in place of, development plan ("**2017 Plan**") passed by the members in their extra ordinary general meeting dated June 10, 2017 approved vide earlier resolution No. 1 / First EOGM / 2017-18 ("**2017 Members Resolution**") and consequently with the passing of the Revised Plan hereof, an amount of Rs. 13.50 crores, inclusive of GST, may be spent, in addition to Rs.3.31 crores spent till date, for the development/construction, as per the Revised Plan (refer Appendix 'B' for cost sheet).

b) **FURTHER RESOLVED THAT** on passing of the above resolution no. 1(a), the 2017 Plan, passed in terms of the 2017 Members Resolution, shall stand replaced/superseded with the Revised Plan by virtue of the resolutions hereof, together with revision in budgeted amount by way of reduction in budgeted allocation to an amount as stated herein above, as against the earlier approved budgeted allocation of Rs. 19.5 Crores + 15% contingency fund for the 2017 Plan.

c) **RESOLVED FURTHER THAT** the 2017 Members Resolution shall be deemed to have been superseded with the resolution(s) hereof, provided however for the avoidance of any doubt, the resolution, as passed by the members in their extra ordinary general meeting dated April 6, 2021 bearing item number 4B in respect of reconstitution of the Main Club Upgradation Committee shall continue to remain in full force and effect"

BY ORDER OF THE MANAGING COMMITTEE
OF THE POONA CLUB LIMITED

Sd/-
Lt. Col. Ashok Sarkar (Retd)
CEO & Secretary

Date : 19th March, 2022
Place: Pune
Add : 6, Bund Garden Road,
Pune - 411001

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013 ANNEXED TO AND FORMING PART OF THE NOTICE OF THE FIRST EXTRA ORDINARY GENERAL MEETING (EOGM) IN THE FINANCIAL YEAR 2022-23 OF THE MEMBERS OF THE POONA CLUB LIMITED, TO BE HELD ON SATURDAY, 23RD APRIL, 2022 AT 4:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT THE POONA CLUB LIMITED, 6 BUND GARDEN ROAD, PUNE- 411001.

Explanatory Statement to Item No. 1
Approval of Revised Development Plan.

The necessity of a revised development plan arose due to the previous plan, which was approved by the General Body in the EOGM dt 10th June, 2017, could not be implemented mainly due to paucity of funds. The amount sanctioned earlier was Rs. 19.50 cr plus 15% contingency. The earlier plan envisaged a basement parking and 3 floors above ground, admeasuring 106,604.82 sq ft. By removing the basement and 1 floor above ground, the total area now measures 28,415 sqft, thus bringing down the construction cost considerably. Keeping in mind the escalation in the cost of steel (from Rs 35,000/- per MT to Rs. 52,000/- per MT) and cement (from Rs. 260 per bag to Rs. 275 per bag), as compared to 2019, it was decided to downsize the building without reducing revenue from guest rooms. Cost of diesel has also increased manifold. This downsizing will reduce the overall cost of the project.

During the last two years, due to the pandemic, not much has happened on the development front and the Managing Committee considers it prudent to move ahead with the revised plan, to ensure development of the Club does not remain at a standstill. The Club is losing a big chunk in revenue, since the existing rooms are defunct.

Under the revised plan, the building comprises of two floors, with the gymnasium and health club on the ground floor and the first floor housing 17 rooms and 1 suite. The necessity for a new gym/ health club cannot be over emphasized, as the existing one is always overcrowded. The total cost estimated for this project for the construction/development under the revised plan, would be Rs. 13.50 crores, inclusive of GST (Refer Appendix 'B'). The project is estimated to take approximately 3 years to complete. The figure above has been arrived at keeping in mind availability of funds, for capital expenditure, over the next three years. Consequently, the consent and approval of the members are necessitated to approve the Revised Plan and the budgeted expenditure as explained above. As a consequence of the approvals hereof, the 2017 Resolution will be superseded by the resolutions hereof. Further, the Main Club Upgradation Committee, as approved by the members, vide their resolution dated April 6, 2021 shall continue to remain in full effect and power, to cause completion of the building as per the revised plan.

None of the members of the Managing Committee or their relatives or the Secretary of the Company (Club) have any concern or interest, financial or otherwise, in passing this resolution except in their capacity as a member/ office bearer(s) of the Company (Club).

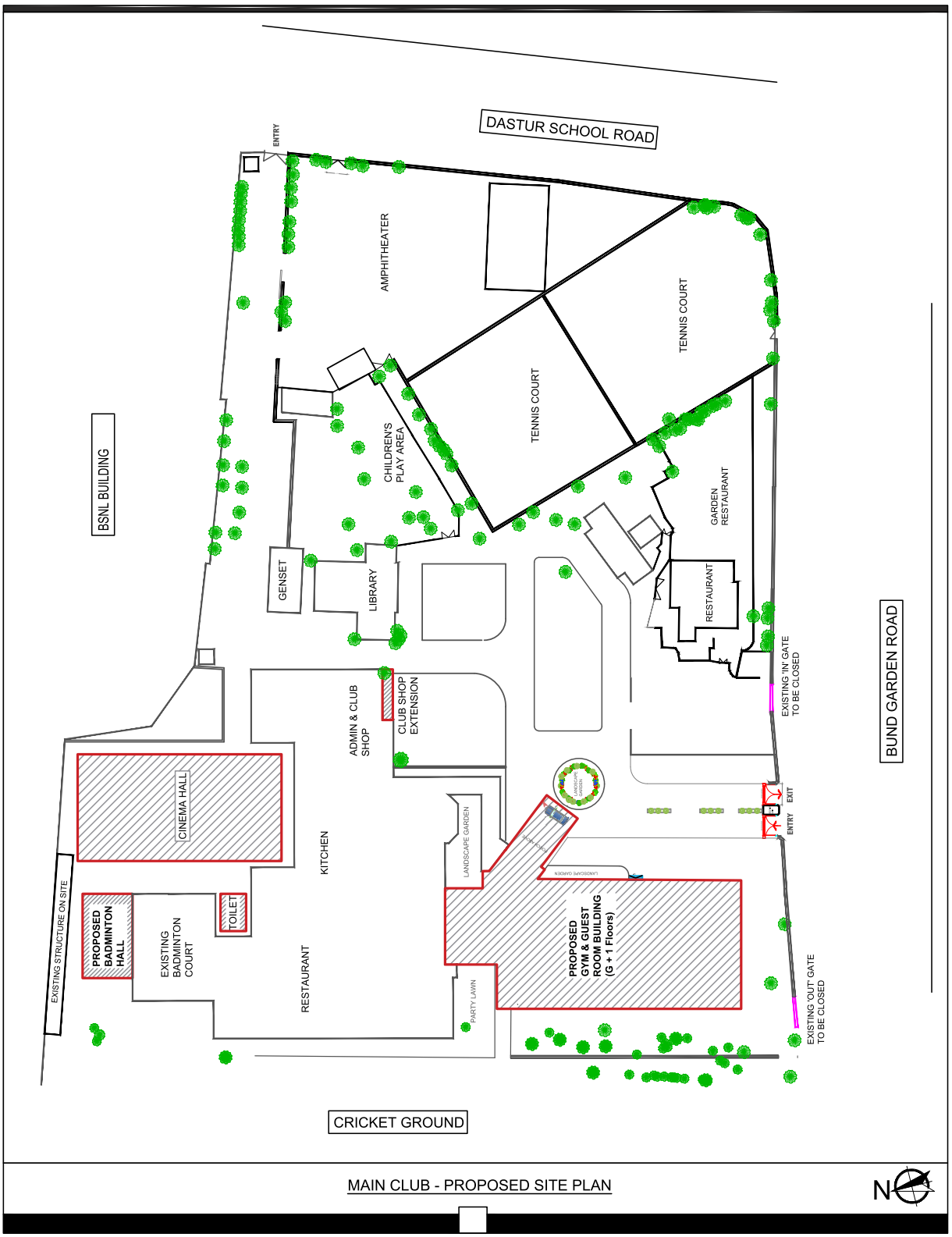
BY ORDER OF THE MANAGING COMMITTEE
OF THE POONA CLUB LIMITED

Sd/-
Lt. Col. Ashok Sarkar (Retd)
CEO & Secretary

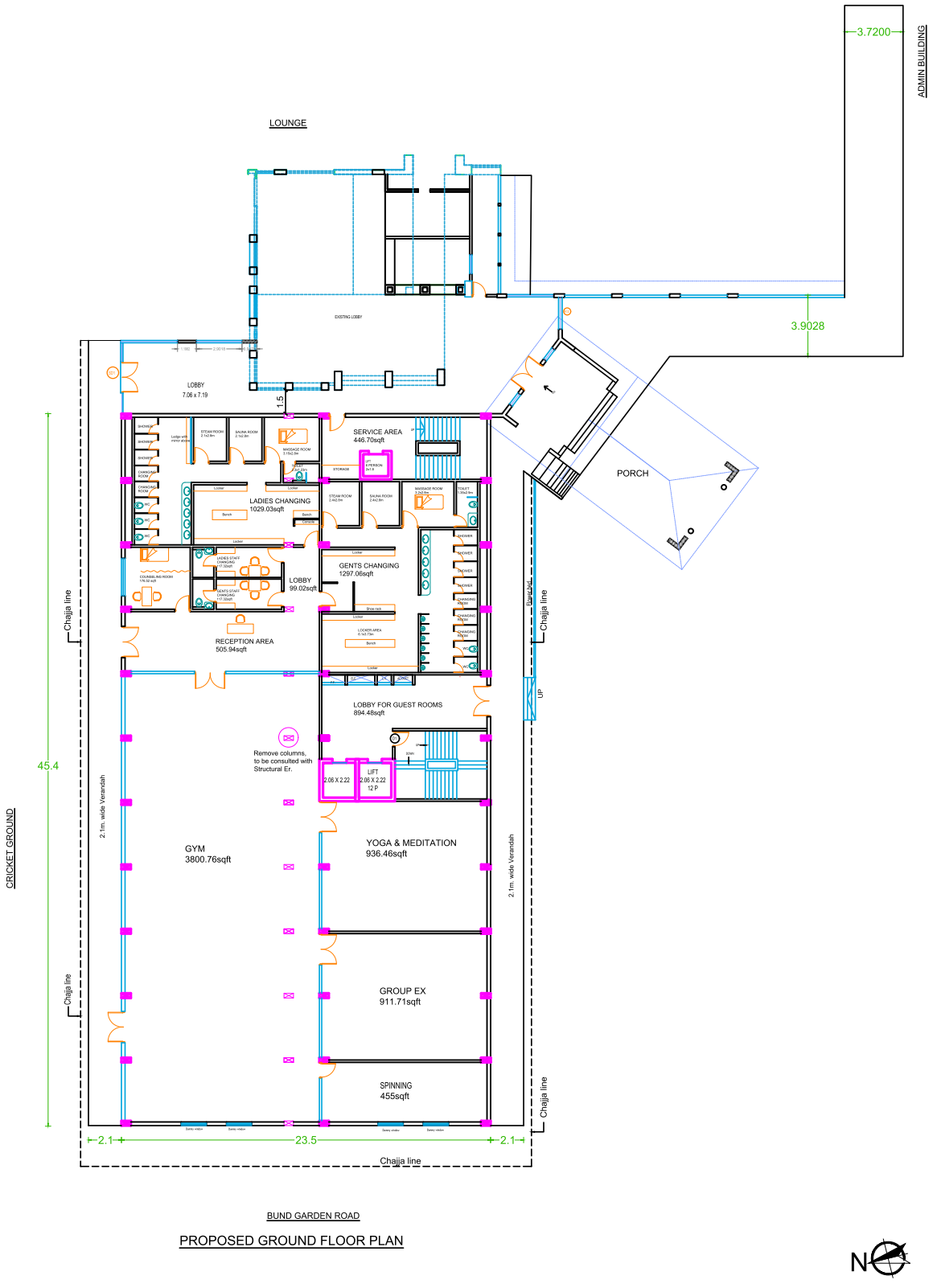
Date : 19th March, 2022
Place: Pune
Add : 6, Bund Garden Road,
Pune - 411001

The revised development plan at Appendix 'A' forms an integral part of the resolution mentioned in the notice dated 19th March, 2022 convening the Extra Ordinary General Meeting of the Company on Saturday, 23rd April, 2022.

Appendix 'A'

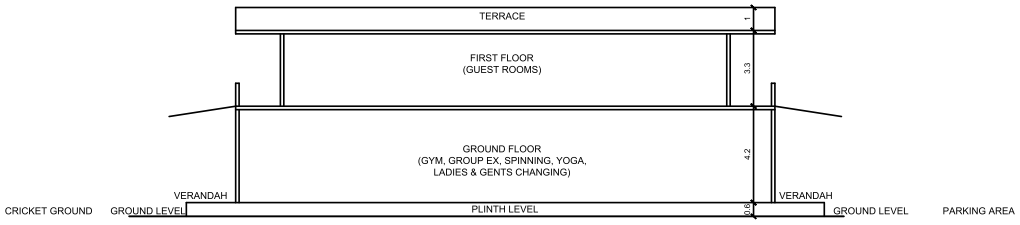


Appendix 'A' (contd...)



MAIN CLUB - PROPOSED NEW BUILDING PLANS

Appendix 'A' (contd...)



SCHEMATIC SECTION

Please note:
The foundation is designed for 2 additional floors for future development.

MAIN CLUB - PROPOSED NEW BUILDING SECTIONS

PROPOSED FIRST FLOOR PLAN - 17rooms + 1 Suite

MAIN CLUB - PROPOSED NEW BUILDING PLANS

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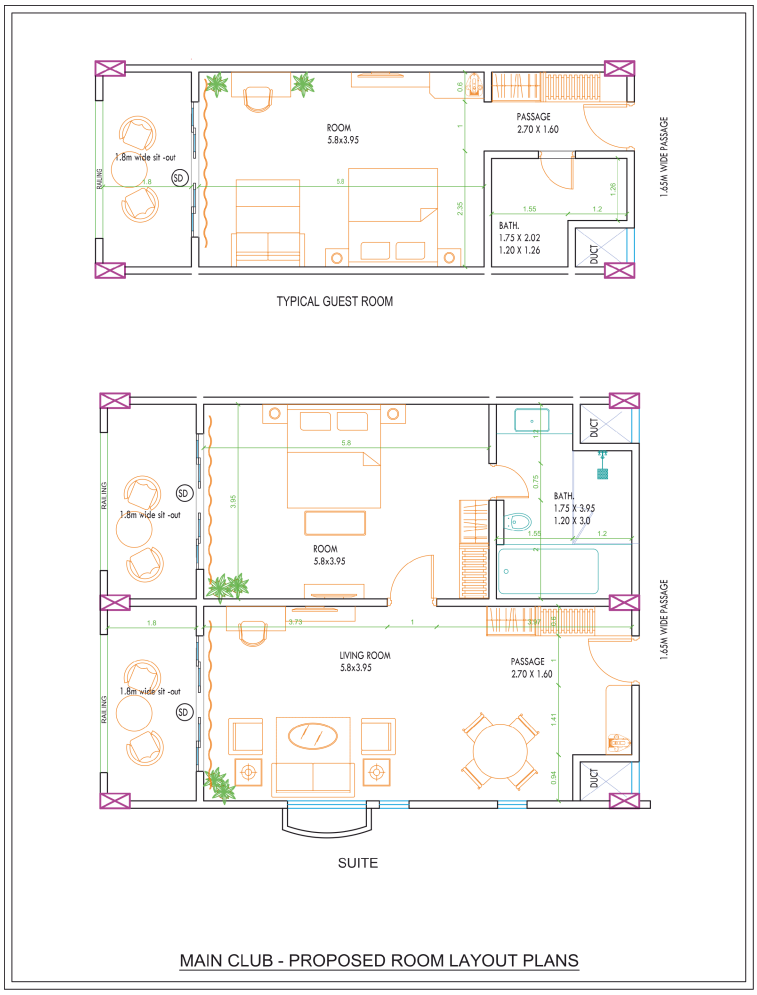
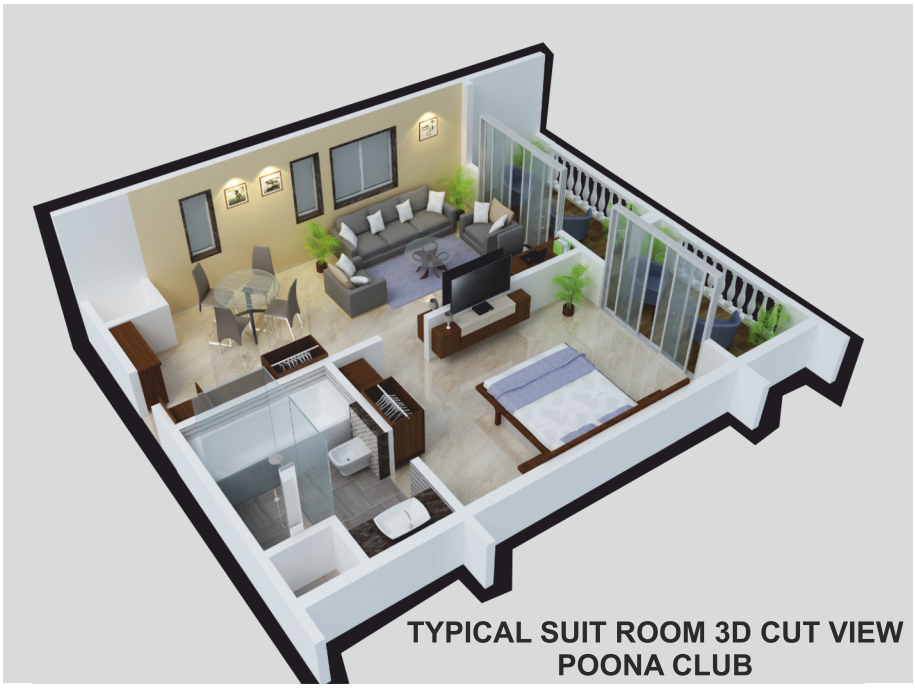
Appendix 'A' (contd...)





Appendix 'A' (contd...)

AREA STATEMENT - CARPET AREAS			
Sr No.	Description	Area - sqft	Area - sqm
A. GROUND FLOOR - Health Club			
1	Reception area	505.94sqft	
2	Lobby	99.02sqft	
3	Counseling room	176.62sqft	
4	Ladies Staff rm	117.32sqft	
5	Gents Staff rm	117.32sqft	
6	Ladies Changing	1029.03sqft	
7	Gents Changing	1297.06sqft	
8	Gym	3800.76sqft	
9	Yoga	936.46sqft	
10	Group EX	911.71sqft	
11	Spinning	455sqft	
12	Lobby for Guest rm	894.48sqft	
13	Service area (Staircase)	446.70sqft	
B. FIRST FLOOR - Guest Rooms			
1	Typ. Guest room	439.17sqft	
2	Suite	859.09sqft	
3	Guest Rm. Lobby	859.09sqft	
4	Housekeeping Rm	859.09sqft	
5	Service Area (Staircase)	859.09sqft	

AREA STATEMENT - BUILT-UP AREAS			
Sr No.	Description	Area - sqft	Area - sqm
1	Ground floor	11465.81sqft	
2	First floor	11465.81sqft	
3	Passage/Verandah's	5484.25sqft	
4	Total	28,415.87sqft	

MAIN CLUB - PROPOSED NEW BUILDING - AREA STATEMENT

Appendix 'B' forms an integral part of the resolution mentioned in the notice dated 19th March, 2022 convening the Extra Ordinary General Meeting of the Company on Saturday, 23rd April, 2022

Appendix 'B'

Poona Club development plan cost sheet

Project Name	The Poona Club Upgradation Project
Date Prepared	16.03.2022
Square feet - Built-up Area	22932 sqft +5484(Veranda)=28416

Expenses to be incurred							
Budget Item	**Area sqft/ Nos**	**Cost per sq. ft.**	**To Be incurred**	**GST**	**TOTAL**	**Incurred**	**Total**
Construction Cost							
RCC Cost	22,932	1,125	257,98,500	46,43,730	304,42,230	-	304,42,230
RCC Cost Veranda	5,484	821	45,00,000	8,10,000	53,10,000		53,10,000
MEP Cost	22,932	1,193	273,57,155	49,24,288	322,81,443	-	322,81,443
Finishing Cost	22,932	850	195,02,644	35,10,476	230,13,120	-	230,13,120
Elevator	3	14,28,333	42,85,000	7,71,300	50,56,300		50,56,300
Landscaping & Parking Development	50,000	90	45,00,000	8,10,000	53,10,000		53,10,000
Total of Construction (A)	22932.00	**4,422**	**859,43,299**	**154,69,794**	**1014,13,093**	**-**	**1014,13,093**
PMC & Preliminary Expenses Sanction Expenses- Commencement			10,25,000	1,84,500	12,09,500	313,84,600	325,94,100
PMC Expenses Sanction Expenses- Completion			4,75,000	85,500	5,60,500	-	5,60,500
Total of PMC Expenses (B)			**15,00,000**	**2,70,000**	**17,70,000**	**313,84,600**	**331,54,600**
Professional Fees							
Architect Fees			5,00,000	90,000	5,90,000	10,97,400	16,87,400
Architect Liaising			2,75,000	49,500	3,24,500	1,35,700	4,60,200
Structural Engineer			1,50,000	27,000	1,77,000	3,12,000	4,89,000
MEP Consultant			2,50,000	45,000	2,95,000	2,50,000	5,45,000
Heritage Architect			50,000	9,000	59,000		59,000
PMC Consultant			24,00,000	4,32,000	28,32,000		28,32,000
Total of Professional Fees (C)			**36,25,000**	**6,52,500**	**42,77,500**	**17,95,100**	**60,72,600**
Interior of Building							
Rooms Interior Rooms	20	4,00,000	80,00,000	14,40,000	94,40,000		94,40,000
White Goods	20	49,500	9,90,000		9,90,000		9,90,000
GYM Interior	3,800	1,184	45,00,000	8,10,000	53,10,000		53,10,000
GYM Equipment			50,00,000	9,00,000	59,00,000		59,00,000
Total Cost Interior Cost (D)			**184,90,000**	**31,50,000**	**216,40,000**	**-**	**216,40,000**
Total Cost (A+B+C+D)					**1291,00,593**	**331,79,700**	**1622,80,293**
Excalation in cost from October 2021 to January 2022			50,00,000	9,00,000	59,00,000		59,00,000
Total Cost of the project					**1350,00,593**	**331,79,700**	**1681,80,293**

Disclaimer

Though the above costs have been worked out on the basis prevailing rates and proposals from professionals, the actual costs may differ depending on the changes in market conditions and renegotiations with professional and contractors

The Commiitte may re-allocate the costs inter se.

NOTES:

1. None of the Directors/ Members of the Managing Committee have any pecuniary interest in, or are concerned with the above resolutions, other than in their capacity as a member/ office bearers of the Company (Club), as the case may be.

2. Members may note that the Notice of the EOGM will also be available on the Club's website and on website of the e-voting agency-NSDL at https://www.evoting.nsdl.com.

3. Members seeking information on any of the resolutions proposed in this Notice are requested to kindly address their queries to the CEO & Secretary, Lt Col Ashok Sarkar (Retd.), at 6 Bund Garden Road, Pune - 411001, email id: secretary@poonaclubltd.com so as to reach him not later than 5.00 PM on Wednesday,13th April, 2022 so that the necessary information can be made available at the ensuing Extra Ordinary General Meeting.

4. The statement pursuant to section 102(1) of the Companies Act, 2013 in respect of the special business set out under the notice is annexed hereto.

5. Pursuant to the provision of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended, the Club has provided to its members, 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 electronic voting system from a place other than the venue of the meeting ('remote e-voting').

6. At the time of the meeting, in view of new Rules, there will be no voting by show of hands on any resolution proposed in the notice. However, physical poll through electronic device i.e. Tablet will be conducted by the National Securities Depository Limited (NSDL) for all resolutions at the ensuing Extra Ordinary General Meeting.

7. Members who have cast their vote by remote e-voting prior to the EOGM may also attend/participate in the EOGM, however but shall not to be entitled to cast their vote again during the poll process.

8. Members whose names are registered in the Register of Members as on16th April, 2022 (Cut Off date) shall be eligible to participate in the voting process provided they are eligible to vote as contemplated by Article 31.

9. Those who have become members of the Company (Club) after dispatch of notice may obtain the login ID and password by making request, in writing, to the Company Law Officer, Ms. Sonakshi Malhotra Add: 6, Bund Garden Road , Pune-411001, through post or through an email at mail id: clofficer@poonaclubltd.com, by or before 13th April, 2022.

Members who do not receive their username and password for voting from NSDL by 18th April, 2022 may contact the following staff:

Sr. No.	Name	Designation	Mobile	Email
a.	Ms. Sonakshi Malhotra	Company Law Officer	9881145306	clofficer@poonaclubltd.com
b.	Ms. Jaya Patil	Asst. Manager (MRM)	8888861853	mrmexecutive@poonaclubltd.com
c.	Mr. Rahul Shinde	Accounts Officer	7447417230	membersbilling@poonaclubltd.com
d.	Mr. Vijay Sanake	System Administrator	7447448675	edp@poonaclubltd.com

*Note: Please check your spam for mail from NSDL.

10. The e-voting period begins at 10.00 AM IST on Wednesday, 20th April, 2022 and continues till 5.00 PM IST on Friday, 22nd April, 2022. During this period members of the Club whose names are recorded in the Register of Members, as on the cut-off date i.e. Saturday, 16th April, 2022 only shall be entitled to cast their vote electronically provided they are eligible to vote as contemplated by Article 31. (No outstanding dues to the Club as on 28th February, 2022)

11. The instructions for remote e-voting are as under:

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholders/ Members' section.

3. A new screen will open. You will have to enter your NSDL generated, User ID and Password, which is communicated to you on your registered email id, as shown on the screen.

4. If your email id is updated with club, then open an email sent from NSDL on your registered email id and open PDF file viz; “e-Voting.pdf” with your Membership no. as password. The said PDF file contains your user ID and password for e-voting.

5. Put user ID and password/PIN noted in step (4) above. Click Login. Password change menu will appear. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

6. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL

Details on Step 2 is given below

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting..

2. On the home page of e-Voting, you will be able to see “EVEN” of Poona Club Limited

3. Select “EVEN” of The Poona Club Limited for which you wish to cast your vote.

4. Now you are ready for e-Voting as the Voting page opens.

5. Cast your vote by selecting appropriate options i.e. assent or dissent and click on “Submit” and also “Confirm” when prompted.

6. **Upon confirmation the OTP will be sent to the registered mobile number and/or registered mail id of member. Enter the OTP and click on Submit**.

7. Upon confirmation, the message “Vote cast successfully” will be displayed.

8. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

12. The instructions for physical voting through electronic device are as under:

I. NSDL will be conducting the physical poll via electronic device i.e. tablet, which will commence after all the resolutions as per the notice are tabled, in Conference Hall 2.

ii. Members who have availed remote e-voting facility will not be allowed for electronic voting on the day of EOGM. However, they will be entitled to attend the EOGM

iii. Members whose dues are outstanding can avail the facility of e-voting on the day of EOGM by clearing their dues in cash.

iv. NSDL will be responsible to conduct the electronic voting on the day of EOGM in accordance with the provisions of the Companies Act, 2013.

v. There will be total of 5 booths and separate tablet will be provided in each booth.

vi. Volunteers from NSDL will be available on each booth to help and guide the voting members.

vii. One Time Password (OTP) for electronic voting will be generated by NSDL.

viii. All the activities will be conducted under the supervision of NSDL officers.

13. No business other than the above shall be transacted in the meeting.

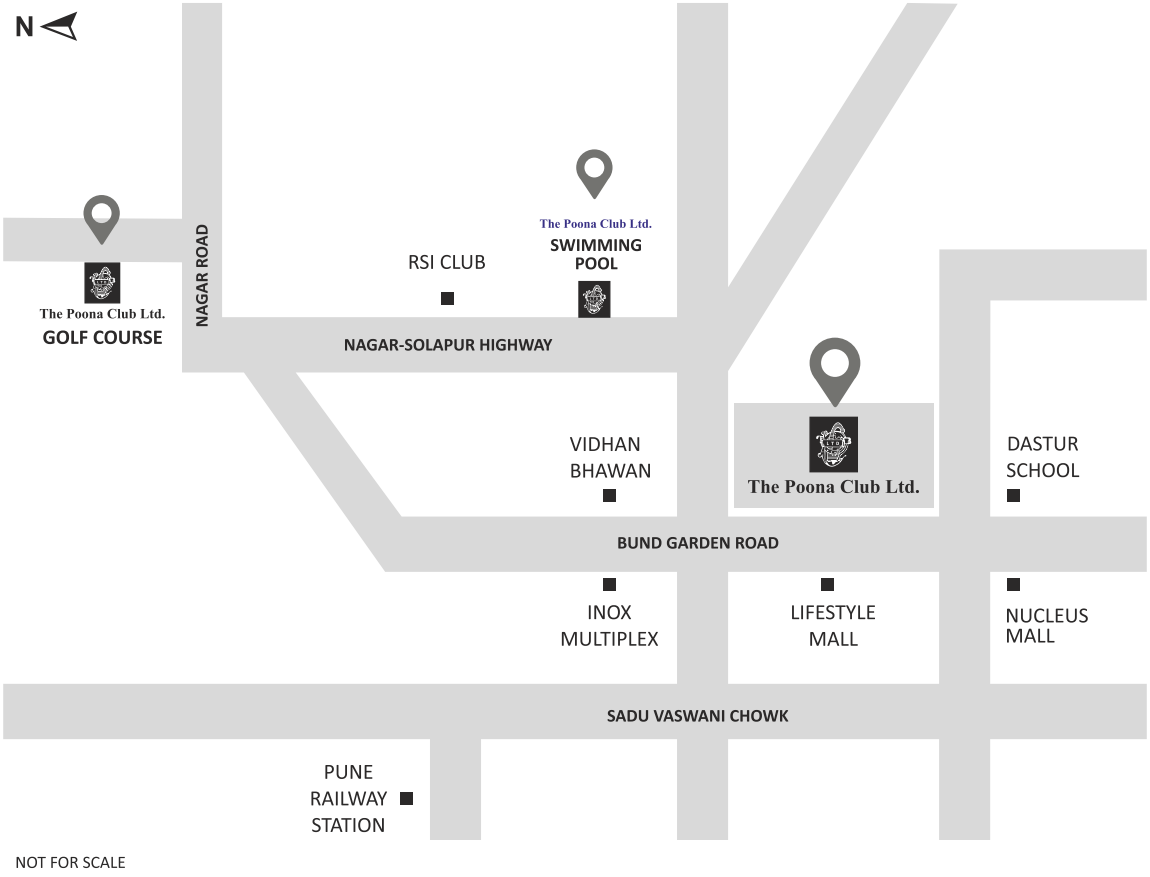
RELEVANT DATES:

Sr. No.	Activity	Due Date	Time
1	Members seeking information.	Wednesday, 13th April, 2022	05.00 PM
2	Members whose name is in the Register of Members which entitles them to participate in the voting process.	Saturday, 16th April, 2022	05.00PM
3	Opening of Remote E-voting facility.	Wednesday,20thApril, 2022	10.00AM
4	Closing of Remote E-voting.	Friday, 22ndApril,2022	05.00 PM
5	Extra Ordinary General Meeting.	Saturday, 23rd April, 2022	04.00 PM
6	Voting by Physical Poll through electronic device at the Extra Ordinary General Meeting.	Saturday, 23rd April, 2022	To commence after all the resolutions, as per the agenda, have been tabled by the Chairman and he adjourns the meeting for voting till 9.00 PM.
7	Announcement of results of voting and conclusion of meeting.	Saturday, 23rd April, 2022	9.30 PM after counting of votes, Chairman will declare the results and conclude the meeting.

The Poona Club Ltd.

(CIN: U92419PN1931PLC001769)

Registered Office: 6, Bund Garden Road, Pune - 411 001
Permanent Location : Vidhan Bhawan / Lifestyle
website: www.poonaclubltd.com Contact No. : 020-26360083/5/6



NOT FOR SCALE

Land Mark: Life Style Mall, Bund Garden Road

ATTENDANCE SLIP OF FIRST EXTRA-ORDINARY GENERAL MEETING IN 2022-23

The First Extra-Ordinary General Meeting in the financial year 2022-23 of The Poona Club Limited on Saturday, 23rd April, 2022 at 04:00 p.m. at the registered office of the Company (Club) at The Poona Club Limited, 6, Bund Garden Road, Pune – 411001

I hereby record my presence at the **First Extra-Ordinary General Meeting in the financial year 2022-23 of The Poona Club Limited on Saturday, 23rd April, 2022 at 04:00 p.m.**

Membership No.:	

_____ _____

Full Name of the Member (In block letters) **Signature of Member**

Note:

1. Only Member can attend the Meeting.
2. Member should bring his/her copy of the Notice for reference at the Meeting