

HRC RECREATION CHAMBERS

Tele phone: 040-24549491/2
Email: secy@hydraces.com

Race Course
16-10-1/A/1
Malakpet, Hyderabad-500 036
Telangana State, INDIA
CIN- U92490TG2018NPL126656

NOTICE IS HEREBY GIVEN THAT THE EXTRA-ORDINARY GENERAL MEETING (EGM) (01/2025-2026) OF THE MEMBERS OF THE HRC RECREATION CHAMBERS ("CHAMBERS") (CIN: U92490TG2018NPL126656) WILL BE HELD ON MONDAY, 28TH APRIL 2025 AT 11-45 AM THROUGH VIDEO CONFERENCING (VC)/ OTHER AUDIO-VISUAL MEANS (OAVM) TO TRANSACT THE FOLLOWING ITEM OF BUSINESS.

1. Alteration of Articles of Association

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

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications, amendments, or re-enactments thereof), and subject to the necessary approvals from the relevant statutory authorities, the Articles of Association of the Company be and are hereby amended as set forth in **Annexure-A**.

"FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, Mr Surender Reddy Ramasahayam (DIN: 00083972), Chairperson and Director of the Company be and are hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid Resolution along with the filing of necessary E-forms with the Registrar of Companies, Hyderabad."

By Order of the Board of Directors For HRC Recreation Chambers

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**Surender Reddy Ramasahayam
Chairperson and Director
DIN: 00083972**

Place: Hyderabad
Date: April 04, 2025

NOTES:

1. Ministry of Corporate Affairs (“MCA”), vide its General Circular No. 09/2024 dated 19th September 2024 read with other previous MCA General Circulars No. 09/2023 dated 25th September 2023, 10/2022 dated 28th December 2022, 02/2022 Dated 5th May 2022, No. 20/2020 dated 5th May 2020, No. 17/2021 dated 13th April 2021 and No. 14/2021 dated 8th April 2021 (collectively referred to as “MCA Circulars”), has permitted Companies to hold their Extra Ordinary General Meetings through Video Conference (VC) or Other Audio Visual Means (OAVM) without the physical presence of the Members at a common venue.
2. In compliance with the aforesaid MCA Circulars, applicable provisions of the Companies Act, 2013 (“Act”), the Board of directors of the Company in their meeting held on April 04, 2025, passed a resolution to conduct this Extraordinary General Meeting (EGM) through VC / OAVM (through Zoom Platform) on <https://us06web.zoom.us/j/89660837021?pwd=xxxxxx>.
3. The proceedings of the EGM will be deemed to be conducted at the Registered Office of the Company at Race Course, 16-10-1/A/1, Malakpet, Hyderabad, Telangana, India – 500036, which shall be deemed the venue of the EGM.
4. Since this EGM is being held pursuant to the MCA Circulars through VC / OAVM, the physical attendance of Members has been dispensed with. Accordingly, the road map and attendance slip are not annexed to this Notice.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), and the Circulars issued by the Ministry of Corporate Affairs, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has engaged the services of Central Depository Services (India) Limited (“CDSL”) for facilitating remote e-voting and e-voting on the date of the EGM.
6. The Notice of the EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company, unless any Member has requested a physical copy of the same. The Company shall send the physical copy of the Notice of EGM to those Members who request the same at secy@hydraces.com, mentioning their membership number and requisite details.
7. A physical notice has been dispatched to those Members whose email IDs are not registered with the Company. Additionally, a public advertisement regarding the EGM Notice has been published in Telangana Today (All editions) and Namaste Telangana (Hyderabad), following the dispatch of notices to the Members.
8. Members may note that the EGM Notice has also been uploaded on the website of the Company: <http://www.hydraces.com>.
9. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Special Businesses, as set out above, is annexed hereto. All documents

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referred to in the accompanying Notice and the Explanatory Statement shall be available for electronic inspection. Members seeking to inspect such documents can send an email to secy@hydraces.com.

10. Members attending the EGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
11. Members who have cast their vote by remote e-voting prior to the EGM may also attend the EGM through VC / OAVM but shall not be entitled to cast their vote again.
12. To support the 'Green Initiative,' members who have not yet registered/updated their email addresses are requested to register the same with the HRC Recreation Chambers by sending their details to secy@hydraces.com.
13. Members are requested to intimate changes, if any, about their name, postal address, email address, telephone/ mobile numbers, and Permanent Account Number (PAN) to secy@hydraces.com.
14. Members intending to ask any questions at the Extra Ordinary General Meeting are requested to submit such questions in writing or through E-Mail to the Company at secy@hydraces.com at least/ minimum 10 (Ten) days in advance of the Meeting.
15. The facility for joining the meeting shall be kept open 15 minutes before the time scheduled to start the meeting and shall be closed after the expiry of 15 minutes after the scheduled time.
16. As per the articles of association, the Chairperson of the Chambers has appointed M/s. VCAN & Associates, Practicing Company Secretaries as scrutinizers for the purpose of scrutinizing votes cast for the EGM.

17. INSTRUCTIONS FOR E-VOTING:

Kindly follow the instructions for members to remote voting electronically provided as under:

The voting period begins on **Friday, April 25, 2025**, at 09.00 AM IST, and will be closed on **Sunday, April 27, 2025**, at 5.00 PM IST. The e-voting module shall be disabled for voting thereafter.

How do I vote electronically using the CDSL e-Voting system?

- i. Voters should log on to the e-voting website www.evotingindia.com during the voting period.
- ii. Click on Shareholders/ Members.
- iii. Enter your User ID as XXXXXXXXXXXX (Will be shared by CDSL through separate mail)
- iv. Next, enter the Image Verification as displayed and click on Login.

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- v. Enter your password as XXXXXXXXX (Will be shared by CDSL through separate mail)
- vi. After entering these details appropriately, click on the “SUBMIT” tab.
- vii. Select the EVSN of <<Company name as registered in the E-Voting system (www.evotingindia.com)>> on which you choose to vote.
- viii. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution, and option NO implies that you dissent to the Resolution.
- ix. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- x. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xi. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xii. You can also take out a print of the voting done by you by clicking on “Click here to print” option on the Voting page.

INSTRUCTIONS FOR MEMBERS ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

How do I join the meeting using Zoom Platform?

- xiii. Members will be provided with a facility to attend the EGM through VC/OAVM through the Zoom platform on <https://us06web.zoom.us/j/89660837021?pwd=xxxxxx>
- xiv. The link for VC/OAVM will also be available in the Members login where the EVSN of the Company will be displayed.
- xv. Members are encouraged to join the Meeting through Laptops / IPads for a better experience.
- xvi. Further Members will be required to allow a Camera and use the Internet with a good speed to avoid any disturbance during the meeting.
- xvii. Please note that Participants Connecting from Mobile Devices or Tablets or through laptops connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuations in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

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- xviii. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 10 (Ten) days prior to the meeting mentioning their name, membership number, email ID, and mobile number at (company email ID).
- xix. The Members who do not wish to speak during the EGM but have queries may send their queries in advance 10 (Ten) days prior to the meeting mentioning their name, membership number, and mobile number at secy@hydraces.com. These queries will be replied to by the company suitably at the EGM.
- xx. Those Members who have registered themselves as speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR MEMBERS FOR E-VOTING DURING THE EGM ARE AS UNDER:

- i. The procedure for e-Voting on the day of the EGM is the same as the instructions mentioned above for Remote e-voting.
- ii. Only those Members who are present in the EGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through the e-Voting system available during the EGM.
- iii. If any Votes are cast by the Members through the e-voting available during the EGM and if the same Members have not participated in the meeting through VC/OAVM facility, then the votes cast by such Members shall be considered invalid as the facility of e-voting during the meeting is available only to the Members attending the meeting.
- iv. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
- v. If you have any queries or issues regarding attending EGM & e-Voting from the e-Voting System, you may write an email to helpdesk.evoting@cdslindia.com or contact Mr Nitin Kunder (022- 23058738) or Mr Rakesh Dalvi (022-23058542) or Mr. N Kiran Reddy, Deputy Secretary (+91 96666 68912) (E-Mail: secy@hydraces.com).

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EXPLANATORY STATEMENT AS PER THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

Alteration of Articles of Association

Pursuant to requests from the Company's members to alter, amend, or insert various clauses in the Articles of Association, the Board of Directors, in their meeting held on February 16, 2025, passed a resolution approving the proposed changes and submitted an application to the Registrar of Companies, Hyderabad, for approval.

Subsequently, the Company received in-principal approval for the amendments from the Registrar of Companies, Hyderabad, via e-form GNL-1 (SRN N28792356) on March 26, 2025.

Following this approval, the Board, in its meeting held on April 04, 2025, resolved to convene an Extraordinary General Meeting (EGM) to formally adopt the amendments in the best interests of the Company and its members.

As per Section 14 and other applicable provisions of the Companies Act, 2013, the consent of the members by way of Special Resolution is required for amendments of the Articles of Association. Hence, the above resolution is placed before members for their approval.

None of the Directors are interested in the resolution set out in the Notice.

By Order of the Board of Directors For HRC Recreation Chambers

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Surender Reddy Ramasahayam
Chairperson and Director
DIN: 00083972

Place: Hyderabad
Date: April 04, 2025

Registered Office:
CIN: U92490TG2018NPL126656
Race Course, 16-10-1. A/1,
Malakpet, Hyderabad,
State of Telangana,
India – 500 036.
Telephones : 040-24549491/2
E-Mail : secy@hydraces.com
Website : www.hydraces.com

Notes on Amendment of Articles of Association of HRC Recreational Chambers-

ANNEXURE- A

New Article No.	Existing	Proposed Amendment	Change	Rationale for change
1	Article 1: Preliminary			
	iv. Unless expressly mentioned elsewhere, articles 32 and 33 shall be effective from the end of one year from the date of notification for acceptance of associate membership.	iv. Unless expressly mentioned elsewhere, articles 34 and 35 shall be effective from the end of one year from the date of notification for acceptance of associate membership.	Articles 32 and 33 are being changed to Articles 34 and 35.	The Article numbers have changed due to the insertion of new articles and subsequent changes in numberings in the Articles
	Article 2: Interpretation			
2.	<p>i. “The Company” or “this Company” or “Chambers” or “this Chambers” or “Club” means “HRC RECREATION CHAMBERS”, a subsidiary of HYDERABAD RACE CLUB.</p> <p>vi. “Person” means and includes an individual, proprietorship, partnership, corporation, company, unincorporated organisation, or any association, trust or other entity, whether incorporated or not.</p> <p>“Non-Voting Members” shall mean and include members other than permanent members of the Chambers and shall be eligible to enjoy all the facilities provided by the Chambers except that he/she shall not be entitled to attend, speak or vote or seek election at the Member’s meetings of the Company unless otherwise stated herein these articles.</p>	<p>i. “The Company” or “this Company” or “Chambers” or “this Chambers” means “HRC RECREATION CHAMBERS”, a subsidiary of HYDERABAD RACE CLUB.</p> <p>vi. “Person” means and includes an individual, proprietorship, partnership, corporation, company, unincorporated organisation, or any association, trust, or other entity, whether incorporated/registered or not.</p> <p>xiii. “Non-Voting Members” shall mean and include members other than voting members of the Chambers as defined in these articles and shall be eligible to enjoy all the facilities provided by the Chambers except that he/she shall not be entitled to attend, speak or vote or seek election at the Member’s meetings of the Company unless otherwise stated herein these articles.</p> <p>xiv. "Patrons" means the Chief Minister of Telangana, the Governor of Telangana, and the Chief Justice of Telangana, collectively or individually, in their official capacities.</p>	<p>i. The word “Club” has been deleted.</p> <p>ii. The word “registered” was inserted in Article 2(vi).</p> <p>iii. The words “permanent members” were replaced with “Voting members” in the definition of non-voting members.</p> <p>iv. The Definition of “Patrons” was added as Article 2 (xiv)</p>	Changes and additions in Definitions have been made for better clarity and to remove ambiguity in the definitions.

	Article 3: Classes of Membership			
3.	<p>The classes of memberships are as under:</p> <ol style="list-style-type: none"> The Signatories to the Memorandum of Association. All the Club Members of Hyderabad Race Club (All Club Members of Hyderabad Race Club will automatically become Permanent Members of the Chambers). Permanent Honorary Members Stand Members-Stand Members shall mean designated Stand Members of Hyderabad Race Club. Patrons (Ex. Officio)- Patrons of Hyderabad Race Club Honorary Members- 25 Members Associate Members- 1500 Members as elected by the Board, which can be increased at the Board's discretion from time to time. Institutional Members- 100 Members. Long Term Temporary Members (LTTM) – 300 Members. Short Term Temporary Members (STTM) – 100 Members. Dependent Members. 	<p>The classes of memberships are as under:</p> <ol style="list-style-type: none"> The Signatories to the Memorandum of Association. All the Club Members of Hyderabad Race Club (All Club Members of Hyderabad Race Club will automatically become Permanent Members of the Chambers). Permanent Honorary Members Stand Members-Stand Members shall mean designated Stand Members of Hyderabad Race Club. Patrons (Ex. Officio)- Patrons of Hyderabad Race Club Honorary Members- 25 Members Associate Members- 1500 Members as elected by the Board, which can be increased at the Board's discretion from time to time. Institutional Members- 100 Members. Long Term Temporary Members (LTTM) – 300 Members. Short Term Temporary Members (STTM) – 100 Members. Dependent Members. Service Personnel Membership. Widow Or Widower of Permanent / Stand and Associate Member. 	<p>Service Personnel and Widow or Widower of Permanent / Stand And Associate Member: new categories of membership added to the existing article.</p>	<p>New Classes of memberships are being added to cater to more members.</p>
	Article 4: Permanent Members			
4.	<p>“Permanent Members” shall mean and include:</p> <ol style="list-style-type: none"> The Signatories to Memorandum of Association of the Chambers. Any Club Member(s) elected by the Hyderabad Race Club and in good standing, shall be eligible for Permanent 	<p>“Permanent Members” shall mean and include:</p> <ol style="list-style-type: none"> The Signatories to Memorandum of Association of the Chambers. Any Club Member(s) elected by the Hyderabad Race Club shall automatically be eligible for Permanent 	<p>The words “and in good standing” were deleted.</p> <p>The word “automatically” has been added.</p>	<p>All the members of the Club are automatically eligible to become members of the Chambers.</p> <p>The words “good standing” not being relevant have</p>

	Membership of the Chambers with voting rights and without payment of Non-Refundable Infrastructure Development fund to the Chambers.	Membership of the Chambers with voting rights and without payment of Non-Refundable Infrastructure Development fund to the Chambers.		been deleted and the word automatically has been added to give more clarity to the paragraph.
	Article 5: Permanent Honorary Members			
5.	<p>“Permanent Honorary Members” shall mean a person who has been a Permanent Member of the Hyderabad Race Club continuously for a period of 50(Fifty) years.</p> <p>The widow/widower of any Permanent Member will be exempted from the payment of monthly/periodic subscriptions from the date on which the Permanent Member would have become an Honorary Member had he or she been alive.</p>	<p>“Permanent Honorary Member” shall mean a person who has been a Permanent Member of the Hyderabad Race Club continuously for a period of 50(Fifty) years or more.</p> <p>The widow/widower of any Permanent Honorary Member will be exempted from the payment of monthly/periodic subscriptions from the date on which the Permanent Member would have become an Honorary Member had he or she been alive.</p>	The Words “Honorary” has been added to clarify that the widow/widower of any Permanent Honorary Member will be exempted from the payment of monthly/ periodic subscriptions.	The widow/widower of any Permanent Honorary Members are exempted under this Article. Accordingly, the word Honorary has been added.
	Article 6: Honorary Members			
6.	<p>i. The Board may, in its absolute discretion, any invite person to become an Honorary Member without contributing to the Non-Refundable Infrastructure Development Fund.</p> <p>ii. The Widow or Widower of an Honorary Member shall be exempted from the payment of monthly/periodical subscriptions.</p>	<p>i. The Board may invite eminent persons who in the opinion of the Board have contributed to the State and the Nation and whose services have been recognized by the State and Central Government, to become an Honorary Member without contributing to the Non-Refundable Infrastructure Development Fund and without payment of monthly/periodical subscriptions.</p> <p>ii. The number of Honorary members in this category at any time shall not exceed 10 (ten) members.</p> <p>iii. The Widow or Widower of an Honorary Member shall be exempted from the payment of monthly/periodical subscriptions.</p>	<p>The words “eminent persons who in the opinion of the Board have contributed to the State and the Nation and whose services have been recognized by the State and Central Government” have been added.</p> <p>The following Paragraph was added: “The number of Honorary members in this category at any time shall not exceed 10 (ten) members.”</p>	<p>The proposed Article gives a precise definition of persons who are eligible to be invited to become Honorary members of the Chambers</p> <p>Further, it is clarified that the maximum number of honorary members to be appointed under this category shall not exceed 10 (ten) members.</p>

	Article 7: Associate Member			
7	<p>i. Any individual, who is interested in the aims and objectives of the Chambers or is desirous of utilising its facilities, may, on application and at the discretion of the Board, be elected to Associate Membership upon payment of prescribed Non-Refundable Infrastructure Development Fund and any such other Non-Refundable Funds/ Subscriptions/ Charges/ Fees as may be prescribed by the Board, from time to time.</p>	<p>i. Any individual, who is interested in the aims and objectives of the Chambers or is desirous of utilising its facilities, may, on application and at the discretion of the Board, be elected to Associate Membership upon payment of prescribed Non-Refundable Infrastructure Development Fund and any such other Non-Refundable Funds/ Subscriptions/ Charges/ Fees as may be prescribed by the Board, from time to time.</p> <p>ii. Associate Members shall have the right to participate and vote in the general meetings of the Chambers.</p>	<p>Article 7(ii) is added as follows: Associate Members shall have the right to participate and vote in the general meetings of the Chambers.</p>	<p>Voting right and participation in general meetings by Associate members have been mentioned specifically to better clarity</p>
	Article 8: Institutional Members			
8	<p>i. Any Body Corporate or Corporation or any other duly registered Institution with a net worth of not less than ₹ 25,00,00,000/-(Rupees Twenty Five Crores Only) or annual turnover of not less than ₹ 40,00,00,000/-(Rupees Forty Crores Only) may at the discretion of the Board be admitted to Institutional Membership of the Chambers on payment of such Non-Refundable Infrastructure Development Funds and Monthly/Periodical Subscription/Charges.</p> <p>ii. The tenure of the Institutional Membership shall be for 10(Ten) years from the date of admission.</p> <p>iii. Every Institutional Member may nominate up to Three nominees/ Six nominees/ Nine nominees from their directors or Members of their Senior Management to avail of the facilities of the Chambers. The Nominated Member's tenure shall not be less than six months. The Board at its discretion</p>	<p>i. Any Body Corporate or Corporation or any other duly registered Institution with a net worth of not less than ₹ 25,00,00,000/-(Rupees Twenty Five Crores Only) or annual turnover of not less than ₹ 40,00,00,000/-(Rupees Forty Crores Only) may at the discretion of the Board be admitted to Institutional Membership of the Chambers on payment of such Non-Refundable Infrastructure Development Funds and Monthly/Periodical Subscription/Charges.</p> <p>ii. The tenure of the Institutional Membership shall not be less than 6 months and shall not exceed 10 (Ten) years from the date of admission.</p> <p>iii. Every Institutional Member may nominate up to Three nominees/ Six nominees/ Nine nominees from their directors or Members of their Senior Management to avail of the facilities of the Chambers. The Board at its discretion may increase/decrease the number of Institutional Members Nominations.</p> <p>iv. The Institutional Members, based on the number of nominees, shall pay towards such</p>	<p>Para phrasing and correction of grammatical errors without changing the meaning of the existing Article.</p> <p>The words “subject to the approval of the Board” are added to Clause V of Article 8.</p> <p>No other changes in the Articles.</p>	<p>Any change in nominees of Institutional Members after being appointed shall be subject to the approval of the Board.</p> <p>Para phrasing and correction of grammatical errors without changing the meaning of the existing Article.</p> <p>No other changes in the Articles.</p>

	<p>may increase/decrease the number of Institutional Members Nominations.</p> <p>iv. The Institutional Members, based on the number of nominees, shall pay towards such Non-refundable Infrastructure Development Funds/Subscriptions/Charges/Fees, Monthly/Periodically as prescribed by the Board from time to time.</p> <p>v. The Institutional Member can change of its nominees for any justified reason and apply to the Chambers for the election of a fresh nominee whose term shall be limited to the unexpired period of the changed member.</p>	<p>Non-refundable Infrastructure Development Funds/ Subscriptions/ Charges/ Fees, Monthly/ periodically as prescribed by the Board from time to time.</p> <p>v. The Institutional Member can change its nominees for any justified reason and apply to the Chambers for the election of a fresh nominee whose term shall be limited to the unexpired period of the changed member subject to the approval of the Board.</p>	No other changes in the Articles.	No other changes in the Articles.
Article 9 :: Long Term Temporary Members (LTTM)				
9.	<p>Any individual on a transferable job who is temporarily a resident of Hyderabad/ Secunderabad Urban Agglomeration and is desirous of availing the facilities of the Chambers may at the discretion of the Board, be elected to Long Term Temporary Membership for a term not exceeding 36 months to be counted from the first day of the month immediately following the month of admission, on payment made towards Non- Refundable Infrastructure Development Fund and Subscriptions/ Charges/ Fees, Monthly / Periodically as prescribed by the Board from time to time.</p> <p>Further extension of the above term shall not be for more than 36 months and shall be at the discretion of the Board, subject to fresh payment towards such Non-Refundable Infrastructure Development Funds and Subscriptions / Charges, Monthly / Periodically, as may be decided by the Board from time to time.</p>	<p>An individual</p> <p>a. employed in a transferable job and</p> <p>b. temporarily residing in any urban agglomeration in the State of Telangana,</p> <p>may, at the discretion of the Board, be granted Long Term Temporary Membership.</p> <p>This membership will be for a period of 36 months, commencing from the first day of the month following the month of admission.</p> <p>Upon admission, the individual shall pay applicable subscription charges and necessary contributions to the Non- Refundable Infrastructure Development Fund along with all taxes as applicable.</p> <p>All other fees, payable Monthly or Periodically as per the existing Board guidelines for using the facilities of the Chambers shall be paid by the elected individuals.</p>	<p>Words Hyderabad/ Secunderabad have been deleted and included the state of Telangana which provides any resident who is temporarily living in Telangana will be allowed to grant Long Term Temporary Membership.</p> <p>Para phrasing/change in language has been made to give more clarity without creating any confusion with respect of membership terms, fee structure, voting, participation, and other rights of such members</p>	<p>Removed references to cities and added the State of Telangana for wider coverage</p> <p>Para phrasing/change in language has been made to give more clarity without creating any confusion in respect to membership terms, fee structure, voting, participation, and other rights of such members</p> <p>No other changes in the Articles</p>

		<p>Any extension beyond the initial 36-months term shall be at the discretion of the Board subject to fresh payment towards Non-Refundable Infrastructure Development Fund and Subscriptions/Charges, as determined by the Board at the relevant time. The extension shall be for a period of 36 months and they will be entitled to use the facilities of the Chambers.</p> <p>Members with such status will not have the privilege to attend or participate in any Chamber meetings, nor will they possess voting rights.</p>		
Article 10: Short Term Temporary Members (STTM)				
10.	<p>Any individual on a transferable job who is temporarily a resident of Hyderabad / Secunderabad Urban Agglomeration and is desirous of availing the facilities of the Chambers may at the discretion of the Board, be elected to Short Term Temporary Membership for a period not exceeding three months on payment towards such Non-Refundable Infrastructure Development Funds and Subscriptions/Charges, Monthly /Periodically as prescribed by the Board, to be counted from the first day of the month immediately following the month of admission. The Board at its discretion and on request by such member, may extend the term by another month upon fresh payment of Non Refundable Infrastructure Development Fund and other Non- Refundable Funds as may be prescribed by the Board from time to time</p>	<p>An individual</p> <ol style="list-style-type: none"> employed in a transferable job and temporarily residing in any urban agglomeration in the State of Telangana, <p>may, at the discretion of the Board, be granted Short-Term Temporary Membership. This membership will be for a period of 3 months, commencing from the first day of the month following the month of admission.</p> <p>Upon admission, the individual shall pay applicable subscription charges and necessary contributions to the Non-Refundable Infrastructure Development Fund along with all taxes as applicable.</p> <p>All other fees, payable Monthly or Periodically as per the existing Board guidelines for using the facilities of the Chambers shall be paid by the elected individuals.</p> <p>Any extension beyond the initial 3 (Three) months term shall be at the discretion of the</p>	<p>Words Hyderabad/ Secunderabad have been deleted and included the state of Telangana which provides any resident who is temporarily living in Telangana will be allowed to grant Short Term Temporary Membership.</p> <p>Para phrasing/change in language has been made to give more clarity without creating any confusion in respect of membership terms, fee structure, voting, participation and other rights of such members.</p> <p>No other changes in the Articles.</p>	<p>Removed references to cities and added the State of Telangana for wider coverage.</p> <p>Para phrasing/change in language has been made to give more clarity without creating any confusion in respect of membership terms, fee structure, voting, participation, and other rights of such members.</p> <p>No other changes in the Articles</p>

		<p>Board subject to fresh payment towards Non-Refundable Infrastructure Development Fund and Subscriptions/Charges, as determined by the Board at the relevant time. The extension shall not be for a period more than 3 (Three) months and they will be entitled to use the facilities of the Chambers.</p> <p>Members with such status will not have the privilege to attend or participate in any Chamber meetings, nor will they possess voting rights.</p>	No other changes in the Articles.	No other changes in the Articles.
Article 12: Service Personnel Membership (New Article)				
12.	-NA-	<p>At the discretion of the Board of HRC Recreation Chambers, the following Persons who are in service or who have retired from service are eligible to become Service Personnel Members under this category</p> <ul style="list-style-type: none"> - Hon'ble Supreme Court Judges / Hon'ble High Court Judges - Armed Forces (Lt. Colonel and above Cadre and of equal rank in other defence services) - Indian Defence Estate Service (CEO and above Cadre and of equal rank in other defence services) - Indian Revenue Service (Addl. Commissioner and above Cadre) - Indian Forest Service (Addl. Conservator & above Cadre) - Indian Foreign Service (Ambassador or officials of Indian Foreign Service with minimum 8 years of service) - Indian Administrative Service (Minimum 8 years of service) - Indian Police Service (Minimum 8 years of service) - any individual who has rendered 	A new Article of membership - Service Personnel Membership has been added to the Articles.	A New Class of membership is being added.

	Article 13: Widow Or Widower of Permanent / Stand and Associate Member			
13.	-NA-	<p>The Board may, at its discretion, invite the spouse (widow or widower) of a Permanent/ Stand and Associate Member to join under this special category.</p> <p>Such Member will be required to pay only 50% of the prescribed subscription. Under this category, a maximum of two dependents are eligible, with the dependent age restricted to 21 years.</p> <p>However, if the spouse of a deceased Permanent / Stand and Associate Member remarries, both the spouse and any dependent members will forfeit their eligibility to avail any benefits from the Chambers.</p> <p>Under this category, they shall have access to all Chambers facilities, except voting rights, and will not be eligible to attend or seek election at Chamber Meetings.</p>	A New Clause of Membership - Widow or Widower of Permanent / Stand and Associate Member has been added to the articles.	<p>A New Class of membership is being added.</p> <p>Eligibility, their rights, fees, and other details have been inserted as a New Article.</p>
	Article 14: Admission to Membership (Previously Numbered as 12)			
14.	<p>No person shall be elected to any class of membership of the Chambers unless the following conditions are fulfilled:</p> <p>i. An application shall be made in a prescribed form duly filled and signed by the candidate along with a Proposer and Seconder who are the permanent members of the Chamber.</p> <p>ii. However, such application shall be deemed invalid if either the Proposer or Seconder is disqualified under Clause 19 or Clause 20, as on the date of application.</p> <p>iii. No applicant shall be eligible for any</p>	<p>No person shall be elected to any class of membership of the Chambers unless the following conditions are fulfilled:</p> <p>i. An application shall be made in a prescribed form duly filled and signed by the candidate, along with a Proposer and Seconder, both of whom must be permanent members of the Chamber except in case of admission for Widow or Widower of Permanent / Stand and Associate Member. However, such application shall be deemed invalid if either the Proposer or Seconder is disqualified under Article 21 or Article</p>	<p>Para phrasing/Change in Language has been made to give more clarity without creating any confusion in respect of membership terms, fee structure, and other rights of such members.</p> <p>Article 19 and 20 has been changed to Article 21 and 22 in accordance with change of numberings upon insertion of new Articles.</p>	<p>Para phrasing/Change in Language has been made to give more clarity without creating any confusion in respect of membership terms, fee structure, and other rights of such members. Article 19 and 20 has been changed to Article 21 and 22 in accordance with change of numberings upon insertion of new Articles.</p>

	<p>class of membership other than dependent membership unless they have attained the age of 21 years.</p> <p>iv. Candidates for Institutional Membership, Associate Membership, Long Term Temporary Membership and Short-Term Temporary Membership and Dependent Membership, not being children less than 12 years, may be required to deposit such amount or provide such guarantee as may be stipulated by the Board to its satisfaction from time to time. Such deposit shall be in addition to the obligations imposed by these Articles on the Proposer and Seconded.</p> <p>The application form shall be issued by the office at the discretion of the Board, on receipt of a written requisition and on payment of such Non-Refundable Registration Fee as prescribed from time to time.</p> <p>v. The Proposer and Seconded shall verify the correctness of the particulars of the applicant before they propose or second such application. Suppose at any time, it is discovered that the information given by the candidate is incorrect, the Board may reject the application of the candidate and/or disqualify the member proposed/seconded and take action as it deems fit under Clause 19 against the proposer/seconded. No member of the Board shall propose or second an application of a candidate for membership in any class.</p> <p>vi. If the applicant is not introduced as per these Articles on the date fixed for considering his/her application, their application will be deferred to the next meeting.</p>	<p>22, as on the date of application.</p> <p>ii. An applicant must be at least 21 years of age to be eligible for any class of membership, except in the case of Dependent Membership.</p> <p>iii. In case the Board decides, the Candidates applying for Institutional Membership, Associate Membership, Long-Term Temporary Membership, Short-Term Temporary Membership, Dependent Membership, or Service Personnel membership (except for children under 12 years) may be required to deposit a specified amount or provide a guarantee, as determined by the Board from time to time. This deposit is in addition to any obligations imposed on the Proposer and Seconded by these Articles.</p> <p>The application form shall be issued by the office at the discretion of the Board, on receipt of a written requisition, and on payment of such Non-Refundable Registration Fee as prescribed from time to time.</p> <p>iv. The Proposer and Seconded shall verify the correctness of the particulars of the applicant before they propose or second such application. Suppose at any time, it is discovered that the information given by the candidate is incorrect, the Board may reject the application of the candidate and/or disqualify the member proposed/seconded and take action as it deems fit under Article 22 against the proposer/seconded. No member of the Board shall propose or second an application of a candidate for membership in any class.</p>	<p>No other changes in the Articles</p>	<p>No other changes in the Articles</p>
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	<p>vii. On failure to be introduced at the second meeting, his/her application will stand relegated to the end of the registered list of applicants on that date.</p> <p>viii. On failure to be introduced at the third meeting, his/her application will stand deleted from the list of registered applicants.</p>	<p>v. If the applicant is not introduced as per these Articles on the date fixed for considering his/her application, their application will be deferred to the next meeting.</p> <p>vi. On failure to be introduced at the second meeting, his/her application will stand relegated to the end of the registered list of applicants on that date.</p> <p>vii. On failure to be introduced at the third meeting, his/her application will stand deleted from the list of registered applicants.</p>	No other changes in the Articles	No other changes in the Articles
Article 15: Admission of members Nominated by Institutional Members (Previously Numbered as 13)				
15.	<p>i. The nominees of the Institutional Members shall be admitted on submission of the requisite application form for admission. Such information about the nominees shall be furnished in such form and manner as the Board may have laid down from time to time.</p> <p>iv. The Institutional Member's Board/Decision-Making Authority may nominate upto two dependent members of their Directors/Senior Managerial Personel</p>	<p>i. The nominees of the Institutional Members shall be admitted upon submission of the requisite application form. Such information about the nominees shall be furnished in such form and manner as the Board may have laid down from time to time.</p> <p>iv. Nominees of Institutional Members may nominate up to two dependents.</p> <p>v. Institutional Members are allowed to nominate only those persons who are on their Board/Decision Making Authority or KMPs or Senior Management or permanent employees of the institution or such persons as approved by the Board.</p>	<p>The word "requisite" has been inserted and the word "for admission" removed in Article 15(i).</p> <p>Existing Article iv has been replaced with new Article iv as given below: "Nominees of Institutional Members may nominate up to two dependents"</p> <p>New Article 15 (v) has been added as given below:</p> <p>Institutional Members are allowed to nominate only those persons who are on their Board/Decision Making Authority or KMPs or Senior Management or permanent employees of the institution or such persons as approved by the Board.</p>	<p>Existing Paragraphs have been amended and new paragraphs have been added to bring in more clarity regarding nomination of members by institutions and their dependents and other minor changes as mentioned.</p> <p>No other changes in this Article</p>

Article 16: Application process for Admission of Permanent and Stand Members of Hyderabad Race Club (Previously Numbered as 14)				
16.	<p>i. Permanent Members and Stand Members intending to use the facilities of the Chambers shall not be in arrears to the Hyderabad Race Club and HRC Recreation Chambers at any point of time and in any manner. Further such members shall be required to produce a clearance certificate from the Hyderabad Race Club from time to time to the effect that the applicant is</p> <p>a. A Permanent Member or Stand member of Hyderabad Race Club;</p> <p>b. Not in arrears to the Hyderabad Race Club under its Articles, Byelaws or Rules including but not limited to Non-Refundable Infrastructure Development fund, Subscriptions, Unpaid forfeit list dues, and any other amounts;</p> <p>c. Is not engaged in any dispute or arbitration or litigation with Hyderabad Race Club, which will likely affect his membership status or financial liability to the Hyderabad Race Club.</p> <p>ii. If such a certificate discloses that the applicant is not cleared in respect of clause i(b) or i(c) above, the application shall be returned, and the candidate is advised to resubmit his application after the arrears are cleared or other disputes have been settled, as certified by Hyderabad Race Club.</p> <p>iii. On receiving such an application with a clearance certificate from Hyderabad Race Club concerning the issues mentioned in clause (i) signed by a duly authorised officer, the Board shall admit</p>	<p>i. Permanent Members and Stand Members of Hyderabad Race Club intending to use the facilities of the Chambers shall not be in arrears to the Hyderabad Race Club and HRC Recreation Chambers at any point of time and in any manner. Further, such members shall be required to produce a clearance certificate from the Hyderabad Race Club from time to time to the effect that the applicant is</p> <p>a. A Permanent Member or Stand member of Hyderabad Race Club;</p> <p>b. Not in arrears to the Hyderabad Race Club under its Articles, Byelaws, or Rules including but not limited to Non-Refundable Infrastructure Development fund, Subscriptions, Unpaid forfeit list dues, and any other amounts;</p> <p>c. Not involved in any dispute, arbitration, or litigation with Hyderabad Race Club, which will likely affect his membership status or financial liability to the Hyderabad Race Club.</p> <p>ii. If such a certificate discloses that the applicant does not meet the requirements in respect of clause i(b) or i(c) above, the application shall be returned, and the candidate will be required to resubmit his application after the arrears are cleared or other disputes have been settled, as certified by Hyderabad Race Club.</p> <p>iii. On receiving such an application with a clearance certificate from Hyderabad Race Club concerning the issues mentioned in clause (i) signed by a duly authorised officer, the Board shall admit</p>	<p>Para phrasing and correction of grammatical errors without changing the meaning of the existing Article.</p> <p>No other changes in the Articles.</p> <p>No other changes in the Articles</p>	<p>Para phrasing and correction of grammatical errors without changing the meaning of the existing Article.</p> <p>No other changes in the Articles.</p> <p>No other changes in the Articles</p>

	the applicant as a Permanent Member or a Stand Member, as the case may be.	the applicant as a Permanent Member or a Stand Member, as the case may be.		
	Article 17: Application process for Admission of other classes of members of Hyderabad Race Club (Previously Numbered as 15)			
17.	<p>Application for all classes of Membership (excluding Permanent and Stand Membership) shall be dealt with in the manner laid down in these Articles/clauses, subject to the following mandatory provisions.</p> <p>i. Every valid application after scrutiny, shall be individually considered in a regularly convened meeting of the Board when the applicant shall be introduced to the Board by his proposer and/or seconder.</p> <p>ii. If a candidate's application for any class of membership is not considered/elected (×), no further application from such candidate shall be entertained unless 12 months have elapsed from the date of such rejection. In case a candidate's application is rejected, , no further application from such candidate shall be entertained for any class of membership or will be entertained as a guest at any time.</p> <p>iii. No Permanent Member may propose or second any applicant for membership unless he has been on the rolls as a permanent member of Hyderabad Race Club for three years, except proposing his children as Dependent Members.</p> <p>iv. No Permanent Member, can propose or second more than ten persons during one calendar year. This clause shall not be applicable for the first five years from the date of notification of the receipt of proposals by the chambers.</p>	<p>Application for all classes of Membership (excluding Permanent and Stand Membership) of Hyderabad Race Club shall be dealt with in the manner laid down in these Articles/clauses, subject to the following mandatory provisions:</p> <p>i. Every valid application after scrutiny, shall be individually considered in a regularly convened meeting of the Board when the applicant shall be introduced to the Board by his proposer and seconder.</p> <p>ii. If a candidate's application for any class of membership is not considered or he has not been elected, no further application from such candidate for the said membership or any other membership of the Chambers shall be accepted for a period of 12 months from the date of such rejection. Furthermore, he shall not be permitted to attend as a guest during the 12-month period.</p> <p>iii. No Permanent Member may propose or second any applicant for membership unless he has been on the rolls as a permanent member of Hyderabad Race Club for three years, except for proposing his children as Dependent Members.</p> <p>iv. No Permanent Member, can propose or second more than ten persons during one calendar year. This Article shall not be applicable for the first two years from the date of notification of the receipt of proposals by the chambers. After the expiry of two years, Associate members can propose or second up to</p>	<p>Para phrasing and correction of grammatical errors without changing the meaning of the existing Article.</p> <p>In Article 17 (iv), the words ‘five years’ are replaced with “two years”.</p> <p>A new sentence added, “After the expiry of two years, Associate members can propose or second up to ten persons during one calendar year”.</p> <p>No other changes in the Articles</p>	<p>Para phrasing and correction of grammatical errors without changing the meaning of the existing Article.</p> <p>A paragraph relating to the right of Associate members to propose and second has been added.</p> <p>No other changes in the Articles</p>

		ten persons during one calendar year.		
	Article 18: Admission and Subscription (Previously Numbered as 16)			
18.	<p>iii. spouse of the deceased permanent member and his/her two Dependent Members will be required to pay only 50% of the prescribed Subscriptions. However, if the spouse of the deceased permanent member re-marries, he/she along with his/her dependent members forgo to avail all the benefits of the Chambers whatsoever.</p> <p>iv. However, all permanent members above the age of 70 shall pay 50% of Subscriptions as prescribed by the Board from time to time.</p>	<p>iii. The spouse of the deceased permanent member and his/her two Dependent Members will be required to pay only 50% of the prescribed Subscriptions. However, if the spouse of the deceased permanent member re-marries, he/she along with his/her dependent members forgo all the benefits of the Chambers whatsoever.</p> <p>iv. However, all permanent members, stand, and associate members above the age of 70 shall pay 50% of Subscriptions as prescribed by the Board from time to time.</p>	<p>The words “stand and associate members” are inserted into Article 18(iv).</p> <p>The word “The spouse” was added in place of “spouse” and the word “to avail” was deleted in Article 18 (iii).</p> <p>Para phrasing and correction of grammatical errors without changing the meaning of the existing Article.</p>	<p>Para phrasing and correction of grammatical errors and other minor changes without changing the meaning of the existing Article.</p>
	Article 19:: Default in payments (Previously Numbered as 17)			
19.	<p>i. Should a member be in arrears for 30 days, in respect of any dues to the Chambers, all credit facilities shall be stopped/discontinued forthwith in respect of the said Member and the name of the member concerned shall be posted in the defaulter list on the notice board. Simultaneously, the Secretary or any other person authorised by the Board shall issue a notice to the member informing of the dues and requesting the member to clear the dues in full within 30 days from the service of such notice.</p> <p>ii. If the arrears are not cleared within the specified period, the name of the member concerned shall continue to be posted in the defaulters list on the Notice Board.</p>	<p>i. If a member is in arrears for 30 days regarding any dues to the Chambers, all credit facilities will be immediately discontinued, and the member's name will be prominently displayed on the defaulter list on the Notice Board. Simultaneously, the Chief Operating Officer or any other person authorized by the Board will issue a notice to the member, by post and/or by electronic means informing the outstanding dues and requesting full payment within another 30 days from the service of such notice.</p> <p>ii. If the arrears are not settled within the specified period, the name of the member concerned shall continue to be posted/displayed in the defaulters list on the Notice Board.</p> <p>iii. Members are responsible for ensuring their</p>	<p>Added by “post and or electronic means” also enables the Company to use the latest technology for faster sending of information.</p> <p>The word “secretary” was deleted.</p> <p>Added: “The Board reserves the right to take necessary steps for the recovery of debts owed by defaulting members. Any outstanding debt owed by a member to the Chambers may be included in the member's bill at any time, regardless of its origin in the usual course of enjoying chamber amenities.”</p> <p>In case of default in payment of</p>	<p>Revised Article inserted to enable the Company to take necessary action for recovery of dues and other minor changes as mentioned to bring in clarity.</p> <p>No other changes in the Articles</p> <p>No other changes in the</p>

	<p>iii. It shall be the member's responsibility to ensure that their current address stands recorded in the books of the Chambers. If a notice served is returned undelivered due to a change of address or non-availability of the member at that address, it shall be construed that the notice has been duly served.</p> <p>iv. If a Member fails to clear the dues within 30 days of service of notice, then he shall cease to be a member of the Chambers.</p> <p>v. However, if such Member pays the outstanding dues payable to the Chambers together with a sum of Rs.10,000/- by way of a penalty towards the Non-Refundable Infrastructure Development Fund, then his/her Membership will automatically be reinstated.</p>	<p>current address is accurately recorded in the Chambers' records. If a notice served by post or by electronic means, could not be delivered or returned undelivered due to a change of address or non-availability of the member at that address, it shall be deemed as duly served.</p> <p>If a Member fails to clear the dues within 30 days of service of notice, then he shall cease to be a member of the Chambers.</p> <p>v. However, if the defaulter satisfactorily explains their situation to the Board and pays the entire outstanding amount, along with a Rs. 10,000/- penalty towards the Non-Refundable Infrastructure Development Fund, within a period of 3 months from the date of service of notice, their membership can be reinstated.</p> <p>vi. The Board reserves the right to take necessary steps for the recovery of debts owed by defaulting members. Any outstanding debt owed by a member to the Chambers may be included in the member's bill at any time, regardless of its origin in the usual course of enjoying chamber amenities.</p> <p>In case of default in payment of such sums, and upon failure to remedy the default within the 30 days of serving of notice by the Chambers, the member will forfeit all rights, privileges, advantages, and conveniences associated with membership. The member's name will be prominently posted on the Notice Board, leading to the cessation of membership, and the name will be promptly removed from the Register of Members of the Chambers.</p>	<p>such sums, and upon failure to remedy the default within the 30 days of serving of notice by the Chambers, the member will forfeit all rights, privileges, advantages, and conveniences associated with membership. The member's name will be prominently posted on the Notice Board, leading to the cessation of membership, and the name will be promptly removed from the Register of Members of the Chambers."</p> <p>No other changes in the Articles.</p>	<p>Articles.</p> <p>No other changes in the Articles.</p>
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Article 20:: Withdrawal of Membership (Previously Numbered as 18)			
20.	Any member who intends to withdraw from the membership of the Chambers shall give clear notice of 30 days of their intention to the Secretary of the Chambers and shall immediately cease to utilise the facilities of the Chambers. The withdrawal of membership shall be effective from the date of its acceptance by the Board or the date of expiry of the notice period, whichever is earlier. A member who intends to withdraw as above shall be liable to pay/clear all dues, if any, to the Chambers and shall not be entitled to refund of any funds, subscriptions or donations paid/contributed by the member concerned. The Board is entitled to take legal action/proceedings, if considered necessary, to recover any dues from such Member.	Any member who intends to withdraw from the membership of the Chambers shall give clear notice of 30 days of their intention to the Chief Operating Officer or such officer authorized by the Board of the Chambers and shall immediately cease to utilise the facilities of the Chambers. The withdrawal of membership shall be effective from the date of its acceptance by the Board or the date of expiry of the notice period, whichever is earlier. A member who intends to withdraw as above shall be liable to pay/clear all dues, if any, to the Chambers and shall not be entitled to a refund of any funds, subscriptions, or donations paid/contributed by the member concerned. The Board is entitled to take legal action/proceedings, if considered necessary, to recover any dues from such Member.	<p>The word “secretary” was deleted and “Chief Operating officer or such officer authorized by the Board” was added.</p> <p>Para phrasing and correction of grammatical errors without changing the meaning of the existing Article.</p> <p>Para phrasing, change in language, and correction of grammatical errors without changing the meaning of the existing Article.</p> <p>The word Secretary has been deleted to avoid any confusion with Secretary (“KMP”) as referred to under the Companies Act, 2013.</p>
Article 21:: Cessation of Membership (Previously Numbered as 19)			
21.	<p>i. The Membership of any class shall be deemed to have ceased if any member.</p> <ol style="list-style-type: none"> Dies or resigns, or is insolvent or declared undischarged insolvent by the competent Authority under any applicable law of the land. is of unsound mind, or is declared a defaulter and removed from the rolls under these Articles, or is subject of a Country at War with India, or is found guilty by a competent Court for a criminal offence involving gross misconduct or moral turpitude, and the conviction for such offence has become final, 	<p>i. The Membership of any class shall be deemed to have ceased if any member:</p> <ol style="list-style-type: none"> Dies or resigns, or is insolvent or declared undischarged insolvent by the competent Authority under any applicable law of the land. is of unsound mind, or is declared a defaulter and removed from the rolls under these Articles as amended from time to time, or is the subject of a Country at War with India, or is found guilty by a competent Court for a criminal offense involving gross misconduct or moral turpitude, and the conviction for such offense has become final, or is found guilty of a fraudulent practice 	<p>The words “as amended from time to time” were added to Article 21(i)(d).</p> <p>Article 14 has been changed to Article 16 in accordance with the change of numberings upon insertion of new Articles and Points iii and iv have been merged</p> <p>The words “as amended from time to time” were added to Article 21(i)(d).</p> <p>Article 14 has been changed to Article 16 in accordance with the change of numberings upon insertion of new Articles and Points iii and iv have been merged.</p>

	<p>for Appellate Body from and amongst any senior members having at least 20 years standing or Past Chairperson, Retired Judges or Senior Lawyers having at least 20 years of experience in their profession.</p> <p>In nominating the Associate Members for the Appellate Body, the Board shall consider only from and among the retired judges or senior lawyers having at least 20 years of experience in their profession and have been Members of the chambers.</p> <p>iii. The Appellate Body shall adjudicate on any appeal made by any Member(s) or Associate(s) who is/are aggrieved by any order of suspension/punishment passed by the Board. The quorum of the Appellate Body shall be three Members of which two shall be permanent members and one shall be an Associate Member. The tenure of the Appellate Body shall be One Year.</p> <p>iv. The members shall elect a person from amongst themselves to Chair the Appellate Body. The Decision of the Appellate Body shall be by simple majority of members present, with the Chair holding the casting vote.</p> <p>v. Any appeal against the order of the Board shall be made within 10 days from the date of receipt of such order. The Appellate Body shall meet within 15 days of the appeal being lodged to consider such appeal and after much deliberation, may uphold, modify or cancel the order passed by the Committee. The Order of the Committee shall be in operation unless and otherwise suspended by the Appellate</p>	<p>ii. The Board shall consider the Permanent members for Appellate Body from and amongst any senior members having at least 20 years standing in Hyderabad Race Club or Past Chairperson, Retired Judges, or Senior Lawyers having at least 20 years of experience in their profession.</p> <p>iii. In nominating the Associate Members for the Appellate Body, the Board shall consider only from and among the retired judges or senior lawyers having at least 20 years of experience in their profession and have been Members of the chambers.</p> <p>iv. The Appellate Body shall adjudicate on any appeal made by any Member(s) or Associate(s) who is/are aggrieved by any order of suspension/punishment passed by the Board. The quorum of the Appellate Body shall be three Members of which two shall be permanent members and one shall be an Associate Member. The tenure of the Appellate Body shall be One Year.</p> <p>v. The members shall elect a person from amongst themselves to Chair the Appellate Body. The Decision of the Appellate Body shall be by a simple majority of members present, with the Chair holding the casting vote.</p> <p>vi. Any appeal against the order of the Board/disciplinary committee shall be made within 10 days from the date of receipt of such order. The Appellate Body shall meet within 15 days of the appeal being lodged to consider such appeal and after due deliberation, may uphold, modify, or cancel the order passed by the Board. The Order of the Disciplinary Body and the action taken by them shall be in operation unless and otherwise rejected or stayed by the</p>	<p>Article 24(ii).</p> <p>iii. The word “Committee” was replaced with “Board” as the committee is not relevant here.</p> <p>iv. Paraphrasing, change in language, and grammatical errors have been corrected wherever required</p> <p>v. The following paras have been added as Article 24 (vii) and 24 (viii).</p> <p>“In the case where a member is suspended and the matter is pending with the Appellate Body, such a suspended Member shall not be entitled to enjoy the facilities of the HRC Recreation Chambers till the matter is disposed of by the Appellate Body.</p> <p>The order of the Appellate Body shall be final and binding on all parties”.</p>	<p>Further paragraphs have been added regarding the status of the member when the matter is pending with the Appellate Body and that the order of the Appellate Body is final and Binding.</p> <p>No other changes in the Article.</p>
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	Body, pending disposal of the Appeal, or on an interim application, if chosen to be filed by the suspended Member. During the operation of the punishment, the Member shall not be entitled to enjoy the facilities of the HRC Recreation Chambers.	Appellate Body. vii. In the case where a member is suspended and the matter is pending with the Appellate Body, such a suspended Member shall not be entitled to enjoy the facilities of the HRC Recreation Chambers till the matter is disposed of by the Appellate Body. viii. The order of the Appellate Body shall be final and binding on all parties.	No other changes in the Article.	No other changes in the Article.
Article 25 :: Rights, Privileges and Duties of Members (Previously Numbered as 23)				
25.	<p>ii. Members are entitled to prompt intimation of such decisions as may be made by the Board, which directly affect the Members by way of a general notification on the Notice Board of the Chambers (or through the periodical newsletter as and when they may be published regularly by the Board). Intimation shall be made individually by hand delivery or by registered post with acknowledgement at their address on record or through e-mail to their last known email address in respect of any decisions affecting any individual member or members. Change in their residential address, e-mail address if any, must be intimated to the Chambers by the members.</p> <p>v. Stand Members, Associate Members, Institutional Members, Dependent Members shall not have the right to participate in the General Body Meetings, but shall be entitled to enjoy all the facilities provided by the Chambers. Only Club Members are entitled to participate in the General Body Meetings.</p> <p>vi. Spouses of all categories of Members</p>	<p>ii. All such decisions as may be made by the Board, which directly affect the Members shall be promptly intimated by way of a general notification on the Notice Board of the Chambers and/or through the periodical newsletter as and when they may be published regularly by the Board. Intimation through e-mail to their last known email address in respect of any decisions affecting any individual member or members and by registered post with acknowledgment due to members whose email IDs are not recorded with the Chambers. Changes in their residential address, and e-mail address if any, must be intimated to the Chambers by the members.</p> <p>v. Except for Permanent and Associate Members, no other members are entitled to participate and vote in the general body meetings of chambers. All members referred under these Articles are entitled to enjoy all the facilities provided by the Chambers subject to conditions mentioned in these Articles.</p> <p>vi. Spouses of all categories of Members shall be admitted to all the privileges and facilities pertaining to that category</p>	<p>Para phrasing and correction of grammatical errors without changing the meaning of the existing Article.</p> <p>The words “and by registered post with acknowledgment due to members whose email IDs are not recorded with the Chambers.” Added in Article 25 ii</p> <p>The words “associate members” were deleted as they are entitled to vote at the general body meetings in Article 25 v.</p> <p>The words “They shall not be entitled to participate and vote in the General Body meeting” were added to Article 25 vi.</p> <p>The word “secretary” was deleted and “Chief Operating officer or such officer authorized by the Board” was added in Article 25 xiii.</p>	<p>Para phrasing and correction of grammatical errors without changing the meaning of the existing Article.</p> <p>The words “and by registered post with acknowledgment due to members whose email IDs are not recorded with the Chambers.” Added in Article 25 (ii).</p> <p>The words “associate members” were deleted as they are entitled to vote at the general body meetings in Article 25 v.</p> <p>The words “They shall not be entitled to participate and vote in the General Body meeting” were added to Article 25 (vi).</p> <p>The word “secretary” was</p>

	<p>shall be admitted to all the privileges and facilities pertaining to that category of membership, but strictly limited to the period for which the membership is accorded.</p> <p>xiii. No Member shall reprimand, abuse or punish any employee of the Chambers. Any Member aggrieved by any employee of the Chambers, shall enter a complaint in this regard in the Complaint Book or send such complaint by a separate letter/E-Mail addressed to the Secretary of the Chambers, who shall, on receipt of the same, enquire and take necessary action, subject to the disciplinary proceedings compliant in this regard.</p>	<p>of membership but strictly limited to the period for which the membership is accorded. They shall not be entitled to participate and vote in the General Body meeting.</p> <p>xiii. No Member shall reprimand, abuse orally or physically, or punish any employee of the Chambers. Any Member aggrieved by any employee of the Chambers, shall enter a complaint in this regard in the Complaint Book or send such complaint by a separate letter/E-Mail addressed to the Chief Operating Officer of the Chambers or such other officer as decided by the Board, who shall, on receipt of the same, enquire and take necessary action immediately, subject to the disciplinary proceedings compliant in this regard.</p>	<p>No other changes in the Article.</p>	<p>deleted and “Chief Operating Officer or such officer authorized by the Board” was added in Article 25 (xiii).</p> <p>No other changes in the Article.</p>
Article 27 :: Dress Code (Previously Numbered as 25)				
27.	<p>iii. Lungis, rubber slippers, sandals and chappals are not allowed in the premises of the Chambers. Members may however change to and use rubber slippers only in the Swimming Pool area.</p> <p>vii. The Chambers has the right to permit any attire associated with the traditions of the States of India, it so deems fit.</p>	<p>iii. Lungis, rubber slippers, sandals, and chappals are not allowed in the premises of the Chambers. However, such attire shall be allowed if the same are a part of the attire of their tradition and/or as decided by the Board. Members may however change to and use rubber slippers only in the Swimming Pool area.</p> <p>vii. The Chambers has the right to permit any attire associated with the traditions of the States of India and/or any other country, it so deems fit.</p>	<p>The words “however shall be allowed if the same are a part of the attire of their tradition and/or as decided by the Board” have been added</p> <p>The words “and/or any other country” were added to Article 27(vii).</p> <p>Para phrasing and correction of grammatical errors without changing the meaning of the existing Article.</p>	<p>The words have been added to include the attire of different traditions and foreign countries as well.</p>

Article 28 :: The General Body(Previously Numbered as 26)			
28.	<p>The General Body of the Chambers shall consist of the Permanent Members on the rolls of the Chambers and Permanent Honorary Members and is the source of all power in the Chambers.</p> <p>Provided however the General Body shall not interfere with the exercise by the Board of any of the powers specifically vested in the Board under these Articles.</p>	<p>The General Body of the Chambers shall consist of the Permanent Members of Hyderabad Race Club who opted to be members of the Chamber and all associate members of the Chambers. However, the General Body shall not interfere with the exercise by the Board of any of the powers specifically vested in the Board under these Articles.</p> <p>Note: A member shall be eligible to vote in general meetings only if all the amounts, fees, and dues have been fully cleared by the member and there are no outstanding dues.</p>	<p>Inserted: The General Body of the Chambers shall consist of the Permanent Members of Hyderabad Race Club who opted to be members of the Chamber and all associate members of the Chambers.</p> <p>Added: “Note: A member shall be eligible to vote in general meetings only if all the amounts, fees, and dues have been fully cleared by the member and there are no outstanding dues.”</p> <p>The composition of the General Body has been elaborated and the member shall not be eligible to vote if he/she has outstanding dues.</p>
Article 29 :: Annual General Meeting(“AGM”) (Previously Numbered as 27)			
29.	<p>The Annual General Meeting of the Chambers shall be conducted each year before the end of September each year to transact the following business:-</p> <ol style="list-style-type: none"> To consider and pass the audited statement of accounts for the preceding year. To consider and adopt the annual report on the activities of the Chambers. To appoint the auditors of the Chambers and fix their remuneration as per Section 139 of Companies Act, 2013, if any. To consider any other business with due notice and / or with permission of the Chair. 	<p>Subject to the provisions of the Companies Act, 2013, the Board shall call for an Annual General Meeting of the Club not later than 30th of September of each year to consider the following:</p> <ol style="list-style-type: none"> audited accounts of the Chambers for the year along with the report of the Auditors and the Board for the year, to elect the Directors on the Board in the office of those retiring, Appointment/re-appointment of Statutory Auditors as applicable and Such items/ businesses (ordinary/ special) as may be decided by the Chair and in compliance with the provisions of the Companies Act. <p>The meeting shall be held during business/ office hours as decided by the Board.</p> <p>The Annual General Meeting being convened,</p>	<p>The entire Article is replaced with a new Article mentioned herein.</p> <p>The Article is replaced with a new Article having elaborated details. This change has been done to bring more clarity and ensure the conducting of Annual General Meetings in compliance with the applicable provisions of the Companies Act.</p>

		the business transacted thereat and all related procedures and matters shall be in accordance and compliance with the applicable provisions of the Companies Act.		
	Article 30 :: Extra-Ordinary General Meeting (Previously Numbered as 28)			
30.	An extra-ordinary General Meeting may be called or convened by the Board: i. whenever the Board may think fit, or ii. On receipt of a written requisition from not less than 1/10 th Permanent Members on the rolls and eligible under Clause 2(xvii) above, specifying the purpose for which such extraordinary General Meeting is to be convened within 30 days from the receipt of such requisition. Provided that such a requisition in order to be valid shall clearly disclose the names, membership numbers, addresses and such other particulars of all the signatories as may be necessary to identify the signatories.	An extra-ordinary General Meeting may be called or convened by the Board: i. whenever the Board may think fit, or ii. On receipt of a written requisition from not less than 1/10 th Permanent Members and Associate members on the rolls, specifying the purpose for which such extraordinary General Meeting is to be convened within 30 days from the receipt of such requisition. Provided that such a requisition in order to be valid shall clearly disclose the names, membership numbers, addresses, and such other particulars of all the signatories as may be necessary to identify the signatories. The extra ordinary general meeting called by the Board or through requisition shall be conducted in accordance with the provisions of the Companies Act, 2013 as applicable	Added: Associate members in Article 30(ii). The extraordinary general meeting called by the Board or through requisition shall be conducted in accordance with the provisions of the Companies Act, 2013 as applicable	The New Article enables the Company to transact business in EGM as per the Companies Act.
	Article 31 : Notice of General Meetings (Previously Numbered as 29)			
31.	i. A Notice of 14 days (unless a shorter period consented to by all the members who are the Permanent Members) of every General Meeting specifying the place, date, hour of the meeting and the general nature of the business to be transacted thereat shall be given to such persons as are under these regulations entitled to receive such notice.	i. A Notice of 14 days (unless a shorter period consented to by all the members who are the Permanent Members and Associate Members) of every General Meeting specifying the place, date, hour of the meeting and the general nature of the business to be transacted thereat shall be given to such persons as are under these regulations entitled to receive such notice.	Added: Associate members in Article 31(i).	Associate members in Article 31(i). No other change in the Articles

Article 33 : Voting (Previously Numbered as 31)			
33.	All issues before the General Body shall be decided by a simple majority of members present and voting by show of hands, except any changes in Memorandum and Articles of Association, which shall be decided by 3/4 th majority of Permanent Members of the Chambers present and voting at the General Body	All businesses before the General Body meetings shall be decided by a simple majority of members present and voting by show of hands, except any changes in Memorandum and Articles of Association, which shall be decided by 3/4 th majority of Permanent Members and Associate Members of the Chambers present and voting at the General Body.	<p>The word “Issues” was replaced with “businesses”</p> <p>The word “businesses” is an appropriate word as per the Companies Act.</p>
Article 34 : Election of Associate Member Directors (Previously Numbered as 32)			
34.	<p>The Board shall mandatorily conduct the election to Nominate/Elect to the Board by the Associate Members within 45 days from the closure of every financial year.</p> <p>The election can be conducted either through a of the associate members or through electronic mode as the Board deems fit from time to time.</p> <p>The Club/Stand Members shall not be involved directly/indirectly in the above Election process.</p>	<p>The Board shall be responsible for mandatorily conducting elections to elect Associate Member Directors to the Board by Associate Members within 90 days following the end of each financial year.</p> <p>The election can be conducted either physically by way of a meeting of Associate members through a show of hands or secret ballot or EVMs or through electronic mode or in any other manner as the Chairperson deems fit from time to time in accordance with the applicable provisions of the Companies Act.</p> <p>The Permanent and Stand Members shall not be involved directly/indirectly in the above Election process.</p>	<p>Time period of 45 days increased to 90 days.</p> <p>The words “a show of hands or secret ballot or through electronic mode” were added to enable the Associate members to vote accordingly.</p> <p>The word “Club” was replaced with “permanent”.</p> <p>Para phrasing and correction of grammatical errors without changing the meaning of the existing Article.</p> <p>Time period of 45 days increased to 90 days.</p> <p>The words “a show of hands or secret ballot or through electronic mode” were added to enable the Associate members to vote accordingly.</p> <p>The word “Club” was replaced with “permanent”.</p> <p>Para phrasing and correction of grammatical errors without changing the meaning of the existing Article.</p>
Article 35: Election Process for Associate Member Directors (Previously Numbered as 33)			
35.	The contestants shall not initiate any campaign in any manner whatsoever for their nomination except as stated in Article 34(v) below.	The contestants shall not initiate any campaign in any manner whatsoever for their nomination except as stated in Article 35(v) above.	<p>Article 34(v) was replaced with Article 35(v).</p> <p>Due to the insertion of new articles, the number changed accordingly.</p>
Article 38: Board of Directors (Previously Numbered as 36)			
38.	The management of the affairs of the Chambers shall solely vest in the Board of Directors/ Stewards. The Board hereinafter referred to as	The management of the affairs of the Chambers shall vest solely in the Board of Directors of Chambers. The Board hereinafter referred to as	<p>The number of Directors reduced to 10.</p> <p>The Number of Directors reduced to 10</p>

	<p>the “Board of Directors/Stewards of Hyderabad Race Club” shall be the Directors of the Chambers till one year from the date of notification for admission for associate membership. Thereafter, the board shall comprise of up to 11 members as follows:</p> <ol style="list-style-type: none"> The Chairperson of Hyderabad Race Club shall be the Chairperson of the Board. Five Directors shall be nominated by the board of Hyderabad Race Club, of which, One Director will be the Government Nominated Director. Four Directors shall be nominated by the associate members of the Chambers through the election process. 	<p>the “Board of Directors of Hyderabad Race Club” shall be the Directors of the Chambers till one year from the date of notification for admission for associate membership. Following the above period, the Board of HRC Recreation Chambers shall consist of up to 10 members, and will have the following structure:</p> <ol style="list-style-type: none"> The Chairperson of Hyderabad Race Club shall be the Chairperson of the Board. Five Directors will be elected from amongst themselves by the Board of Hyderabad Race Club, out of which one Director shall be a Government Nominee. Four Directors will be elected from the Associate Members of the Chambers through the election process of the General Body, comprising solely of Associate Members who will be Directors of HRC Recreation Chambers’. 	<p>The words “of the General Body, comprising solely of Associate Members who will be Directors of HRC Recreation Chambers” were added.</p>	<p>Words added to bring in more clarity</p>
Article 39:: Term of Associate Members Directors (Previously numbered as 37)				
39	<p>The term of Associate Members Directors shall be as follows:</p> <ol style="list-style-type: none"> Four members shall be nominated to the Board by the associate members at their initial election. At the second election conducted for the purpose of nomination, two members shall retire by draw of lots and two new members shall be elected in the place of retiring members. Thereafter at every subsequent election 	<p>The term of elected Associate Member Directors shall be as follows:</p> <ol style="list-style-type: none"> Four members will be initially elected to the Board of HRC Recreation Chambers’ from the Associate Members, in accordance with Article 34. During the second election conducted for this purpose, two members will retire through a draw of lots, and two new members will be elected to fill the vacancies left by the retiring members. 	<ol style="list-style-type: none"> Inserted in accordance with Article 34 which deals with the election of associate member directors. Para Phrasing to give more clarity 	<p>Inserted in accordance with Article 34 which deals with the election of associate member directors.</p> <p>Para Phrasing to give more clarity</p>

	conducted for the purpose of nomination, two members who are longest in the office since their appointment shall retire and two members shall be nominated in the place of retiring members.	iii. Thereafter at every subsequent election conducted, two members who had the longest tenure in the office since their appointment shall retire and two members shall be elected in the place of retiring members.		
Article 42:: Composition of the Audit Committee (previously numbered as 49)				
42	<p>i. The committee shall comprise such members of the Board and two independent members drawn amongst the members having knowledge of accounts and capable of understanding the financial statements as may be decided by the Board from time to time.</p> <p>ii. The committee shall act according to the terms of reference as may be stipulated by the board from time to time.</p> <p>iii. The committee shall meet at least once in every quarter or at such time as may be requested by the board.</p>	<p>i. The committee shall comprise the Chairperson, two members of the Board, and two independent members drawn amongst the members having knowledge of accounts and capable of understanding the financial statements as may be decided by the Board from time to time. The Chairperson of the Board will act as the Chairperson of the Committee.</p> <p>ii. The committee shall act according to the terms of reference as may be stipulated by the board from time to time and in compliance with the provisions of the Companies Act.</p> <p>iii. The committee shall meet at least once in every quarter and at such time as may be requested by the board and submit its report to the ensuing Board Meeting.</p>	<p>i. Composition of Audit Committee defined.</p> <p>ii. Article replaced from 49 to 42.</p>	<p>There is a revision in the composition of the Audit Committee to strengthen the Committee in respect of their duties.</p> <p>This change is to bring more clarity in the number of members of the Audit Committee and also regarding the appointment of the Chairperson.</p>
Article 43: Internal Auditors (Newly Inserted)				
43.	Newly Inserted	<p>The Board shall appoint internal auditors for the Company in accordance with the provisions of the Companies Act.</p> <p>The internal auditors shall submit their reports on a quarterly basis or for such periods as decided by the Board.</p> <p>The internal audit report of the internal</p>	<p>The Board shall appoint internal auditors for the Company in accordance with the provisions of the Companies Act.</p> <p>The internal auditors shall submit their reports on a quarterly basis or for such periods as decided by</p>	<p>To strengthen the internal checks on the financial and other aspects of the Company, the Board has added clauses regarding Internal Audit, Internal Audit Report, period of</p>

		<p>auditors shall be submitted to the Audit Committee which shall discuss the same in their Audit Committee meeting.</p> <p>The Audit Committee shall submit/recommend the said Internal Audit Report along with their remarks, comments, or suggestions to the Board who shall discuss the same in their Board Meeting.</p> <p>All serious irregularities which have been pointed out by the Internal Auditors and which have not been rectified or which are material in nature as decided by the Board shall be disclosed in the subsequent Annual Report of the Company.</p> <p>The Audit Committee shall meet at such intervals as may be decided by the Board.</p>	<p>the Board.</p> <p>The internal audit report of the internal auditors shall be submitted to the Audit Committee which shall discuss the same in their Audit Committee meeting.</p> <p>The Audit Committee shall submit/recommend the said Internal Audit Report along with their remarks, comments, or suggestions to the Board who shall discuss the same in their Board Meeting.</p> <p>All serious irregularities which have been pointed out by the Internal Auditors and which have not been rectified or which are material in nature as decided by the Board shall be disclosed in the subsequent Annual Report of the Company.</p> <p>The Audit Committee shall meet at such intervals as may be decided by the Board</p>	<p>Internal Audit, and reporting of serious irregularities in the Annual Report</p>
	Article 44: Duties and Power of the Chairperson (previously numbered as 40)			
44.	<p>The Chairperson shall be overall in-charge of the Chambers and shall</p> <ol style="list-style-type: none"> preside over Board meetings and General Body Meetings During the interval between Board meetings, exercise all powers of the Board as may be required for the day to day management of the Chambers, including exercise of financial powers limited to a maximum of Rs.20,000/-, subject to ratification by the Board. make alternative arrangements for conduct of business in the absence of any of the office bearers, and 	<p>The Chairperson shall be overall in charge of the Chambers and shall</p> <ol style="list-style-type: none"> Preside over Board meetings and General Body Meetings. During the interval between Board meetings, exercise all powers of the Board as may be required for the day-to-day management of the Chambers, including the exercise of financial powers limited to a maximum of Rs.30,000/-, subject to ratification by the Board at the next Board Meeting make alternative arrangements for the conduct of business in the absence of any 	<ol style="list-style-type: none"> Financial powers of Rs. 20,000/- increased to Rs. 30,000/-. The words “subject to ratification by the Board at the next Board Meeting” were added to ensure the ratification of payment by the Board in the next meeting after the exercise of said financial powers. 	<p>The proposed change is self-explanatory.</p>

	<p>iv. ensure effective coordination among the office bearers and among the several boards and committees.</p> <p>v. Save as otherwise determined by the Articles of Association the Chairperson shall also have powers of general superintendence and direction of the affairs of the Board and may also exercise all powers and do all acts and things which may be exercised or done by the Board.</p>	<p>of the office bearers, and</p> <p>iv. ensure effective coordination among the office bearers and among the several boards and committees.</p> <p>v. Save as otherwise determined by the Articles of Association the Chairperson shall also have powers of general superintendence and direction of the affairs of the Board and may also exercise all powers and do all acts and things which may be exercised or done by the Board.</p>		
Article 45:: Duties and Powers of the Board (previously numbered as 41)				
45.	<p>ii. The Board shall at its absolute discretion frame rules and regulations for the management of the Chambers, to alter, amend or suspend such rules and regulations and generally to decide all matters which the Board is empowered to decide.</p> <p>iii. The Board shall appoint one or more persons as Patrons of the Chambers or as Honorary Members, in recognition of the services rendered by such persons to the Chambers.</p>	<p>ii. The Board shall, at its absolute discretion, frame Rules and Regulations, not inconsistent with the provisions of the Articles of Association, necessary for the management of the Chambers and alter, amend or suspend such Rules and Regulations and generally decide all matters which the Board is empowered to decide.</p> <p>iii. The Board may invite up to three persons to be Patrons, (Ex-Officio) of the Chambers and up to five persons who have been of great help to the organisation to be Honorary Members of the Chambers for a period of three years.</p>	<p>i. Para phrasing and correction of grammatical errors without changing the meaning of the existing Article.</p> <p>ii. “The Board may invite up to three persons to be Patrons, (Ex-Officio) of the Chambers and up to five persons who have been of great help to the organisation to be Honorary Members of the Chambers for a period of three years.”- Inserted to provide more clarity on the number of members of patrons and Honorary Members.</p> <p>The word “the” added to the heading.</p>	The proposed change is self-explanatory.
Article 46:: Chief Operating Officer and the General Manager(s) (previously numbered as 42):				
46.	<p>The Secretary/COO and the General Manager(s)</p> <p>The Secretary/COO shall be an overall in charge of the administration of the Chambers, under general supervision and authority of the Chairperson.</p>	<p>The Chief Operating Officer and the General Manager(s)</p> <p>The Chief Operating Officer shall be overall in charge of the administration of the Chambers, under the general supervision and</p>	<p>The word secretary was deleted from the heading.</p> <p>Existing Paragraphs have been replaced with new Paragraphs</p>	<p>The word secretary was deleted from the heading in order to avoid confusion with the word Secretary as defined under the Companies Act.</p>

	General Manager, Asst. Secretary (Admin), Asst Secretary (Services) or such other person(s) may be appointed by the board from time to time. The aforementioned personnel shall be directly reporting to the Board, Chairperson and the COO whenever authorised by the Board.	<p>authority of the Chairperson/Board. The COO shall have such powers, roles, responsibilities, and duties as may be decided by the Board. He shall be reporting to the Board.</p> <p>General Manager, Asst. General Manager (Admin), Asst. General Manager (Services) or such other person(s) may be appointed by the board from time to time. The aforementioned personnel shall be directly reporting to the Board, the Chairperson, or the COO as may be decided by the Board and exercise their duties, roles, and responsibilities at the direction of the Board. The said persons shall have such duties and powers as may be decided by the Board</p>	<p>The Chief Operating Officer shall be overall in charge of the administration of the Chambers, under the general supervision and authority of the Chairperson/Board. The COO shall have such powers, roles, responsibilities, and duties as may be decided by the Board. He shall be reporting to the Board.</p> <p>General Manager, Asst. General Manager (Admin), Asst. General Manager (Services) or such other person(s) may be appointed by the board from time to time. The aforementioned personnel shall be directly reporting to the Board, the Chairperson, or the COO as may be decided by the Board and exercise their duties, roles and responsibilities at the direction of the Board. The said persons shall have such duties and powers as may be decided by the Board</p>	Roles, responsibilities, powers and duties of COO and such other officers have been provided in the new articles.
	Article 47:: Duties and Powers of COO and General Manager(s) (previously numbered as 43):			
47.	The Secretary/COO or any other person appointed by the Board shall be the Chief Operating Officer of the Chambers and subject to the General decisions of the Board. The Board shall have a General manager(s) appointed to look after the day-to-day administration and of the chambers. The General Manager shall i. be responsible for the management of activities of the Chambers in accordance with the decisions of the Board and	The Board shall appoint a person as the Chief Operating Officer and shall have executive powers to look after the day-to-day administration and of the chambers under the supervision of the Chairperson and at the direction of the Board. The COO shall i. be responsible for the management of activities of the Chambers in accordance with the decisions of the Board and perform all such duties as are incidental to his office of powers entrusted by the	The word secretary was deleted wherever applicable. Para phrasing and correction of grammatical errors without changing the meaning of the existing Article. The words “having executive powers to look after the day-to-day administration and of the chambers	The word secretary was deleted in order to avoid confusion with the word Secretary as defined under the Companies Act Para phrasing, correction of grammatical errors and other changes without

	<p>xiii. entrusted by the Board from time to time. Inform promptly the Chairperson and COO of any urgent matter that effect the functioning of the chambers.</p> <p>xiv. The Secretary/COO is also responsible and shall also oversee the activities as mentioned hereinabove under sub-clauses ii, v and xii.</p>	<p>xiv. functioning of the chambers. The COO is also responsible and shall also oversee the activities as mentioned hereinabove under sub-clauses ii, v, and xii and other works designated by the Board.</p>		
Article 59 : Amendments (previously numbered as 56)				
59	<p>i. No amendment or alteration shall be made in Memorandum or Articles of the Chambers unless it is passed by 3/4th majority of its members present and voting at the General Body/ Extraordinary General Meeting convened for such purpose and confirmed by a similar majority at a subsequent EGM convened for such purpose.</p> <p>ii. The Chambers may be voluntarily dissolved if so decided in an Extra Ordinary General / Special Meeting convened for that purpose by a resolution for that effect being passed by not less than 3/4th of the total number of all categories of Members(except dependent category) on the rolls as on that day. On dissolution or winding up, the property and funds of the Chambers shall be transferred or handed over to Hyderabad Race Club or a Company incorporated under Section 8 of the Companies Act, 2013 or a society or a trust or an institution with similar aims and objectives or may be equally distributed among all</p>	<p>i. No amendment or alteration shall be made to the Memorandum or Articles of the Chambers unless approved by a 3/4th majority of its members present and voting at the General Body / Extraordinary General Meeting convened specifically for this purpose.</p> <p>ii. The HRC Recreation Chambers may be voluntarily dissolved upon Special Resolution to that effect passed by a 3/4th majority at a Special Joint General Meeting of Permanent Members of Hyderabad Race Club and Associate Members of HRC Recreation Chambers, present and voting, upon dissolution or winding up, the property and funds of HRC Recreation Chambers, shall be transferred or handed over, to Hyderabad Race Club or a Company incorporated under Section 8 of Companies Act, 2013 or a Society or Trust or a non-profit Institution having a similar aims and objectives.</p> <p>iii. All legal suits and proceedings involving the Chambers shall fall under the jurisdiction of the place where the</p>	<p>i. Words “confirmed by a similar majority at a subsequent EGM convened for such purpose” have been deleted.</p> <p>ii. The word “Joint General Meeting” has been inserted mentioning the class of members who are eligible for attending and voting at such joint general meeting</p>	<p>Words “confirmed by a similar majority at a subsequent EGM convened for such purpose” have been deleted.</p> <p>The word “Joint General Meeting” has been inserted mentioning the class of members who are eligible for attending and voting at such joint general meeting. Other minor changes without changing the meaning of this Article.</p>

	members(except dependent category) of the Chambers.	registered office of the Company is situated or such other place as may be decided by the Board.		
iii.	All suits and legal proceedings to the Chambers shall be within the jurisdiction of the city of Hyderabad.			

NOTE:

Due to the insertion of new Articles, the numbering of other Articles has also changed. Also, certain minor grammatical/punctuation errors have been corrected. The same has not been mentioned in this document as there are no other changes in the said Articles.

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DRAFT AOA FOR APPROVAL

THESE ARTICLES OF ASSOCIATION WERE ADOPTED IN SUBSTITUTION FOR AND TO THE ENTIRE EXCLUSION OF THE EARLIER ARTICLES OF ASSOCIATION AT THE EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON APRIL 29, 2022 AND FURTHER AMENDED FROM TIME TO TIME.

THEY HAVE NOW BEEN FURTHER AMENDED WITH THE APPROVAL OF THE BOARD IN ITS MEETING HELD ON FEBRUARY 16, 2025, AND THE APPROVAL OF THE REGISTRAR OF COMPANIES (ROC) VIA E-FORM GNL-1 (SRN: N28792356). THESE AMENDMENTS ARE SUBJECT TO THE APPROVAL OF THE SHAREHOLDERS AT THE ENSUING GENERAL MEETING. THE DRAFT OF THE SAME IS BELOW.

ARTICLES OF ASSOCIATION

OF

HRC RECREATION CHAMBERS

(COMPANY LIMITED BY GUARANTEE, NOT HAVING A SHARE CAPITAL AND NOT FOR PROFIT UNDER SECTION 8 OF COMPANIES ACT, 2013)

Number	Heading	Description
A. CONSTITUTION AND INTERPRETATION		
1.	Preliminary	<ul style="list-style-type: none">i. The reference herein to ‘Act’ is to the Companies Act, 2013 as amended thereto, from time to time and as applicable.ii. The headings are given for convenience and shall not affect the construction of these articles.iii. The Regulations contained in Table ‘H’ in Schedule I to the Companies Act, 2013 as amended from time to time in so far as they are applicable to this company subject to modification herewith contained.iv. Unless expressly mentioned elsewhere, articles 34 and 35 shall be effective from the end of one year from the date of notification for acceptance of associate membership.
2.	Interpretation	<p>In interpreting these Articles, the following expressions shall have the following meanings unless repugnant to the subjects or context.</p> <ul style="list-style-type: none">i. “The Company” or “this Company” or “Chambers” or “this Chambers” means “HRC RECREATION CHAMBERS”, a subsidiary of HYDERABAD RACE CLUB.ii. “Memorandum & Articles”, or “MOA & AOA”, means the Memorandum of Association and Articles of Association respectively of the Company as may be amended from time to time.iii. “The Office” means the Registered Office for the Company.iv. “The Registrar” means the Registrar of Companies, Hyderabad.v. “Member/(s)”, in general, shall mean a person who is duly elected to membership of the Chambers, under various categories of rules and regulations in Articles and is continuing as such on the relevant date but “Member” as per Clause 8 of Memorandum of Association of the company shall mean Permanent Members of Hyderabad Race Club (Holding Company).vi. “Person” means and includes an individual, proprietorship, partnership, corporation, company, unincorporated organisation, or any association, trust, or other entity, whether incorporated/registered or not.

Number	Heading	Description
		<p>vii. “Holding Company” means Hyderabad Race Club (HRC)</p> <p>viii. “Month” means Calendar Month.</p> <p>ix. “Year” means 1st April to 31st March of any Financial Year.</p> <p>x. “Arrears” shall mean and include any sum or sums due from or payable by members to the Hyderabad Race Club and/or HRC Recreation Chambers, as determined under these rules(including any Bye-Laws framed thereunder, or special or general order of the Board as permissible) which have been demanded by a general or individual intimation as the case may be from time to time, and not paid on or before the due date prescribed in the first valid demand for such dues and further include any dues accruing to that member’s account thereafter, provided that any grace period or time specified may be added to such date for this purpose.</p> <p>xi. “In Writing or Written” includes printing, lithography, and other modes of reproducing works in a visible form, including a properly attested thumb impression.</p> <p>xii. “Voting Member” shall mean Permanent Members and Permanent Honorary Members of the Chambers who can attend General Body Meetings and exercise their voting rights.</p> <p>xiii. “Non-Voting Members” shall mean and include members other than voting members of the Chambers as defined in these articles and shall be eligible to enjoy all the facilities provided by the Chambers except that he/she shall not be entitled to attend, speak or vote or seek election at the Member’s meetings of the Company unless otherwise stated herein these articles.</p> <p>xiv. “Patrons” means the Chief Minister of Telangana, the Governor of Telangana, and the Chief Justice of Telangana, collectively or individually, in their official capacities.</p> <p>xv. “Prohibited Games” shall mean games prohibited under the law of the land.</p> <p>Words importing persons include Corporations, Firms, and Associations. Words importing the singular number include the plural and vice-versa. Words importing the masculine gender include the feminine gender and vice-versa.</p>
B. CLASSES OF MEMBERS AND THEIR MATTERS		
3.	Classes of Membership	<p>The classes of memberships are as under:</p> <p>i. The Signatories to the Memorandum of Association.</p> <p>ii. All the Club Members of Hyderabad Race Club (All Club Members of Hyderabad Race Club will automatically become Permanent Members of the Chambers).</p> <p>iii. Permanent Honorary Members</p> <p>iv. Stand Members-Stand Members shall mean designated Stand Members of Hyderabad Race Club.</p> <p>v. Patrons (Ex. Officio)- Patrons of Hyderabad Race Club</p> <p>vi. Honorary Members- 25 Members</p> <p>vii. Associate Members- 1500 Members as elected by the Board, which can be increased at the Board’s discretion from time to time.</p> <p>viii. Institutional Members- 100 Members.</p> <p>ix. Long Term Temporary Members (LTTM) – 300 Members.</p> <p>x. Short Term Temporary Members (STTM) – 100 Members.</p> <p>xi. Dependent Members.</p> <p>xii. Service Personnel Membership</p>

Number	Heading	Description
		<p>xiii. Widow Or Widower Of Permanent / Stand And Associate Member</p> <p>Other than the members belonging to the first three classes mentioned above, the remaining classes are Non-Voting Members. Election to any type of Membership and the privileges or obligations attached to such membership shall be regulated as prescribed under the relevant Clauses of these Articles.</p> <p>The Board may, in the interest of the Chambers, increase/decrease any class of members at their discretion from time to time, except for the first three classes of members.</p>
4.	Permanent Members	<p>“Permanent Members” shall mean and include:</p> <ol style="list-style-type: none"> The Signatories to Memorandum of Association of the Chambers. Any Club Member(s) elected by the Hyderabad Race Club shall automatically be eligible for Permanent Membership of the Chambers with voting rights and without payment of Non-Refundable Infrastructure Development fund to the Chambers.
5.	Permanent Honorary Members	<p>“Permanent Honorary Member” shall mean a person who has been a Permanent Member of the Hyderabad Race Club continuously for a period of 50(Fifty) years or more.</p> <p>The widow/widower of any Permanent Honorary Member will be exempted from the payment of monthly/periodic subscriptions from the date on which the Permanent Member would have become an Honorary Member had he or she been alive.</p>
6.	Honorary Members	<ol style="list-style-type: none"> The Board may invite eminent persons who in the opinion of the Board have contributed to the State and the Nation and whose services have been recognized by the State and Central Government, to become Honorary Member without contributing to the Non-Refundable Infrastructure Development Fund and without payment of monthly/periodical subscriptions. The number of Honorary members in this category at any time shall not exceed 10 (ten) members. The Widow or Widower of an Honorary Member shall be exempted from the payment of monthly/periodical subscriptions.
7.	Associate Member	<ol style="list-style-type: none"> Any individual, who is interested in the aims and objectives of the Chambers or is desirous of utilising its facilities, may, on application and at the discretion of the Board, be elected to Associate Membership upon payment of prescribed Non-Refundable Infrastructure Development Fund and any such other Non-Refundable Funds/Subscriptions/Charges/Fees as may be prescribed by the Board, from time to time. Associate Members shall have the right to participate and vote in the general meetings of the Chambers.
8.	Institutional Members	<ol style="list-style-type: none"> Any Body Corporate or Corporation or any other duly registered Institution with a net worth of not less than ₹ 25,00,00,000/-(Rupees Twenty Five Crores Only) or annual turnover of not less than ₹ 40,00,00,000/-(Rupees Forty Crores Only) may at the discretion of the Board be admitted to Institutional Membership of the Chambers on payment of such Non-Refundable Infrastructure Development Funds and Monthly/Periodical Subscription/Charges. The tenure of the Institutional Membership shall not be less than 6 months and shall not exceed 10 (ten) years from the date of admission.

Number	Heading	Description
		<p>iii. Every Institutional Member may nominate up to Three nominees/ Six nominees/ Nine nominees from their directors or Members of their Senior Management to avail of the facilities of the Chambers.. The Board at its discretion may increase/decrease the number of Institutional Members Nominations.</p> <p>iv. The Institutional Members, based on the number of nominees, shall pay towards such Non-refundable Infrastructure Development Funds/Subscriptions/Charges/Fees, Monthly/Periodically as prescribed by the Board from time to time.</p> <p>v. The Institutional Member can change its nominees for any justified reason and apply to the Chambers for the election of a fresh nominee whose term shall be limited to the unexpired period of the changed member subject to the approval of the Board.</p>
9.	Long Term Temporary Members (LTTM)	<p>An individual</p> <ol style="list-style-type: none"> employed in a transferable job and temporarily residing in any urban agglomeration in the State of Telangana, <p>may, at the discretion of the Board, be granted Long Term Temporary Membership.</p> <p>This membership will be for a period of 36 months, commencing from the first day of the month following the month of admission.</p> <p>Upon admission, the individual shall pay applicable subscription charges and necessary contributions to the Non-Refundable Infrastructure Development Fund along with all taxes as applicable.</p> <p>All other fees, payable Monthly or Periodically as per the existing Board guidelines for using the facilities of the Chambers shall be paid by the elected individuals.</p> <p>Any extension beyond the initial 36-months term shall be at the discretion of the Board subject to fresh payment towards Non-Refundable Infrastructure Development Fund and Subscriptions/Charges, as determined by the Board at the relevant time. The extension shall be for a period of 36 months and they will be entitled to use the facilities of the Chambers.</p> <p>Members with such status will not have the privilege to attend or participate in any Chambers meetings and further will not possess any voting rights.</p>
10.	Short Term Temporary Members (STTM)	<p>An individual</p> <ol style="list-style-type: none"> employed in a transferable job and temporarily residing in any urban agglomeration in the State of Telangana, <p>may, at the discretion of the Board, be granted Short-Term Temporary Membership.</p> <p>This membership will be for a period of 3 months, commencing from the first day of the month following the month of admission.</p> <p>Upon admission, the individual shall pay applicable subscription charges and necessary contributions to the Non-Refundable Infrastructure Development Fund along with all taxes as applicable.</p> <p>All other fees, payable Monthly or Periodically as per the existing Board</p>

Number	Heading	Description
		<p>guidelines for using the facilities of the Chambers shall be paid by the elected individuals.</p> <p>Any extension beyond the initial 3 (Three) months term shall be at the discretion of the Board subject to fresh payment towards Non-Refundable Infrastructure Development Fund and Subscriptions/Charges, as determined by the Board at the relevant time. The extension shall not be for a period more than 3 (Three) months and they will be entitled to use the facilities of the Chambers.</p> <p>Members with such status will not have the privilege to attend or participate in any Chambers meetings and further will not possess any voting rights.</p>
11.	Dependent Members	<p>i. An unmarried Son or Daughter, below the age of 21 years, of any Class of Members including the Nominees of Institutional Members of the Chambers shall be a Dependent Member.</p> <p>ii. Dependent Member will be allowed to utilise the facilities of the Chambers upon payment of Non-Refundable Infrastructure Development Fund, Monthly/Periodical Subscriptions, and other Charges if any, as may be prescribed, by the Board from time to time. Dependent membership shall cease on attaining the age of 21 years or on getting married, whichever is earlier.</p> <p>iii. The members of the Chambers shall not sponsor more than two Dependent Members from their family at any given point of time, and Dependent Members are not allowed to introduce Guests.</p>
12.	Service Personnel Membership	<p>At the discretion of the Board of HRC Recreation Chambers, the following Persons who are in service or who have retired from service are eligible to become Service Personnel Members under this category</p> <ul style="list-style-type: none"> - Hon'ble Supreme Court Judges / Hon'ble High Court Judges - Armed Forces (Lt. Colonel and above Cadre) - Indian Defence Estate Service (CEO and above Cadre and of equal rank in other defence services) - Indian Revenue Service (Addl. Commissioner and above Cadre) - Indian Forest Service (Addl. Conservator & above Cadre) - Indian Foreign Service (Ambassador or officials of Indian Foreign Service with minimum 8 years of service) - Indian Administrative Service (Minimum 8 years of service) - Indian Police Service (Minimum 8 years of service) - any individual who has rendered exceptional service acknowledged by both the Central and State Governments, specifically in the fields of Education, Arts, Sports, medicine, and Social Services- <i>(The number of members under this specific category shall not exceed 25 or such number as decided by the Board)</i> - and also Padma Awardees.

Number	Heading	Description
		<p>The tenure for these Members shall be three years upon payment of a Non-Refundable Infrastructure Development Fund, subscription fees, and/or other fees as decided by the Board from time to time. Renewal of membership is at the sole discretion of the Board, subject to payment of a Non-Refundable Infrastructure Development Fund, subscription fees, and/or other fees as decided by the Board from time to time. The term of office for each renewal shall also be three years.</p> <p>Such members will have access to all facilities provided by the Chambers except the right to participate and vote in Chambers Meetings. They are not eligible to attend or seek election at Chamber Meetings.</p> <p>These members may opt to become Associate Members by paying the applicable difference amount in the Entrance Fee. This difference can be paid in five equal installments within one year. Upon full payment of the total difference amount, they shall be entitled to all the privileges and facilities available to Associate Members."</p>
13.	Widow Or Widower of Permanent / Stand and Associate Member	<p>The Board may, at its discretion, invite the spouse (widow or widower) of a Permanent/ Stand and Associate Member to join under this special category.</p> <p>Such Member will be required to pay only 50% of the prescribed subscription. Under this category, a maximum of two dependents are eligible, with the dependent age restricted to 21 years.</p> <p>However, if the spouse of a deceased Permanent / Stand and Associate Member remarries, both the spouse and any dependent members will forfeit their eligibility to avail any benefits from the Chambers.</p> <p>Under this category, they shall have access to all Chambers facilities, except voting rights, and will not be eligible to attend or seek election at Chamber Meetings.</p>
14.	Admission to Membership	<p>No person shall be elected to any class of membership of the Chambers unless the following conditions are fulfilled:</p> <ol style="list-style-type: none"> An application shall be made in a prescribed form duly filled and signed by the candidate, along with a Proposer and Seconder, both of whom must be permanent or associate members of the Chamber except in case of admission for Widow Or Widower Of Permanent / Stand And Associate Member. However, such application shall be deemed invalid if either the Proposer or Seconder is disqualified under Article 21 or Article 22, as on the date of application. An applicant must be at least 21 years of age to be eligible for any class of membership, except in the case of Dependent Membership. In case the Board decides, the Candidates applying for Institutional Membership, Associate Membership, Long-Term Temporary Membership, Short-Term Temporary Membership, Dependent Membership, or Service Personnel membership (except for children under 12 years) may be required to deposit a specified amount or provide a guarantee, as determined by the Board from time to time. This deposit is in addition to any obligations imposed on the Proposer and Seconder by these Articles. The application form shall be issued by the

Number	Heading	Description
		<p>office at the discretion of the Board, on receipt of a written requisition, and on payment of such Non-Refundable Registration Fee as prescribed from time to time.</p> <p>iv. The Proposer and Secunder shall verify the correctness of the particulars of the applicant before they propose or second such application. Suppose at any time, it is discovered that the information given by the candidate is incorrect, the Board may reject the application of the candidate and/or disqualify the member proposed/seconded and take action as it deems fit under Article 22 against the proposer/secunder. No member of the Board shall propose or second an application of a candidate for membership in any class.</p> <p>v. If the applicant is not introduced as per these Articles on the date fixed for considering his/her application, their application will be deferred to the next meeting.</p> <p>vi. On failure to be introduced at the second meeting, his/her application will stand relegated to the end of the registered list of applicants on that date.</p> <p>vii. On failure to be introduced at the third meeting, his/her application will stand deleted from the list of registered applicants.</p>
15.	Admission of members by Nominated Institutional Members	<p>i. The nominees of the Institutional Members shall be admitted upon submission of the requisite application form. Such information about the nominees shall be furnished in such form and manner as the Board may have laid down from time to time.</p> <p>ii. The Board may proceed to screen the nominees and may decline or accept any or all of them at its discretion.</p> <p>iii. Any action of of the nominees of the Institutional Members shall be deemed to be that of the Corporate/Institutional Member and any consequences arising from such actions shall apply to the Institutional Member without any further notice or procedural steps being required; provided further that where, in the opinion of the Board, the conduct of any nominee's of any Institutional Member is such to warrant removal or expulsion, the Board may at its discretion decide on the action to be taken against the nominee's personally or against the Institution itself or both, based on the facts/circumstances of the case.</p> <p>iv. Nominees of Institutional Members may nominate up to two dependents.</p> <p>v. Institutional Members are allowed to nominate only those persons who are on their Board/Decision Making Authority or KMPs or Senior Management or permanent employees of the institution or such persons as approved by the Board.</p>
16.	Application process for Admission of Permanent and Stand Members of Hyderabad Race Club	<p>i. Permanent Members and Stand Members of Hyderabad Race Club intending to use the facilities of the Chambers shall not be in arrears to the Hyderabad Race Club and HRC Recreation Chambers at any point of time and in any manner. Further, such members shall be required to produce a clearance certificate from the Hyderabad Race Club from time to time to the effect that the applicant is</p> <p>a. A Permanent Member or Stand member of Hyderabad Race Club;</p> <p>b. Not in arrears to the Hyderabad Race Club under its articles, Byelaws, or Rules including but not limited to Non-Refundable Infrastructure Development fund, Subscriptions, Unpaid forfeit list</p>

Number	Heading	Description
		<p>dues, and any other amounts;</p> <p>c. Not involved in any dispute, arbitration, or litigation with Hyderabad Race Club, which will likely affect his membership status or financial liability to the Hyderabad Race Club.</p> <p>ii. If such a certificate discloses that the applicant does not meet the requirements in respect of clause i(b) or i(c) above, the application shall be returned, and the candidate will be required to resubmit his application after the arrears are cleared or other disputes have been settled, as certified by Hyderabad Race Club.</p> <p>iii. On receiving such an application with a clearance certificate from Hyderabad Race Club concerning the issues mentioned in clause (i) signed by a duly authorised officer, the Board shall admit the applicant as a Permanent Member or a Stand Member, as the case may be.</p>
17.	Application process for Admission of other classes of members of Hyderabad Race Club	<p>Application for all classes of Membership (excluding Permanent and Stand Membership) of Hyderabad Race Club shall be dealt with in the manner laid down in these Articles/clauses, subject to the following mandatory provisions:</p> <p>i. Every valid application after scrutiny, shall be individually considered in a regularly convened meeting of the Board when the applicant shall be introduced to the Board by his proposer and seconder.</p> <p>ii. If a candidate's application for any class of membership is not considered or he has not been elected, no further application from such candidate for the said membership or any other membership of the Chambers shall be accepted for a period of 12 months from the date of such rejection. Furthermore, he shall not be permitted to attend as a guest during the 12-month period.</p> <p>iii. No Permanent Member may propose or second any applicant for membership unless he has been on the rolls as a permanent member of Hyderabad Race Club for three years, except for proposing his children as Dependent Members.</p> <p>iv. No Permanent Member, can propose or second more than ten persons during one calendar year. This Article shall not be applicable for the first two years from the date of notification of the receipt of proposals by the chambers. After the expiry of two years, Associate members can propose or second up to ten persons during one calendar year.</p>
18.	Admission and Subscription	<p>i. Admission:</p> <p>a. All the members elected by the Board of the Chambers shall pay the Non-Refundable Infrastructure Development Fund and/or any other fund(s) as may be decided and notified by the Board from time to time.</p> <p>b. Non-Refundable Infrastructure Development Fund does not apply to Patrons, Honorary Members, Dependent Members below the age of 12 and Permanent Honorary Members of the HRC Recreation Chambers.</p> <p>c. All Permanent and Stand Members of Hyderabad Race Club are exempted from paying Non-Refundable Infrastructure Development Fund Only.</p> <p>ii. Subscription:</p> <p>a. Monthly/periodic Subscriptions as prescribed by the Board from time to time for all classes of memberships of the chambers, shall be paid by all the members monthly/periodically.</p> <p>b. However, Subscriptions are not applicable for:</p> <ul style="list-style-type: none"> The Patrons and Honorary members of the Chambers,

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		<ul style="list-style-type: none"> • A Member who has been a Club Member of the Hyderabad Race Club continuously for 50 years or more <p>iii. The spouse of the deceased permanent member and his/her two Dependent Members will be required to pay only 50% of the prescribed Subscriptions. However, if the spouse of the deceased permanent member re-marries, he/she along with his/her dependent members forgo all the benefits of the Chambers whatsoever.</p> <p>iv. However, all permanent members, stand, and associate members above the age of 70 shall pay 50% of Subscriptions as prescribed by the Board from time to time.</p> <p>v. The Board is fully empowered to fix and levy /apply such subscriptions or tariffs or charges in respect of all amenities, facilities, services, supplies, entertainment, social gatherings, or any other programs that may be arranged for members of the Chambers and the Board's decision in this regard shall be final and binding, provided that:</p> <ol style="list-style-type: none"> a. Such funds/subscription/charges etc., as fixed by the Board from time to time, shall apply only to members who avail x'the corresponding facilities etc. b. All Admission/Entrance Non-Refundable Infrastructure Development Fund, Subscriptions and other Funds/Subscriptions/charges fixed for availing of the facilities as prescribed by the Board from time to time shall not be revised downwards from the existing level currently charged. c. The Board shall have the power to stipulate the maximum credit facility that the Members could avail of, including revision of the same from time to time.
19.	Default payments in	<p>i. If a member is in arrears for 30 days regarding any dues to the Chambers, all credit facilities will be immediately discontinued, and the member's name will be prominently displayed on the defaulter list on the Notice Board. Simultaneously, the Chief Operating Officer or any other person authorized by the Board will issue a notice to the member, by post and/or by electronic means informing the outstanding dues and requesting full payment within another 30 days from the service of such notice.</p> <p>ii. If the arrears are not settled within the specified period, the name of the member concerned shall continue to be posted/displayed in the defaulters list on the Notice Board.</p> <p>iii. Members are responsible for ensuring their current address is accurately recorded in the Chambers' records. If a notice served by post or by electronic means, could not be delivered or returned undelivered due to a change of address or non-availability of the member at that address, it shall be deemed as duly served. If a Member fails to clear the dues within 30 days of service of notice, then he shall cease to be a member of the Chambers.</p> <p>v. However, if the defaulter satisfactorily explains their situation to the Board and pays the entire outstanding amount, along with a Rs. 10,000/- penalty towards the Non-Refundable Infrastructure Development Fund, within a period of 3 months from the date of service of notice, their membership can be reinstated.</p> <p>vi. The Board reserves the right to take necessary steps for the recovery of debts owed by defaulting members. Any outstanding debt owed by a member to the Chambers may be included in the member's bill at any time, regardless of its origin in the usual course of enjoying chamber amenities.</p>

Number	Heading	Description
		In case of default in payment of such sums, and upon failure to remedy the default within the 30 days of serving of notice by the Chambers, the member will forfeit all rights, privileges, advantages, and conveniences associated with membership. The member's name will be prominently posted on the Notice Board, leading to the cessation of membership, and the name will be promptly removed from the Register of Members of the Chambers.
20.	Withdrawal of Membership	Any member who intends to withdraw from the membership of the Chambers shall give clear notice of 30 days of their intention to the Chief Operating Officer or such officer authorized by the Board of the Chambers and shall immediately cease to utilise the facilities of the Chambers. The withdrawal of membership shall be effective from the date of its acceptance by the Board or the date of expiry of the notice period, whichever is earlier. A member who intends to withdraw as above shall be liable to pay/clear all dues, if any, to the Chambers and shall not be entitled to a refund of any funds, subscriptions or donations paid/contributed by the member concerned. The Board is entitled to take legal action/proceedings, if considered necessary, to recover any dues from such Member.
21.	Cessation of Membership	<p>i. The Membership of any class shall be deemed to have ceased if any member:</p> <ol style="list-style-type: none"> Dies or resigns, or is insolvent or declared undischarged insolvent by the competent Authority under any applicable law of the land. is of unsound mind, or is declared a defaulter and removed from the rolls under these Articles as amended from time to time, or is the subject of a Country at War with India, or is found guilty by a competent Court for a criminal offense involving gross misconduct or moral turpitude, and the conviction for such offense has become final, or is found guilty of a fraudulent practice or involved in gross misconduct or moral turpitude in any similar Organisation, Institution, or Club. <p>ii. Any Institutional Membership shall be deemed to have ceased if any such institution is wound up or goes into liquidation or upon initiation of insolvency proceedings under the Insolvency and Bankruptcy Code, 2016, or ceases to exist in any manner or loses its identity by way of merger or any other legal process of Government action or the Institution withdraws its Membership. In any of these cases, Non-Refundable Infrastructure Development Funds and other funds/subscriptions and charges, whichever has been paid/contributed by the Institutional member, shall not be refunded.</p> <p>iii. A Permanent Member or Stand Member shall cease to be a Member or Stand Member of the Chambers if such member ceases to be a Member of Hyderabad Race Club. However, cessation of Membership of Hyderabad Race Club under this clause will not invalidate their application for Membership at HRC Recreation Chambers under Article 16.</p>
22.	Expulsion of Membership	i. The Board, in its absolute discretion, reserves to itself the right of suspending, penalising or removing any member in case the conduct of such Member within premises of the Chambers appears, in the opinion

Number	Heading	Description
		<p>of the Board, to be unbecoming of a gentleman or is derogatory to the regulations of the Chambers or where such conduct has disturbed or appears likely to disrupt the order and harmony of the Chambers or infringes the rights and privileges of the other members or in case of any severe infraction of the rules, articles, and bye-laws.</p> <p>ii. The Board may take direct cognizance thereof or act on a complaint, and after due inquiry, shall exonerate or penalise by fine and/or partially deprive such member of privileges, and/or suspend or remove him as the case may be after giving member concerned a fair opportunity of being heard by way of a representation in writing and /or by way of an oral hearing if he so desires regarding the allegations against him.</p> <p>iii. The decision of the Board shall be final. However, where the situation calls for immediate action, to ensure a smooth functioning of the Chambers or maintenance or enforcement of discipline, the Chairperson or in the absence of the Chairperson, the other Office Bearers (Directors) shall immediately initiate the action so required. Any such action taken under the proviso shall be placed before the next meeting of the Board for its approval.</p> <p>iv. No such action taken by the Chairperson shall be challenged before the Court of law and more specifically in the name of the person holding charge as the Chairperson since such action is taken by virtue of his/her holding the office of the Chairperson and not in his/her personal capacity. Violation in this regard shall attract further disciplinary action.</p>
23.	Disciplinary Body	<p>i. The Board shall be the disciplinary body and shall decide on the disciplinary proceedings brought before it. The Board shall deal with all the matters including, but not limited to, the breach of rules and regulations, code of conduct, breach of Chambers' etiquette, complaints against Members, complaints in relation to the conduct of games, tournaments, complaints in relation to damages caused to the property of Chambers or any other issue concerned with maintaining the harmony, discipline, and etiquette of the Chambers.</p> <p>ii. The Board may also, suo moto take up any issue relating to any of the above and act upon it. Where an issue is brought to the notice of the Board or is taken up suo moto by it, the Board is empowered to immediately suspend the member for a period not exceeding 45 days pending inquiry and the decision of the Board in this regard, shall be final.</p> <p>iii. The Board shall cause a written notice to be sent to the Member by registered post/E-Mail to his/her last known address/E-Mail Address, setting forth the complaint of charge and also stating the date on which the Board shall consider any explanation or defense in respect of his / her conduct, which he/she may choose to submit either orally or in writing. The Board, at its meeting on such date, shall consider the explanation, if any given by the Member, and decide whether the same is satisfactory or not. If such explanation is found satisfactory, the Board shall inform the Members of its acceptance and the order of suspension, if any, issued against such member shall be cancelled with effect from the date of such order.</p> <p>iv. If in the opinion of the Board, the explanation received is not satisfactory, the Board shall, in its absolute discretion forthwith issue by way of speaking order:</p> <p>a. A warning to a member and if an order of suspension had been issued, such order shall stand cancelled from the date of such</p>

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		<p>warning.</p> <p>b. An order of suspension or continuance of the suspension already in force, and the Member shall be informed accordingly. In no case shall the total period of suspension exceed six months. Any member who has been suspended for more than two terms of six months each shall automatically be expelled from being a Member.</p> <p>c. Recommendation for the expulsion of the Member from the membership of the Chambers shall be referred to the General Body Meeting of the Chambers. On consideration of the complaint or charge, the explanation of the member, and all other available materials and facts, the General Body may expel the Member by 3/4th majority of the members present and voting at the meeting.</p>
24.	Appellate Body	<p>i. The Board shall appoint an Appellate Body comprising of five members of which three shall be from among the Permanent members of the Chambers and two shall be from among the Associate members of the Chambers.</p> <p>ii. The Board shall consider the Permanent members for Appellate Body from and amongst any senior members having atleast 20 years standing in Hyderabad Race Club or Past Chairperson, Retired Judges or Senior Lawyers having atleast 20 years of experience in their profession. In nominating the Associate Members for the Appellate Body, the Board shall consider only from and among the retired judges or senior lawyers having at least 20 years of experience in their profession and have been Members of the chambers.</p> <p>iii. The Appellate Body shall adjudicate on any appeal made by any Member(s) or Associate(s) who is/are aggrieved by any order of suspension/punishment passed by the Board. The quorum of the Appellate Body shall be three Members of which two shall be permanent members and one shall be an Associate Member. The tenure of the Appellate Body shall be One Year.</p> <p>iv. The members shall elect a person from amongst themselves to Chair the Appellate Body. The Decision of the Appellate Body shall be by a simple majority of members present, with the Chair holding the casting vote.</p> <p>v. Any appeal against the order of the Board/disciplinary committee shall be made within 10 days from the date of receipt of such order. The Appellate Body shall meet within 15 days of the appeal being lodged to consider such appeal and after due deliberation, may uphold, modify, or cancel the order passed by the Board. The Order of the Disciplinary Body and the action taken by them shall be in operation unless and otherwise rejected or stayed by the Appellate Body,</p> <p>vi. In the case where a member is suspended and the matter is pending with the Appellate Body, such a suspended member shall not be entitled to enjoy the facilities of the HRC Recreation Chambers till the matter is disposed of by the Appellate Body.</p> <p>vii. The order of the Appellate Body shall be final and binding on all parties.</p>
25.	Rights, Privileges and Duties of Members	<p>i. Every Member in good standing as determined by the Board, shall be eligible to avail various facilities, amenities, services, and supplies made available by the Chambers and to participate in the activities of the Chambers provided that:</p>

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		<p>a. He pays a designated fund, subscriptions, tariff charges etc., for any particular facility etc., as determined from time to time and in the manner prescribed by the Board.</p> <p>b. The Board may in the interest of economic and efficient management of the Chambers, limit the period, hours or days on which any specific facilities, amenities, services or supplies may be made available.</p> <p>c. The Board may otherwise exercise such control over the users or terms of use of such facilities etc., as may be expedient or necessary in the larger interests of the Chambers.</p> <p>ii. All such decisions as may be made by the Board, which directly affect the Members shall be promptly intimated by way of a general notification on the Notice Board of the Chambers and/or through the periodical newsletter as and when they may be published regularly by the Board. Intimation through e-mail to their last known email address in respect of any decisions affecting any individual member or members and by registered post with acknowledgment due to members whose email ids are not recorded with the Chambers. Changes in their residential address, and e-mail address if any, must be intimated to the Chambers by the members.</p> <p>iii. Members are entitled to regular monthly bills, reflecting the dues by way of subscriptions, funds, service charges, etc., by such date as may enable them conveniently within a reasonable time to settle their dues on the dates prescribed, as may be laid down in the Articles from time to time. Members are entitled during working hours of the office of the Chambers to inspect and satisfy themselves on the state of their accounts. Members may during the working hours pay such amounts as advance into their accounts as they desire and the Chambers shall debit their respective dues to such advances and furnish to the Members a statement of balances together with their bills.</p> <p>iv. Members shall be entitled to receive on admission a copy of the Memorandum, Articles, Rules, and the Bye-Laws of Chambers in force subject to costs thereof, as determined by the Board, being debited to his account. All amendments to the Memorandum, Articles, rules or bylaws shall be duly furnished to each member on payment of specified charges.</p> <p>v. Except for Permanent and Associate Members, no other members are entitled to participate and vote in the general body meetings. All members referred under these Articles are entitled to enjoy all the facilities provided by the Chambers subject to conditions mentioned in these Articles.</p> <p>vi. Spouses of all categories of Members shall be admitted to all the privileges and facilities pertaining to that category of membership but strictly limited to the period for which the membership is accorded. They shall not be entitled to participate and vote in the General Body meeting.</p> <p>vii. Children of all categories of Members, who are below the age of 12 years, may be permitted to avail only such facilities, amenities, etc., of the Chambers as determined by the Board and subject to such conditions as the Board may prescribe. No general monthly subscriptions may be charged towards facilities availed by the children, but funds/charges, etc for specific facilities/amenities at such rates as may be fixed by the Board from time to time for children shall be levied.</p> <p>viii. No property of the Chambers shall be removed from the premises of Chambers without prior authorization or permission of the Board.</p>

Number	Heading	Description
		<p>ix. Members of affiliated Centres/Turf Authorities/visitors may use the facilities, amenities, etc., of Chambers for a period not exceeding 30 days during a calendar year on payment towards the fund/charges as determined by the Board and they shall settle all their dues by cash coupons or smart cards.</p> <p>x. No Member shall interfere with the duties of any of the Members of the Board or the employees of the Chambers.</p> <p>xi. No member shall play any prohibited Games on the premises of the Chambers.</p> <p>xii. Every member of the Chambers shall conduct himself/herself with decorum in the premises of the Chambers. In the event of disciplinary action against any of the Members or default by any Member in conducting himself/ herself, he/she shall be declared ineligible to apply for membership for a minimum period of 2 years from the date of such action/default.</p> <p>xiii. No Member shall reprimand, abuse orally or physically, or punish any employee of the Chambers. Any Member aggrieved by any employee of the Chambers, shall enter a complaint in this regard in the Complaint Book or send such complaint by a separate letter/E-Mail addressed to the Chief Operating Officer of the Chambers or such other officer as decided by the Board, who shall, on receipt of the same, enquire and take necessary action immediately, subject to the disciplinary proceedings compliant in this regard.</p> <p>xiv. Employees of the Chambers are strictly forbidden from accepting any tips or bribes from any Member or Guest. Any Member found distributing tips or bribes to any employee of the Chambers will be fined a sum of Rs. 250/- for the first instance and Rs. 1,000/- and suspension of membership for one week for the second instance. Members and Guests are advised to put tips in the designated Box. In case of any further instances, the Board shall take appropriate action on such member as it may deem fit and proper.</p> <p>xv. Members wishing to show their appreciation for the services rendered, may place their donations/tips in the staff gratuity box.</p> <p>xvi. Every Member shall accept and observe the provisions of these Articles of Association made thereunder and shall comply with the orders or rulings of such authorities of the Chambers as may be compliant in this regard, and any failure to do so shall make a Member liable to penalties and disciplinary action prescribed in these Rules.</p>
26.	Liability of Members	<p>i. The liability of a Member shall be limited to the extent of subscription, funds, charges, and other dues payable by him during the tenure of his membership.</p> <p>ii. A member shall be responsible for any loss or damage caused wilfully or otherwise to any of the properties of the Chambers by himself/herself, a member of his/her family, a guest whom he/she may introduce, and he/she shall be liable to pay twice the assessed cost of the loss/damage besides being subject to disciplinary action. Further, the costs, fines, or penalties levied on the member in this regard by the Board under these rules, shall be recoverable from him in the same manner as any other dues or arrears. Provided further that the Board may as it deems necessary, initiate legal proceedings for the recovery of such amounts as may be due from such member.</p> <p>iii. Nothing in the above, however, shall relieve the member of liability incurred by him as Proposer or Secunder to any other member as stated below.</p>

Number	Heading	Description
		<p>a. In respect of nominations of all categories of Members, the Proposer and Seconded shall be liable for any dues to the Chambers by the candidates proposed and seconded by them during the period of their probation or after confirmation of his/her membership.</p> <p>b. Whereas in the case of Corporate Member the Corporate will be responsible and not the Proposer and the Seconded.</p> <p>iv. The Chambers shall not be liable for any loss, damage, or injury whatsoever or howsoever caused, suffered, or sustained by any person, adult or minor, within or on the premises over which it has control or with which it is in any way connected.</p>
27.	Dress Code	<p>i. The dress regulations are prescribed in order to make use of various facilities and to maintain the dignity and decorum of the Chambers.</p> <p>ii. The Dress regulations shall be applicable to all the members and guests accompanying the members and guest room occupants.</p> <p>iii. Lungis, rubber slippers, sandals, and chappals are not allowed on the premises of the Chambers. However, such attire shall be allowed if the same are a part of the attire of their tradition and/or as decided by the Board. Members may however change to and use rubber slippers only in the Swimming Pool area.</p> <p>iv. The Dress Regulations may be relaxed on special occasions by the Chairperson/Board, but members are not permitted to wear any such attire which is improper or inappropriate, having regard to the decorum in keeping with the traditions and dignity of the club.</p> <p>v. The Chairperson/Board reserves the right to prescribe and notify the dress code/regulations of the Chambers within its premises and at all its facilities from time to time.</p> <p>vi. Members/guests entering the Chambers shall at all times be dressed appropriately. Any respectable Civilian attire befitting the dignity of the Chambers for lunch, dinner functions, etc., shall be maintained.</p> <p>vii. The Chambers has the right to permit any attire associated with the traditions of the States of India and/or any other country, it so deems fit.</p> <p>viii. Members/guests with sports dresses and kits are not permitted in the areas of the Library, Card Rooms, Bars, A/c & Non-A/c Dining Halls, all Lawns, Function & Conference Halls, Bridge Rooms, TV Lounge, and Internet facility rooms. They may however visit coffee/soft drink and juice counters during working hours of the Chambers.</p> <p>ix. Introductory Meeting: Candidates and their Proposers / Seconders who are invited to the Chambers for the introductory meeting should dress in formal attire or as prescribed by the Board from time to time. Collarless shirts and T-Shirts, T-Shirts, T-Shirts and half pants, shorts, sports dress, lungis, and rubber / plastic slippers are not permitted.</p>
C. Members Meetings		
28.	The General Body	<p>The General Body of the Chambers shall consist of the Permanent Members of Hyderabad Race Club who opted to be members of the Chamber and all associate members of the Chambers.</p> <p>However, the General Body shall not interfere with the exercise by the Board of any of the powers specifically vested in the Board under these Articles.</p> <p>Note: A member shall be eligible to vote in general meetings only if all the amounts, fees, and dues have been fully cleared by the member and there are no outstanding dues.</p>
29.	Annual General	Subject to the provisions of the Companies Act, 2013, the Board shall call for

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	Meeting("AGM")	<p>an Annual General Meeting of the Club not later than 30th of September of each year to consider the following:</p> <ol style="list-style-type: none"> audited accounts of the Chambers for the year along with the report of the Auditors and the Board for the year, to elect the Directors on the Board in the office of those retiring, Appointment/re-appointment of Statutory Auditors as applicable and Such items/ businesses (ordinary/ special) as may be decided by the Chair and in compliance with the provisions of the Companies Act. <p>The meeting shall be held during business/ office hours as decided by the Board</p> <p>The Annual General Meeting being convened, the business transacted thereat and all related procedures and matters shall be in accordance and compliance with the applicable provisions of the Companies Act</p>
30.	Extra-Ordinary General Meeting	<p>An extra-ordinary General Meeting may be called or convened by the Board:</p> <ol style="list-style-type: none"> whenever the Board may think fit, or On receipt of a written requisition from not less than 1/10th Permanent Members and Associate members on the rolls, specifying the purpose for which such extraordinary General Meeting is to be convened within 30 days from the receipt of such requisition. <p>Provided that such a requisition in order to be valid shall clearly disclose the names, membership numbers, addresses, and such other particulars of all the signatories as may be necessary to identify the signatories.</p> <p>The extra ordinary general meeting called by the Board or through requisition shall be conducted in accordance with the provisions of the Companies Act, 2013 as applicable.</p>
31.	Notice of General Meetings	<ol style="list-style-type: none"> A Notice of 14 days (unless a shorter period consented to by all the members who are the Permanent Members) and Associate members of every General Meeting specifying the place, date, hour of the meeting and the general nature of the business to be transacted thereat shall be given to such persons as are under these regulations entitled to receive such notice. Notice shall be deemed to have been sent if they are correctly addressed and posted to the registered addresses or through electronic mode to the members who are entitled to receive such notice under these regulations. Notice of the AGM shall be sent at least 14 days before the date of the meeting and shall be accompanied by the agenda, copies of the accounts, and the Board's report. Display of the Notice on the Notice Board shall constitute service of the Notice.
32.	Quorum	<ol style="list-style-type: none"> The quorum of the annual or extraordinary General Meeting shall be 25 members of the General Body on the rolls. If there is no quorum within half an hour from the time appointed for the meeting, such meeting, shall stand adjourned to the same day of the following week, at the same time and place, and the business of the meeting as already notified, shall be carried on without further reference to quorum. However, in the case of a requisitioned meeting, if there is no quorum, the meeting shall stand cancelled, and the requisition shall be deemed to lapse.

Number	Heading	Description
33.	Voting	All businesses before the General Body meetings shall be decided by a simple majority of members present and voting by show of hands, except any changes in Memorandum and Articles of Association, which shall be decided by 3/4 th majority of Permanent Members and Associate Members of the Chambers present and voting at the General Body.
34.	Election of Associate Member Directors	<p>The Board shall be responsible for mandatorily conducting elections to elect Associate Member Directors to the Board by Associate Members within 90 days following the end of each financial year.</p> <p>The election can be conducted either physically by way of a meeting of Associate members through a show of hands or secret ballot or EVMs or electronic mode or in any other manner as the Chairperson deems fit from time to time in accordance with the applicable provisions of the Companies Act</p> <p>The Permanent and Stand Members shall not be involved directly/indirectly in the above Election process.</p>
35.	Election Process for Associate Member Directors	<p>The following shall be considered in conducting the elections for the nomination of Associate Members to the board.</p> <ol style="list-style-type: none"> The Chief Operating Officer of the Chambers shall issue a Notice of Election to the associate members by electronic mode within 5(Five) days from the closure of the financial year. The Notice of Election shall include timelines for the conduct of the election, Eligibility Criteria, Manner of deposit of Security Deposit, Nomination Form, and such other information as may be stipulated by the board from time to time. Associate members intending to participate in the election shall submit a duly filled Nomination Form along with the documents requested and a security deposit of ₹ 1,00,000/- (Rupees One Lakh Only) before the last date for the receipt of nominations. The Nomination of an associate member intending to participate shall be seconded by at least two other associate members who are not participating in the proposed election. The Chief Operating Officer shall accept the Withdrawal of nominations if filed within the stipulated timeline and thereafter ascertain the final list of members. The Chief Operating Officer shall circulate the process of election, the final list of candidates along with their presentation and profile to all the associate members. The contestants shall be allowed to provide a brief presentation to all the associate members present on the Introductory day designated for the purpose of election. The contestants shall not initiate any campaign in any manner whatsoever for their nomination except as stated in Article 35(v) above. The Chairperson of the Chambers shall appoint one or more scrutiniser(s) for the purpose of scrutinising the election in a fair and transparent manner. The scrutinizer shall be a member of ICSI in full-time practice holding a valid Certificate of Practice. The scrutinizer so appointed shall issue their report on the voting held at the election within 6(Six) hours after the conclusion of the election as intimated by the Chief Operating Officer. Based on the report of the scrutinizer, the Chairperson shall declare the results of the election and the same is final and binding on all the associate members. There shall not be any appeal allowed to the appellate body on the

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		<p>decision of the Chairperson in this respect.</p> <p>xii. In the case of a tie, the outcome shall be ascertained by drawing a lot in the presence of Scrutiniser.</p> <p>xiii. One representative of each proposed contestant shall be allowed to monitor the counting process in case of elections held through the ballot process.</p> <p>xiv. In case of the election held through electronic means, the scrutinizer shall unblock the votes in the presence of the representatives of the contestants.</p> <p>xv. In case there is no new nomination received from any of the associate members, the retiring associate members upon giving their consent, stand re-appointed.</p> <p>xvi. In case any candidate fails to secure not less than 25% of the total votes cast, such candidate's security deposit shall stand forfeited.</p>
D. Chairperson and Board of Directors		
36.	Chairperson	<p>The Chairperson of Hyderabad Race Club will ipso facto be the Chairperson of the HRC Recreation Chambers. All meetings of the Board, General Body and meetings of the Associate Members shall be chaired by the Chairperson. In his absence, the Board shall elect any Director to chair the Meeting.</p> <p>However, the chairperson shall not be entitled to vote at the meeting of the Associate members.</p>
37.	Chairperson Emeritus	<p>The Chairperson Emeritus, if any, appointed by the Board of Directors of the Hyderabad Race Club shall ipso facto be the Chairperson Emeritus of the HRC Recreation Chambers and may attend any meeting of the Board, but shall not have any right to vote and shall not be a party to any decision of the Board.</p>
38.	Board of Directors	<p>The management of the affairs of the Chambers shall vest solely in the Board of Directors of Chambers. The Board hereinafter referred to as the "Board of Directors of Hyderabad Race Club" shall be the Directors of the Chambers till one year from the date of notification for admission for associate membership. Following the above period, the Board of HRC Recreation Chambers shall consist of up to 10 members, and will have the following structure:</p> <ol style="list-style-type: none"> The Chairperson of Hyderabad Race Club shall be the Chairperson of the Board. Five Directors will be elected from amongst themselves by the Board of Hyderabad Race Club, out of which one Director shall be a Government Nominee Four Directors will be elected from the Associate Members of the Chambers through the election process of the General Body, comprising solely of Associate Members who will be Directors of HRC Recreation Chambers'.
39.	Term of Associate Members Directors	<p>The term of elected Associate Member Directors shall be as follows:</p> <ol style="list-style-type: none"> Four members will be initially elected to the Board of HRC Recreation Chambers' from the Associate Members, in accordance with Article 34. During the second election conducted for this purpose, two members will retire through a draw of lots, and two new members will be elected to fill the vacancies left by the retiring members. Thereafter at every subsequent election conducted, two members who had longest the tenure in the office since their appointment shall retire and two members shall be elected in the place of retiring members.

Number	Heading	Description
40.	First Directors	<p>The following are the First Directors of the Company:</p> <ul style="list-style-type: none"> i. Surender Reddy Ramasahayam - (DIN - 00083972) ii. Puvvala Anil Kumar Kishan - (DIN - 00350966) iii. Kandula Bhupal Reddy - (DIN - 00376819) iv. Velamati Krishna Das - (DIN - 00377003) v. Chunnilal Sarosia Suresh - (DIN - 00832413) vi. Kethi Reddy Arvind Reddy - (DIN - 01177668) vii. Hari Kishen Gupta - (DIN - 01842810) viii. Chilam Gautam Bhoopal - (DIN - 02368773) ix. Laxma Reddy Sandadi - (DIN - 06836771) x. Vishnu Vardhan Reddy Nukala - (DIN - 06995799)
41.	Committees of the Board	<p>The Board at their own discretion may form Sub-Committees for smooth functioning of the Chambers and such committees shall work under the framework prescribed by the Board. The Following are the Sub-committees.</p> <ul style="list-style-type: none"> i. Finance, Audit and Budget ii. Works, maintenance, Housekeeping & Purchases iii. Entertainment, Games & Library iv. HR, Personnel, PF, ESI & Grievance, Legal and Security v. Member's Amenities, Welfare, Food, and Breweries. <p>The terms of the above five sub-committees shall be for a period of one year.</p> <p>The Board may constitute such other Committees from time to time as it deems fit within a stipulated period.</p> <p>The Honorary Secretary/Official for each Games Section shall be nominated by the Board every year from among those Members who are active Members of the respective game willing to serve, and such Member shall represent the respective Games Section on the Games Sub-Committee.,</p>
42.	Composition of the Audit Committee	<ul style="list-style-type: none"> i. The committee shall comprise the Chairperson, two members of the Board, and two independent members drawn amongst the members having knowledge of accounts and capable of understanding the financial statements as may be decided by the Board from time to time. The Chairperson of the Board will act as the Chairperson of the Committee. ii. The committee shall act according to the terms of reference as may be stipulated by the board from time to time and in compliance with the provisions of the Companies Act. iii. The committee shall meet at least once in every quarter and at such time as may be requested by the board and submit its report to the ensuing Board Meeting.
43.	Internal Auditors	<p>The Board shall appoint internal auditors for the Company in accordance with the provisions of the Companies Act.</p> <p>The internal auditors shall submit their reports on a quarterly basis or for such periods as decided by the Board.</p> <p>The internal audit report of the internal auditors shall be submitted to the Audit Committee which shall discuss the same in their Audit Committee meeting.</p> <p>The Audit Committee shall submit/recommend the said Internal Audit Report along with their remarks, comments or suggestions to the Board who shall discuss the same in their Board Meeting.</p>

Number	Heading	Description
		<p>All serious irregularities which have been pointed out by the Internal Auditors and which have not been rectified or which are material in nature as decided by the Board shall be disclosed in the subsequent Annual Report of the Company.</p> <p>The Audit Committee shall meet at such intervals as may be decided by the Board.</p>
44.	Duties and Power of the Chairperson	<p>The Chairperson shall be overall in charge of the Chambers and shall</p> <ol style="list-style-type: none"> Preside over Board meetings and General Body Meetings. During the interval between Board meetings, exercise all powers of the Board as may be required for the day-to-day management of the Chambers, including the exercise of financial powers limited to a maximum of Rs.30,000/-, subject to ratification by the Board at the next Board Meeting make alternative arrangements for the conduct of business in the absence of any of the office bearers, and ensure effective coordination among the office bearers and among the several boards and committees. Save as otherwise determined by the Articles of Association the Chairperson shall also have powers of general superintendence and direction of the affairs of the Board and may also exercise all powers and do all acts and things which may be exercised or done by the Board.
45.	Duties and Powers of the Board	<ol style="list-style-type: none"> Subject to the provisions of these AOA, the Board shall be responsible for the entire management of the HRC Recreation Chambers and shall have powers, in addition to those vested by or under any of the provisions of AOA. The Board shall have control of the funds and all the properties of the Chambers. The Board shall meet at least once every two months to discharge their functions and responsibilities. The Board shall, at its absolute discretion, frame Rules and Regulations, not inconsistent with the provisions of the Articles of Association, necessary for the management of the Chambers and alter, amend, or suspend such Rules and Regulations and generally decide all matters which the Board is empowered to decide. The Board may invite up to three persons to be Patrons, (Ex-Officio) of the Chambers and up to five persons who have been of great help to the organisation to be Honorary Members of the Chambers for a period of three years. The Board may from time to time determine and fix, establishment requirements, lay down qualitative requirements and pay scales, lay down recruitment procedures, frame staff regulations including disciplinary procedures and do all things necessary to ensure satisfactory performance of the said employees of the Chambers. The Board shall have the right to appoint, manage, suspend or remove and control all paid employees of the Chambers, maintain adequate supervision, and do all things necessary to ensure the proper discharge of their duties under such directives, policies, or regulations as the Board may deem necessary from time to time. The Board shall regulate the duties and powers of the COO/ General Managers/Administrators and all other employees and shall have the right to appoint or dismiss them and fix their duties and emoluments as it may deem necessary. The Board may allocate parts of the Building or Grounds for any particular purposes or Class of Members including their families as it may

Number	Heading	Description
		<p>deem appropriate and necessary.</p> <p>ix. The Board may, in the interests of the Chambers, increase the number of members in any class at their discretion, except Permanent and Stand Members.</p> <p>x. The Board shall Purchase, lease, or otherwise acquire for the Chambers any property, rights, or privileges at such price or rent and generally on such terms and conditions as it shall think fit.</p> <p>xi. Save as otherwise expressly provided in this Article, the Board shall invest and deal with any of the moneys of the Chambers by way of deposits in the scheduled commercial banks or investments in SEBI registered Mutual Funds.</p> <p>xii. The Board shall enter into all such negotiations and contracts and rescind and vary all such contracts and execute and do all such acts, deeds, and things in the name and on behalf of the Chambers as it may consider expedient for or in relation to any of the matters aforesaid</p> <p>xiii. The Board shall, from time to time at its discretion, raise or borrow from scheduled banks/financial institutions/ any other institute/ person or secure the payment of any sum or sums of money for the purpose of the Chambers on such terms and conditions as it may fit and proper.</p> <p>xiv. The Board shall delegate all or any of its powers or authority to Sub-Committees, officials of the Chambers, or any other person or persons as they may deem fit, subject to the provisions of the Companies Act, 2013.</p> <p>xv. The Board shall appoint independent internal auditors to undertake audits on a regular basis of the activities and transactions of the Chambers.</p> <p>xvi. The quorum for the meeting of the Board of Directors of the Chambers shall be Four (4). However, more than 50% of the Board shall be required to be present to transact the following businesses:</p> <p>a. To Elect the members of the Chambers other than Permanent and Stand Members.</p> <p>b. Any transaction which involves a financial commitment of Rs. 5,00,000 (Rupees Five Lakhs only) or more</p> <p>c. To initiate any disciplinary action against any member</p> <p>xvii. The decision of the Board shall be by a majority of votes and, in the event of equality of votes on any subject matter to be decided, the Chairperson shall have a second or casting vote.</p> <p>xviii. Any order or ruling passed by the Board in the discharge of its responsibilities is in pursuance of such authority as may be vested in it by any of the provisions of the AoA shall be final.</p> <p>xix. The Board may display in such manner as it deems fit, the name of the donor donating Rs. 50 lakhs or more, in cash or kind.</p> <p>xx. The Board, while electing the members shall exercise absolute discretionary powers except in respect of Permanent and Stand Members.</p> <p>xxi. The Board shall appoint a Chief Operating Officer and such establishment as they consider necessary for the proper management of the Chambers and shall have the right to fix their remuneration in return for services rendered to the Chambers.</p> <p>xxii. The Board may authorize the Chief Operating Officer of the Chambers to institute, conduct, defend, compound, or abandon any legal proceedings by and against the Chambers or its officers or others, concerning affairs of the Chambers and also to compound and allow time for payment or satisfaction of any debts due and of any claim by or against the Chambers.</p>
E. Chief Operating Officer and General Managers(s)		

Number	Heading	Description
46.	The COO and the General Manager(s)	<p>The Chief Operating Officer shall be overall in charge of the administration of the Chambers, under the general supervision and authority of the Chairperson/Board. The COO shall have such powers, roles, responsibilities and duties as may be decided by the Board. He shall be reporting to the Board.</p> <p>General Manager, Asst. General Manager (Admin), Asst. General Manager (Services) or such other person(s) may be appointed by the board from time to time. The aforementioned personnel shall be directly reporting to the Board, the Chairperson, or the COO as may be decided by the Board and exercise their duties, roles, and responsibilities at the direction of the Board. The said persons shall have such duties and powers as may be decided by the Board</p>
47.	Duties and Powers of COO and General Manager(s)	<p>The Board shall appoint a person as the Chief Operating Officer of the Company and shall have executive powers to look after day-to-day administration of the chambers under the supervision of the Chairperson and at the direction of the Board. The COO shall</p> <ol style="list-style-type: none"> be responsible for the management of activities of the Chambers in accordance with the decisions of the Board and perform all such duties as are incidental to his office of powers entrusted by the Board only. keep and maintain minutes of all General Body Meetings and Board meetings and ensure their appropriate distribution and maintain the Register of Members. Under his responsibility and control, preserve and maintain all property, furniture documents, records, stocks, and stores belonging to the Chambers. Sign and control all correspondence, maintain all relevant records, and direct the office of the Chambers in all its functions. Organise and notify all meetings of the General Body and the Board. Incur any expenditure not exceeding Rs. 20,000/- subject to ratification by the Board at its next meeting. demand, receive, and disburse all money of the Chambers, collect all dues and issue receipts for money received, and be responsible for the maintaining daily cash balance of the Chambers. receive all communications on behalf of the Chambers. responsible for the safekeeping of the financial records and safeguarding the funds of the Chambers. keep or cause to be kept proper accounts and get them verified/ checked by independent Internal auditors to be appointed by the Board. keep or cause to be kept proper accounts and get them audited by the auditors appointed by the General Body. All other duties and responsibilities as entrusted by the Board from time to time. Inform promptly the Chairperson and COO of any urgent matter that affects the functioning of the chambers. The COO is also responsible and shall also oversee the activities as mentioned hereinabove under sub-clauses ii, v, and xii and other works designated by the Board.
48.	Indemnity to members and officers	<p>Every Member of the Chambers and every officer of the Chambers for the time being shall be indemnified out of the funds of the Chambers against all losses and expenses incurred in the discharge of his duties, except such, as shall happen by his own wilful act or default and each one shall be chargeable only for so much money or property he shall himself actually receive for or in the discharge of the business of the Chambers; and each one shall be answerable only for his own acts, neglects or defaults and not for those of any other person</p>

Number	Heading	Description
		nor for the insufficiency of any security for money invested or of title to any estate or property acquired, nor for any loss or damage which may happen in the discharge of his duties, unless the same shall happen through his own wilful neglect or default.
F. Miscellaneous		
49.	Use of Club and its services	<ul style="list-style-type: none"> i. Chambers shall remain open for such time in a day as may be notified by the Board from time to time considering the regulations stipulated by the government in this respect. ii. No order for refreshments and/or from liquor/beverages will be taken beyond such time as may be notified by the chambers from time to time considering the regulations stipulated by the government in this respect. iii. Usage Charges for Air-conditioned bar areas and other areas will be fixed by the Board from time to time.
50.	Chambers Corpus Fund	<ul style="list-style-type: none"> i. All the admission/entrance Funds collected by the Chambers shall be credited to the Infrastructure Development Fund (including the interest earned from such fund) which shall be used for the acquisition/building of permanent assets to the Chambers, building other infrastructural facilities within the Chambers and shall not be utilized for the conduct of any day-to-day operations which are of revenue in nature. ii. The funds shall be spent only to the attainment of the objectives and aims of the Chambers and no portion thereof shall be paid directly or indirectly to any of the members through any means. iii. The Board shall keep a proper account of the income and disbursements of the Chambers from all sources, a minute book of their proceedings, a record of all referred and disputed cases which they decide, and such other books as may be necessary to show the position of the Chambers with reference to its property and the number of its Members. iv. The surplus funds of the Chambers may be deposited or invested in a scheduled bank or banks and/or in SEBI approved Mutual Funds as may be decided by the Board, provided that at any point of time investments in Mutual Funds shall not exceed 75% of the total investments.
51.	Bank Authorisation	All cheques and other negotiable instruments shall be drawn, signed, and endorsed by two signatories of which one shall Chairperson or in his absence any one of the two authorized directors and Chief Operating Officer or in his absence any one of the two authorized officials of the Chambers, as nominated for the purpose by the Board and which names shall be notified to such bank/banks or institutions selected by the Board as being empowered so to do from time to time.
52.	Accounts, Audit and Auditors	<p>The Board shall keep a proper account of the incomes and disbursements of the Chambers from all sources, a minute book of their proceedings, a record of all referred and disputed cases which they decide, and such other books as may be necessary to show the position of the Chambers with reference to its property and the number of its Members.</p> <p>The Board shall, from time to time, determine whether and to what extent and at what time and place and under what conditions or regulations the accounts and books of the Chambers or any of them shall be open for inspection of Members.</p> <p>Not less than three months before the Annual General Meeting, there shall be delivered to the Auditors, the accounts and vouchers relating to the preceding year and the balance sheet relating thereto, the balance sheet for the year prior to the preceding year, and the auditors shall examine the same and within 45</p>

Number	Heading	Description
		<p>days after the receipt of such information thereof, shall report thereon.</p> <p>The Auditors shall have access to all the books of accounts and documents of the Chambers and shall receive such information and assistance from the Chambers, its officers, employees and other Officers of the Club as they may reasonably require.</p> <p>At the Annual General Meeting of the Chambers, one or more qualified Auditors shall be appointed for the period specified under Section 139 of the Companies Act, 2013 and the remuneration of such auditor or auditors shall be fixed by the Board and paid out of the moneys applicable to the general purposes of the Chambers.</p> <p>Further, the Board shall also appoint Independent Internal Auditors to conduct Internal Audit of the functions and activities of the Chambers as may be mandated by the Board from time to time. Any adverse remarks made by the auditor and not corrected by the board in the financial statements shall be reported in the board's report which shall be discussed at the AGM</p>
53.	Reciprocating Clubs	<p>i. This Club reciprocates with various other Clubs and Turf Authorities. The terms and conditions of reciprocation vary with different Clubs. The terms of settlement of bills with reciprocal Clubs, i.e., Cash/ Credit will be in accordance with the mutual understanding with the respective Clubs.</p> <p>ii. All members wishing to visit reciprocating Clubs on the strength of their membership with this Club must obtain an introduction card from the office but the Club cannot hold itself responsible for the non-acceptance of the member by the visiting Club in whose favor the card has been issued.</p> <p>iii. No member who has arrears of any dues to the Club is entitled to receive an introduction card to visit a reciprocating Club.</p> <p>iv. Visiting members will not be permitted to entertain guest(s) and will be entitled to bring only their dependents as per the Club rules.</p> <p>v. Visiting members are not permitted to use the Club for more than 7 days continuously and for a period not exceeding 30 days in a calendar year.</p>
54.	Food from Outside	Members shall not bring into the Club any items of food whatsoever to be consumed in the precincts of the Club.
55.	Pets not allowed	Pets are not allowed into the Chambers' premises.
56.	Member's Assistant/s	<p>i. Members Assistants/Members staff may not enter the Club's buildings at all times, except for the purpose of taking small children to cloakrooms and for assisting the physically challenged members to avail of the Club's facilities and then leave.</p> <p>ii. Upon the request of the members, the designated Staff of the club may also assist the physically challenged members/Children and aged members to bring them into the club and then leave.</p>
57.	Notice	<p>i. A Notice may be given by the Club to any Member either personally or by sending it by post to him/her to his/her registered address or (if he has no registered address in India) to the address, if any, within India supplied by him/her to the Club for the giving of notices to him/her or by electronic means if the E-Mail ID of the members is registered with the Club.</p> <p>ii. Where a notice is sent by post, service of the notice shall be deemed to have been effected at the time at which the letter would be delivered in the ordinary course of post, by properly addressing, prepaying, and</p>

Number	Heading	Description
		<p>posting the letter containing the notice or on the expiry of 48 hours from the date of posting of the notice, whichever is earlier.</p> <p>iii. If a member has no registered address in India and has not supplied to the Club an address within India for the service of notice, a notice addressed to such member and sent to the email address furnished by him to the Club, shall be deemed to be served on him within 24 hours of the dispatch of such notice by e-mail.</p> <p>iv. Notice of every General Meeting shall be served to every club member except those members who (having no registered address within India) have not supplied to the Club an address within India for the purpose of service of notice on him.</p> <p>v. A Member, who has no registered address in India, and has not intimated to the Club an address within India for service of a notice to them, a notice addressed to the member published in a newspaper circulating in the neighborhood of the Registered Office of the Club shall be deemed to be sufficient service to the member on the day on which the publication appears.</p>
58.	Seal	The Chambers may have a Common Seal and such Seal, may be affixed to all documents required by law to be sealed in the presence of at least two Board Members/Directors on the Board who shall sign every document to which the Seal, is affixed and every such instrument shall be countersigned by the Secretary or some other Officer or person empowered in that behalf by the Board. The Board shall be empowered from time to time to destroy the Seal and substitute a new Seal in lieu thereof.
59.	Amendments	<p>i. No amendment or alteration shall be made in the Memorandum or Articles of the Chambers unless it is passed by a 3/4th majority of its members present and voting at the General Body/Extraordinary General Meeting convened for such purpose.</p> <p>ii.</p> <p>iii. The HRC Recreation Chambers may be voluntarily dissolved upon Special Resolution to that effect passed by 3/4th majority at a Special Joint General Meeting of Permanent Members of Hyderabad Race Club and Associate Members of HRC Recreation Chambers, present and voting, upon dissolution or winding up, the property and funds of HRC Recreation Chambers, shall be transferred or handed over, to Hyderabad Race Club or a Company incorporated under Section 8 of Companies Act, 2013 or a Society or Trust or a non-profit Institution having a similar aims and objectives.</p> <p>iv. All legal suits and proceedings involving the Chambers shall fall under the jurisdiction of the place where the registered office of the Company is situated or such other place as may be decided by the Board.</p>

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