

HELD AT: ON: TIME:

MINUTES OF THE EIGHTEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF INDIAN RUGBY FOOTBALL UNION HELD AT THE REGISTERED OFFICE OF THE COMPANY AT NAWAB HOUSE, 2ND FLOOR, MAHARSHI KARVE ROAD, MUMBAI - 400002 ON WEDNESDAY, 30TH DECEMBER, 2020 AT 11.30 A.M. THROUGH VIDEO CONFERENCING

The following were present at the meeting:

Mr. Numazar Dorab Mehta	Representative of East Zone (West Bengal)
Mr. Vikram Ahuja	Representative of West Zone (Maharashtra)
Mr. Ashtad Poonawala	Representative of West Zone (Goa)
Mr. Gerald Prabhu	Representative of South Zone (Karnataka)
Mr. Ramu Dosapati	Representative of South Zone (Telangana)
Mr. Parvinder Singh	Representative of North Zone (Punjab)
Mr. Mohd Iqbal	Representative of North Zone (Jammu & Kashmir)
Mr. Santanu Saikia	Representative of East Zone (Assam)
Mr. Upendra Mohanty	Representative of Central Zone (Odisha)
Mr. Pankaj Jyoti	Representative of Central Zone (Bihar)
Ms. Sanaya Mehta Vyas	Representative of CC&FC (West Bengal)
Mr. Kunal Thakore	Representative of Bombay Gymkhana (Maharashtra)
Mr. Malav Shroff	Invitee (Observer, Indian Olympic Association)
Mr. Ridzal Saat	Invitee (Observer, World Rugby)
Mr. Arvind Kamath	Invitee (Returning Officer - IRFU, ALMT Legal)
Mr. Souvik Mazumdar	Invitee (Associate, ALMT Legal)
Mr. Nandan Kamath	Invitee (Legal Consultant to IRFU, LawNK)
Mr. Nasser Hussain	Invitee (CEO, Rugby India)
Mr. Sandeep Mosamkar	Invitee (NDM, Rugby India)
Mr. Anand Godiwala	Invitee (RSM, Rugby India)

HELD AT: ON: TIME:

CHAIRMAN:

Mr. Numazar Dorab Mehta was unanimously appointed as the Chairman of the meeting. He took the Chair and extended a cordial welcome to the members.

QUORUM / PROXIES:

The requisite quorum being present, the Chairman called the meeting to order.

STATUTORY RECORDS:

All the Statutory Records which are required to be provided at the meeting were made available for inspection of the members.

NOTICE:

Notice convening the meeting was read at the meeting.

DIRECTORS AND AUDITORS REPORT:

At the instance of the Chairman, the Directors' Report and Auditors' Report on the Accounts for the 18th Audited Statement of Accounts of the Company for the year ended 31st March, 2020 was read out.

CHAIRMAN'S SPEECH:

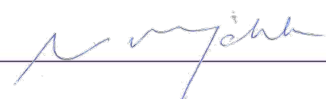
The Chairman addressed the members and briefed them about the performance of the Company during the financial year. He further brought to the notice of the members the achievements made by the Company during that period. He then explained the Company's policy being adopted for growth in the coming years.

ORDINARY BUSINESS:**ITEM NO. 1: APPROVAL OF ANNUAL ACCOUNTS:**

The Chairman thereafter briefly explained the salient features of the Company's Balance Sheet and Profit and Loss Account as referred to in the Annual Report of the Company for the year ended 31st March, 2020.

The Chairman invited questions on Annual Report and having discussed, moved the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT the Balance Sheet as at 31st March, 2020 and Profit & Loss Account for the financial year ended 31st March, 2020 along with the Cash Flow Statement, the schedules and Notes to Accounts annexed thereto and the Reports of the Directors and Auditors of the Company be and they are hereby received, considered and adopted."



DATE

PLACE

CHAIRMAN'S FULL SIGNATURE

HELD AT: ON: TIME:

Mr. Kunal Thakore proposed and Mr. Upendra Mohanty seconded the Resolution.

After discussion, the above resolution was passed unanimously as an **Ordinary Resolution**.

ITEM NO. 2: TO APPROVE THE RATIFICATION OF APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY:

The Chairman moved the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Company hereby ratifies the appointment of M/s. SLM & CO LLP, Chartered Accountants (Firm Registration No. W-100030), as Auditor of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at such remuneration plus taxes as applicable and reimbursement of out-of-pocket expenses in connection with the audit as the Board of Directors may fix in this behalf.

RESOLVED FURTHER THAT any one Director of the Company be and is hereby authorized to do all such acts, deeds, matters and things to give effect to the said resolution.”

Mr. Upendra Mohanty proposed and Mr. Gerald Prabhu seconded the Resolution.

After discussion, the above Resolution was passed unanimously as an **Ordinary Resolution**.

SPECIAL BUSINESS:

ITEM NO. 3: TO APPROVE AMENDMENT IN THE CONSTITUTION (ARTICLES OF ASSOCIATION AND MEMORANDUM OF ASSOCIATION)

The Chairman moved the following resolution as a **Special Resolution**:

“RESOLVED THAT the approval of the members be and is hereby accorded to follow the Directions of the Ministry of Youth Affairs and Sports to align the Memorandum of Association and Articles of Association of the Company with the requirements/guidelines for recognition specified for National Sports Federation (NSFs) under the National Sports Development Code of India, 2011 (“Sports Code”).

HELD AT: ON: TIME:

RESOLVED FURTHER THAT any one Director of the Company be and is hereby authorized to do all such acts, deeds, things and matters as may be necessary or incidental thereto to give effect to the said resolution."

Mr. Gerald Prabhu proposed and Mr. Vikram Ahuja seconded the Resolution.

After discussion, the above Resolution was passed unanimously as a **Special Resolution**.

ITEM NO. 4: TO DEFINE THE TERM OF THE ELECTED OFFICE BEARERS:

The Chairman moved the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT the approval of the members be and is hereby accorded that after the updated Indian Rugby Football Union (IRFU) Constitution comes into effect, to conduct fresh election of office bearers of the Indian Rugby Football Union (IRFU) to be in accordance with the Sports Code and the revised Indian Rugby Football Union (IRFU) Constitution.

RESOLVED FURTHER THAT the candidates elected at this Annual General Meeting shall hold office for a period of one (1) year from the date of election or until the amendment of the Constitution comes into effect and fresh elections are held thereunder, whichever is earlier.

RESOLVED FURTHER THAT any one Director of the Company be and is hereby authorized to do all such acts, deeds, things and matters as may be necessary or incidental thereto to give effect to the said resolution."

Mr. Gerald Prabhu proposed and Mr. Vikram Ahuja seconded the Resolution.

After discussion, the above Resolution was passed unanimously as an **Ordinary Resolution**.

ITEM NO. 5: TO CONDUCT ELECTION OF OFFICE BEARERS:

The Chairman moved the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT the approval of the members be and is hereby accorded that the following candidates elected shall be Office Bearers which are as follows:

President – Mr. Vikram Shyam Ahuja
Hon. Secretary – Mr. Gerald Antony Prabhu
Hon. Treasurer – Ms. Sanaya Mehta Vyas

RESOLVED FURTHER THAT any one Director of the Company be and is hereby authorized to do all such acts, deeds, things and matters as may be necessary or incidental thereto to give effect to the said resolution."



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CHAIRMAN'S FULL SIGNATURE

HELD AT: ON: TIME:

Mr. Kunal Thakore proposed and Mr. Upendra Mohanty seconded the Resolution.

After discussion, the above Resolution was passed unanimously as an **Ordinary Resolution**.

ITEM NO. 6: TO APPROVE REGULARIZATION OF MR. AGA RAZA HUSSAIN AS DIRECTOR:

The Chairman moved the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and all other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 Mr. Aga Raza Hussain, who was appointed as an Additional Director of the company by the Board of Directors and who ceases to hold office under section 161(1) of the Companies Act, 2013 be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT any one Director of the Company be and is hereby authorized to file necessary E-Form with the Ministry of Corporate Affairs to notify the change in designation of Additional Director and to do all such acts, deeds, things and matters as may be necessary or incidental thereto."

Mr. Vikram Ahuja proposed and Mr. Mohd Iqbal seconded the Resolution.

After discussion, the above Resolution was passed unanimously as an **Ordinary Resolution**.

ITEM NO. 7: TO APPROVE REGULARIZATION OF MR. RAHUL BOSE AS DIRECTOR:

The Chairman moved the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and all other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 Mr. Rahul Bose, who was appointed as an Additional Director of the company by the Board of Directors and who ceases to hold office under section 161(1) of the Companies Act, 2013 be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT any one Director of the Company be and is hereby authorized to file necessary E-Form with the Ministry of Corporate Affairs to notify the change in designation of Additional Director and to do all such acts, deeds, things and matters as may be necessary or incidental thereto."

Mr. Vikram Ahuja proposed and Mr. Gerald Prabhu seconded the Resolution.



DATE

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CHAIRMAN'S FULL SIGNATURE

HELD AT: ON: TIME:

After discussion, the above Resolution was passed unanimously as an **Ordinary Resolution**.

ITEM NO. 8: TO APPROVE REGULARIZATION OF MR. SHREECHARAN RAMDAS NADKARNI AS DIRECTOR:

The Chairman moved the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and all other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 Mr. Shreecharan Ramdas Nadkarni, who was appointed as an Additional Director of the company by the Board of Directors and who ceases to hold office under section 161(1) of the Companies Act, 2013 be and is hereby appointed as Director of the Company.

RESOLVED FURTHER THAT any one Director of the Company be and is hereby authorized to file necessary E-Form with the Ministry of Corporate Affairs to notify the change in designation of Additional Director and to do all such acts, deeds, things and matters as may be necessary or incidental thereto."

Mr. Kunal Thakore proposed and Mr. Gerald Prabhu seconded the Resolution.

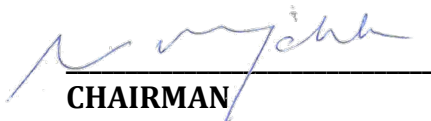
After discussion, the above Resolution was passed unanimously as an **Ordinary Resolution**.

VOTE OF THANKS:

With all the items of the agenda being transacted, the Chairman thanked the members for making it convenient to attend the Annual General Meeting and also thanked them for their active participation in the Annual General Meeting.

Thereafter, the Chairman declared the meeting concluded at 12.00 P.M.

DATE OF ENTRY IN MINUTES BOOK: 12/01/2021



CHAIRMAN

DATE: 12/01/2021

PLACE: MUMBAI, INDIA