

**Proceedings of the 75<sup>th</sup> Annual General Body Meeting of Cuttack Club for the Year 2023-2024 held at 10.00 AM on 29.09.2024(Sunday) in the MGM Centenary Hall of Cuttack Club:**

As per Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Managing Committee decided to conduct the 75<sup>th</sup> Annual General Body meeting and Election of Cuttack Club through remote e-voting (Electronic Means) facilitated by NSDL (National Securities Depository Limited) from 09.00AM to 05.00PM on 28.09.2024 (Saturday) & physical voting through Ballot Paper (those, who did not vote through e-voting) from 12.00 PM to 03.00 PM on 29.09.2024 (Sunday) in the Club Premises.

The voting for business to be transacted in 75<sup>th</sup> AGM for the Year 2023-2024 & Election for the year 2024-2025 was for two days i.e, on 28.09.2024 through e-voting in which 468 Members participated and on 29.09.2024 through physical voting.

After ascertaining the quorum for the 75<sup>th</sup> Annual General Body Meeting on 29.09.2024 at 10.30AM, the following business were transacted as per the circulated Notice No.CC/7849/AGM/2024 dated.31.08.2024.

Prof.(Dr.) Jayanta Kumar Panda, President of the Club, presided over the 75<sup>th</sup>Annual General Body Meeting of Cuttack Club for the year 2023-2024 and called the meeting to order.

Before taking up the statutory agenda for discussion, the House extended their homage by observing two-minute silence as a mark of paying respect to the noble souls of the following Nine (09) Members of the Club, who had passed away during this tenure:

<b><u>Sl. Name of the Member</u></b>	<b><u>Membership No</u></b>	<b><u>Date of Demise</u></b>
1. Dr. Satyanarayan Panda	F/0218	05.11.2023
2. Er. Kausiknath Ojha	F/0260	07.11.2023
3. Mr. Prabhat Kumar Mohanty	F/0694	10.11.2023
4. Mr. Alok Sahu	F/1535	05.01.2024
5. Mr. Subhasis Bhuyan	F/0595	05.02.2024
6. Mr. Santosh Kumar Sahoo	F/0869	21.04.2024
7. Mr. Ashok Kumar Soor	F/0197	15.05.2024
8. Justice Pradyumna Kumar Mohanty	F/0527	18.06.2024
9. Mr. Debasis Nag	F/0125	26.07.2024

**Agenda Item No-1:**Confirmation of the Minutes of the last 74<sup>th</sup>Annual General Body Meeting held on 24.09.2023

The minutes of the last 74<sup>th</sup>Annual General Body Meeting of Cuttack Club for the Year 2022-2023 held on 24.09.2023, circulated earlier to all Members through their registered email id, was placed before the Members for confirmation:

**After a brief discussion, “the Members with requisite majorityresolved to confirm the minutes of the last 74<sup>th</sup>Annual General Body Meeting of Cuttack Club for the Year 2022-2023 held on 24.09.2023 from 10.00 AM onwards in the Centenary Hall of the Club”.**

**Agenda Item No-2:**

**A)President’s Address**

Prof.(Dr.)Jayanta Kumar Panda, President of the Club, in his brief speech expressed his heartfelt greetings, gratitude and thanked all esteemed Members of the Club for their support,

help and guidance throughout the session 2022-23 and 2023-24. He thanked the Honorary Secretary, Shri Jasobanta Das, Joint Secretary, Er.Sanjib Kumar Sahu, Treasurer Shri Satyasovan Nanda and all Managing Committee Members for their full cooperation with the Management. He expressed his special thanks and gratitude to all the experienced Senior Members who have guided him whenever he sought their help. He also conveyed his heartfelt thanks to all the Lady Members, spouses and dynamic young Members who were extremely cordial and cooperative in every event organized throughout the year. He also expressed his views that every work in the Club is a team work, be it be the management, members or supporting staff, nothing was possible without their help and cooperation. He highly appreciated their efforts in making every event successful. They have justified themselves in the true sense as one large extended family who had the attitude and willingness to stand beside one another whenever and wherever the need arise.

Prof.(Dr.)Jayanta Kumar Panda, President of the Club further expressed that he had always given his best efforts to create an amicable ambience in the Club where members with family and children could enjoy clubbing to the fullest. The spirit of brotherhood is always reflected in this Club with compassion, friendship, and bonding – forming an everlasting precious relationship to be treasured always. That made this Club different and unique from any other Clubs. He also said he is lacking enough words to express his deep felt thanks to each one of them from the core of his heart. Members may come and go, but the Club will go on forever. He urged everyone to try their best to make it the most congenial and better place to relax with no inhibitions for the next generation budding members and leave behind precious memories to guide them in the right track.

Prof.(Dr.)Jayanta Kumar Panda, President of the Club briefly narrated about several developmental works undertaken, several Vaccination programs, Health Check-ups, Housie programs conducted, Entertainment events organized including Charitable programs throughout the year.

Prof.(Dr.)Jayanta Kumar Panda, President of the Club further thanked all Members, who were present and participated in the 75<sup>th</sup> Annual General Body Meeting and wished all the contestants for today's election the very best for a successful term 2024-2025. Namaskar!!! Jai Jagannath.

**b) Presentation of Honorary Secretary's Annual Report:**

Prof.(Dr.)Jayanta Kumar Panda, President of the Club requested Shri Jasobanta Das, Honorary Secretary to place Honorary Secretary's Annual Report for the period from October 2023 to September 2024, which had been circulated earlier to all Members through their registered email ID.

While welcoming 75<sup>th</sup> Annual General Body Meeting of this heritage Cuttack Club, Shri Jasobanta Das, Honorary Secretary expressed his heartfelt greetings, gratitude and thanked all esteemed Members sincerely for their support throughout the Year. Their continued trust on the Management provided him the immense strength to make the 159<sup>th</sup> year of the Club a memorable one.

Shri Jasobanta Das, Honorary Secretary of the Club briefly narrated about several developmental works undertaken, several Vaccination programs, Health Check-ups, Housie programs conducted, Entertainment events with complimentary Dinner, Snacks and Beverages in different occasions organized including Charitable programs throughout the year.

Club Management has conducted several promotional activities of different beverage brands of different Companies to facilitate Members to consume beverages on concessional price.

The Club had total fixed deposits Rs.12,24,61,659/- (including accrued interest) as on 01.10.2023. The present Management added Rs.2,76,63,809/- and the total fixed deposit as on 31.08.2024 stands to Rs.15,01,25,468/-.

The Honorary Secretary further sincerely apologized to the Members for any inadequacy/deficiency in service despite his efforts to discharge the assigned responsibilities to the best of his ability and sincerity. He wished the new Management will rise to the occasion and complete the unfinished work. He assured the Members that they had completed their term with a very strong and healthy financial position.

At the end, he once again thanked all Members of the Club for having given him the opportunity to serve them for the Year 2016-17, 2017-18, 2022-23 and 2023-24. Cuttack Club, a great place to enjoy with family and friends. Jai Jagannath.

After a brief discussion and considering the votes cast by the Members (both physically and through remote e-voting), the Members thereafter passed the following resolution:

**“RESOLVED THAT the Honorary Secretary’s Annual Report for the Year 2023-2024 (from October 2023 to September 2024) circulated earlier to all the esteemed Members of the Club is hereby approved and passed by the Members with requisite majority”.**

**c) To consider & adopt Audited Accounts of the Club for financial Year 2023-2024:**

President requested the Honorary Secretary to present the Audited Accounts of the Club for the financial Year 2023-2024, which was circulated to all Members earlier through their registered email ID. Accordingly Honorary Secretary requested the Treasurer, Shri Satyasovan Nanda to place the Audited Accounts of the Club for the financial Year 2023-2024, duly audited by the Statutory Auditor, M/s.H.Naik & Co. Chartered Accountants (Firm Registration No.301044E) and the Auditor’s Report thereon before the august House for discussion. After a detailed discussion and considering the votes cast by the Members (both physically and through remote e-voting), the Club with requisite majority resolved and passed the following resolution:

**“RESOLVED THAT the Audited Financial Statements along with all statements annexed for the financial Year 2023-2024 (i.e., from 01<sup>st</sup> April 2023 to 31<sup>st</sup> March 2024) and the Auditor’s Report thereon duly audited by the Statutory Auditor M/s.H.Naik & Co,**

**Chartered Accountants (Firm Registration No.301044E), Telenga Bazar, Cuttack-753009, Odisha be and are hereby adopted and passed”.**

Further, as per the decision of the last AGM held on 28.09.2014, the un-audited statement of accounts for the period from 01.04.2023 to 31.08.2023 which was circulated to all Members prior to the date of AGM was also placed before the Members for discussion. After a brief discussion the Members with requisite majority passed the following resolution.

**“RESOLVED THAT the un-audited accounts along with all statements annexed for the period from 01.04.2024 to 31.08.2024 be and are hereby noted”.**

**Agenda Item No-3:** To appoint Statutory Auditor for Year 2024-2025:

The Managing Committee proposed for appointment of M/s.H.Naik& Co (Firm Registration No.301044E), Chartered Accountants, Telenga Bazar, Cuttack-753009, Odisha as the Statutory Auditor of the Cuttack Club for the financial Year 2024-2025 as per the provisions of Companies Act 2013. After a brief discussion and considering the votes cast by the Members (both physically and through remote e-voting), the proposal was approved and thereafter passed the following resolution with requisite majority:

**“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any of the Companies Act, 2013 and the Company’s (Audit and Auditor) Rules, 2014 (including any statutory modifications(s) or re-enactment thereof for the time being in force), the Company hereby appoints M/s.H.Naik& Co., Chartered Accountants (Firm Registration No.301044E), Telenga Bazar, Cuttack-753009, Odisha as Statutory Auditors of the Company from the conclusion of this 75<sup>th</sup> Annual General Meeting until the conclusion of 76<sup>th</sup> Annual General Meeting of the Company at such remuneration as shall be fixed by the Managing Committee Members of the Club ”.**

**Agenda Item No-4:** To elect the Office Bearers and the Managing Committee Members for the Year 2024-2025:

After ascertaining the Scrutinizer's report (i.e.S.Khan & Associates, Company Secretaries, Cuttack) on Remote E-Voting facilitated by NSDL (National Securities Depository Limited) on 28.09.2024 and physical voting by Ballot on 29.09.2024,the following Office Bearers and Managing Committee Members were declared elected to the Managing Committee for the Year 2024-2025:

- |                                 |                           |
|---------------------------------|---------------------------|
| 1. Dr. Sreejoy Patnaik          | President                 |
| 2. Shri Debesh Das              | Vice-President            |
| 3. Shri Suvendu Mohan Patnaik   | Honorary Secretary        |
| 4. Er. Sanjib Kumar Sahu        | Joint Secretary           |
| 5. Dr. Sudipto Podder           | Treasurer                 |
| 6. Shri Vinay Kumar Santuka     | Managing Committee Member |
| 7. Shri Pradeep Kumar Panda     | -do-                      |
| 8. Shri Praveen Rath            | -do-                      |
| 9. Shri Sushanta Kumar Tripathy | -do-                      |
| 10. Shri Arun Kumar Budhia      | -do-                      |
| 11. Shri Somnath Patnaik        | -do-                      |
| 12. Shri Kamalesh Sagar         | -do-                      |
| 13. Shri Pawan Kumar Kyal       | -do-                      |
| 14. Er. Dharanidhar Behera      | -do-                      |

**Agenda Item No-5:** To alter and adopt new set of Memorandum of Association of the Club as per the provisions of the Companies Act,2013:

After a detailed discussion and considering the votes cast by the Members (both physically and through remote e-voting), the proposal was approved and thereafter passed the following resolution with requisite majority:

**“RESOLVED THAT pursuant to the provisions of Section 4 and 13 of the Companies Act, 2013, Schedule ‘I’ made thereunder, read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Shareholders be and is hereby accorded to the Board of Directors of the Company for alteration and adoption of new set of Memorandum of Association pursuant to the Act primarily based on the form of the Table B under the Act, in place of existing Memorandum of Association of the Company, hence the Memorandum of Association be altered.”**

**Agenda Item No-6** : To alter and adopt new set of Articles of Association of the Club as per the provisions of the Companies Act, 2013:

After a detailed discussion and considering the votes cast by the Members (both physically and through remote e-voting), the proposal was approved and thereafter passed the following resolution with requisite majority:

**“RESOLVED THAT pursuant to the provisions of Section 5 and 14 of the Companies Act, 2013, Schedule ‘I’ made thereunder, read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Shareholders be and is hereby accorded to the Board of Directors of the Company for alteration and adoption of new set of Articles of Association pursuant to the Act primarily based on the form of the Table H under the Act, in place of existing Articles of Association of the Company, hence the Articles of Association be altered.”**



**Agenda Item No-7 :** To alter and adopt new Rules of the Club by replacing old Rules of the Club which are in line with the new Articles of Association as per the Companies Act, 2013.

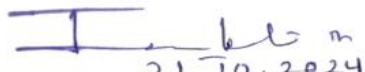
**“RESOLVED THAT after considering the votes cast by the Members (both physically and through remote e-voting), the proposal was approved with requisite majority to alter and adopt new Rules of the Club by replacing old Rules of the Club which are in line with the new Articles of Association as per the Companies Act, 2013.”**

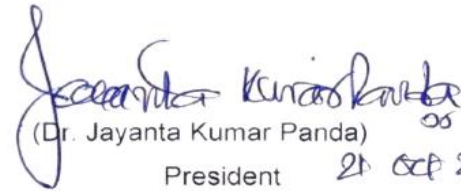
**Agenda Item No- 6:** Any other matter with the permission of the Chair

There was a strong argument relating to the Cancellation of Membership of Shri Basanta Kumar Sahoo,F/00223, Shri Nitin Savadia,F/00254, Shri Akhaya Kumar Bej,F/00472 and Shri Ramesh Kumar Kedia,F/00611 regarding misrepresentation of Educational Qualification (Graduation Certificate) in their Membership Application Form. Dr.Anangamohan Dwibedy, Dr.Devanand Mohapatra, Dr.Biswajit Mohanty, Shri Debjyoti Patnaik, Shri Ashok Kumar Patnaik, Shri Bharatendu Parija, Dr.Nishikanta Kar, Shri Satya Sundar Kanungo, Shri Yash Savadia were participated during the course of discussion and demanded to waive their cancellation of Membership. Dr. Biswajit Mohanty even asked why FIR has not been filed against these four members. The President and Honorary Secretary informed to the august house that the management had followed due procedure as per bye law of the club. The managing committee after getting the report of Disciplinary Committee took a decision to cancel their membership, which was challenged before the Appellate Committee by the

aggrieved parties which was dismissed on non-appearance and on merit. The decision of the appellate committee is the decision of the AGM as per bye law.

Since, there was no other Agenda the meeting was concluded at 10.30 PM after declaration of election result with a vote of thanks to the Chair.

  
21.10.2024  
(Jasobanta Das)  
Honorary Secretary

  
(Dr. Jayanta Kumar Panda)  
President 21 Oct 2024