



THE BENGAL ROWING CLUB

(A Company Limited by Guarantee)

CIN-U85300WB1929NPL006235

Regd. Off.: 13/2, Baroj Road, Rabindra Sarobar, Kolkata 700029

Reception Desk: (033) 6609-8888, 2419-5651/52, Email: info@bengalrowingclub.com

Website: www.bengalrowingclub.com

NOTICE

Notice is hereby given that the 88th Annual General Meeting of the members of The Bengal Rowing Club will be held on Wednesday, 3rd of September, 2025 at 5:00 P.M. at the Registered Office of the Club situated at 13/2, Baroj Road, Rabindra Sarobar, Kolkata - 700029 to transact the following businesses:

Ordinary Business

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2025 and the Reports of the Governing Body and the Auditor's thereon.

"RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2025 and the Reports of the Governing Body and the Auditors' thereon as laid before this meeting, be and are hereby approved and adopted."

2. To elect Shri Munish Jhajharia as President of the Club from amongst the Members who has filed his valid nomination and expressed willingness to serve on the Committee of Management from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, to consider and if thought fit, to pass, with or without modification(s), the following resolution(s) as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42 & 44 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of Shri Munish Jhajharia (DIN-01108077), Club Membership No. J-176 as President of the Club to hold office from conclusion of this Annual General Meeting until the next election is made".

3. To elect Shri Saurabh Bangur as Vice President of the Club from amongst the Members who has filed his valid nomination and expressed willingness to serve on the Committee of Management from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42 & 44 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of Shri Saurabh Bangur (DIN-00236894), Club Membership No. B-365 as Vice President of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

4. To elect Shri Anupam Shah as Honorary Secretary of the Club, from amongst the Members who have filed valid nomination and expressed their willingness to serve on the Committee of Management from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42 & 44 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of Shri Anupam Shah (DIN-00791701), Club Membership No. S-560, as Honorary Secretary of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

5. To elect Shri Surendra Bagri as Member of the Governing Body of the Club from amongst the Members who has filed his valid nomination and expressed willingness to serve on the Committee of Management from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of Shri Surendra Bagri (DIN-00659888), Club Membership No B-410, as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

6. To elect Shri Ujjal Kumar Dugar as Member of the Governing Body of the Club from amongst the Members who have filed valid nomination and expressed their willingness to serve on the Committee of Management from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of Shri Ujjal Kumar Dugar (DIN-05354422), Club Membership No. D-102, as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

7. To elect Shri Shrish Tapuria as Member of the Governing Body of the Club, from amongst the Members who have filed valid nomination and expressed their willingness to serve on the Committee of Management from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of Shri Shrish Tapuria (DIN-00395964), Club Membership No.T-074, as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

8. To elect Shri Raj Bansal as Member of the Governing Body of the Club, from amongst the Members who have filed valid nomination and expressed their willingness to serve on the Committee of Management from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of Shri Raj Bansal (DIN-00545292), Club Membership No. B-357, as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

9. To elect Shri Anand Daga as Member of the Governing Body of the Club, from amongst the Members who have filed valid nomination and expressed their willingness to serve on the Committee of Management from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of Shri Anand Daga (DIN-00897988), Club Membership No. D-147, as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

10. To elect Shri Rohit Bihani as Member of the Governing Body of the Club from amongst the Members who have filed valid nomination and expressed their willingness to serve on the Committee of Management from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of Shri Rohit Bihani (DIN-00179927), Club Membership No. B-423, as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

11. To elect Shri Naveen Bhatte as Member of the Governing Body of the Club, from amongst the Members who have filed valid nomination and expressed their willingness to serve on the Committee of Management from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of Shri Naveen Bhatte (DIN-00288230), Club Membership No. B-450 as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

12. To elect Shri Piyush Kumar Bhagat as Member of the Governing Body of the Club, from amongst the Members who have filed valid nomination and expressed their willingness to serve on the Committee of Management from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of Shri Piyush Kumar Bhagat (DIN-00088777), Club Membership No. B-364 as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

13. To elect Shri Sanjay Jhunjunwalla as Member of the Governing Body of the Club, from amongst the Members who have filed valid nomination and expressed their willingness to serve on the Committee of Management from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of Shri Sanjay Jhunjunwalla (DIN-00233225), Club Membership No. J-133 as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

14. To elect Shri Amit Kumar Kajaria as Member of the Governing Body of the Club, from amongst the Members who have filed valid nomination and expressed their willingness to serve on the Committee of Management from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of Shri Amit Kumar Kajaria (DIN-00416715), Club Membership No. K-273 as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

15. To elect Shri Rohit Kedia as Member of the Governing Body of the Club, from amongst the Members who have filed valid nomination and expressed their willingness to serve on the Committee of Management from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of Shri Rohit Kedia (DIN-06562024), Club Membership No. K-383 as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

16. To elect Shri Saurabh Agarwal as Member of the Governing Body of the Club, from amongst the Members who have filed valid nomination and expressed their willingness to serve on the Committee of Management from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Article 40, 41, 42, 44 & 46 of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the appointment of Shri Saurabh Agarwal (DIN-00172778), Club Membership No. A-262 as Member of the Governing Body of the Club to hold office from conclusion of this Annual General Meeting until the next election is made”.

17. To approve the re-appointment of M/s Singhi & Co., Chartered Accountants (Firm Registration No. 302049E), as the Statutory Auditors of the Company and in this connection, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

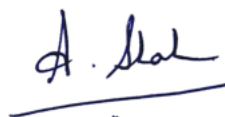
“RESOLVED THAT pursuant to the provisions of Section 139, 141 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014 as amended from time to time, M/s Singhi & Co., Chartered Accountants (Firm Registration No. 302049E), be and is hereby re-appointed as the Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of 93rd Annual General Meeting of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

Registered Office

13/2, Baroj Road, Rabindra Sarobar
Kolkata 700029

Date: 12th August, 2025

**By Order of the Governing Body
for The Bengal Rowing Club**



Name: Anupam Shah

Designation: Director/Honorary Secretary

DIN: 00791701

Address: 17 NB/NC, Block –A, New Alipore
Kolkata 700053

NOTES:

- 1. A member entitled to attend and vote at the meeting is also entitled to appoint proxy to attend and vote on his / her behalf but proxies shall not be given to anyone who is not an ordinary member on the date of the meeting or who is not entitled to vote at the meeting. The proxies, in order to be valid and effective, should be deposited at the registered office of the Club, duly completed and signed, not later than 48 hours before the commencement of the meeting. A person can act as a proxy on behalf of not more than 50 members.**
- 2. The attendance slip and Proxy Form are also annexed herewith.**
- 3. Members/Proxies are requested to bring the attendance slips duly filled in for attending the Meeting. Members are requested to write their Membership Number in the attendance slip for attending the Meeting.**
- 4. The list of members who have filed valid nomination and expressed their willingness to serve on the Committee of Management from the conclusion of this Annual General Meeting to conclusion of the next Annual General Meeting, is annexed herewith and is also available on the Club's website.**
- 5. A member wishing to inspect the proxies is requested to give notice of at least 3 days before the Annual General Meeting and such member is entitled to do so during the period before 24 hours (during the working hours) before commencement of Annual General Meeting.**
- 6. The word 'Company' and 'Club' are used interchangeably.**
- 7. The expression 'Governing Body' means Board of Directors or Directors of the Company.**
- 8. Words importing the masculine gender include the feminine.**
- 9. Members may also note that the Notice of the 88th AGM and the Annual Report for 2024-2025 will also be available on the Club's website www.bengalrowingclub.com for download. The physical copies of the aforesaid documents will also be available at the Club's registered Office situated at 13/2, Baroj Road, Rabindra Sarobar Kolkata - 700029 for inspection during normal business hours on working days.**
- 10. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Club during normal business hours on all working days, up to and including the date of Annual General Meeting.**

NOTE FOR REMOTE E-VOTING:

1. The Club requests members who have not yet registered their email ID with the Club to do so at the earliest.
2. Members are required to cast their vote personally or by proxy. Members who have paid the Club bills till the month of June, 2025 only shall be eligible to cast their vote on the business stated in this notice. The last date for effecting payment is fixed at 31st July, 2025. Vote cast by a Member who fails to effect payment by the said date will be rejected.
3. In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, the Club is pleased to provide Members with the facility to cast their votes through remote e-voting which shall be available to Members from 31st August, 2025 (9.00 A.M.) until 2nd September, 2025 (5.00 P.M.). The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
4. Members who avail of the remote e-voting facility will not be able to vote at the AGM.
5. Members may note the following instructions for casting their votes by remote e-voting :-
 - A. In case a Member receives an e-mail from NSDL [for Members whose e-mail Ids are registered with the Club]:
 - (i) Open e-mail and open PDF file viz.: "BRC e-voting.pdf" with your Membership No as password. The said PDF file contains your User ID and password / PIN for remote e-voting. Please note that the password is an initial password;
 - (ii) Launch internet browser by typing the following URL: [https://www.evoting.nsdl.com/](https://www.evoting.nsdl.com;);
 - (iii) Click on 'Shareholder– Login';
 - (iv) Put User Id and password as 'Initial Password' / PIN noted in step (i) above. Click 'Login';
 - (v) Password change menu will appear. Change the password / PIN with new password of your choice with minimum 8 digits / characters or combination thereof. Note your new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential;
 - (vi) Home page of remote e-voting opens. Click on remote e-voting: 'Active Voting Cycles';
 - (vii) Select 'EVEN' of 'The Bengal Rowing Club';
 - (viii) Now you are ready for remote e-voting as 'Cast Vote' page opens;

- (ix) Cast your vote by selecting appropriate option and click on 'Submit' and also 'Confirm' when prompted;
- (x) Upon confirmation, the message 'Vote cast successfully' will be displayed;
- (xi) Once you have voted on a Resolution, you will not be allowed to modify your vote.

B. In case of any queries / grievances, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the 'Downloads' section of www.evoting.nsdl.com or call on Toll Free No.: 1800222990 or 022-24994738, or at e-mail id: evoting@nsdl.co.in.

C. You can also update your mobile number and e-mail Id in the user profile details of the folio which may be used for sending future communication(s).

- 6. Ms. Mamta Binani, Advocate, has been appointed by the Governing Body of the Club as the Scrutiniser, to scrutinise the voting process in a fair and transparent manner.
- 7. Members who are present at the AGM and did not cast their votes by availing the remote e-voting facility shall be permitted to cast their vote at the AGM.
- 8. The results of the voting along with the report of the scrutinizer shall also be placed on the Club's website www.bengalrowingclub.com and on the website of NSDL. The results shall also be made available on the Notice Board of the Club.



THE BENGAL ROWING CLUB

(A Company Limited by Guarantee)

CIN-U85300WB1929NPL006235

Regd. Off.: 13/2, Baroj Road, Rabindra Sarobar, Kolkata 700029

Reception Desk: (033) 6609-8888, 2419-5651/52, Email: info@bengalrowingclub.com

Website: www.bengalrowingclub.com

Annexure to the notice dated 12th August, 2025 of Annual General Meeting of The Bengal Rowing Club to be held on 3rd September, 2025

List of Members who have filed valid nomination and expressed their willingness to serve on the Committee of Management for the year 2025-26

(Names recommended by the Retiring Committee as per Article 45 of The Articles of Association are marked with *)

Sl. No.	Name	Membership No	DIN	Nomination filed for
1.	Shri Munish Jhajharia*	J-176	01108077	President
2.	Shri Saurabh Bangur*	B-365	00236894	Vice-president
3.	Shri Anupam Shah*	S-560	00791701	Hony. Secretary
4.	Shri Surendra Bagri*	B-410	00659888	Member of Governing Body
5.	Shri Ujjal Kumar Dugar*	D-102	05354422	Member of Governing Body
6.	Shri Shrish Tapuria*	T-074	00395964	Member of Governing Body
7.	Shri Raj Bansal*	B-357	00545292	Member of Governing Body
8.	Shri Anand Daga*	D-147	00897988	Member of Governing Body
9.	Shri Rohit Bihani*	B-423	00179927	Member of Governing Body
10.	Shri Naveen Bhattar*	B-450	00288230	Member of Governing Body
11.	Shri Piyush Kumar Bhagat*	B-364	00088777	Member of Governing Body
12.	Shri Sanjay Jhunhunwalla*	J-133	00233225	Member of Governing Body
13.	Shri Amit Kumar Kajaria *	K-273	00416715	Member of Governing Body
14.	Shri Rohit Kedia *	K-383	06562024	Member of Governing Body
15.	Shri Saurabh Agarwal *	A-262	00172778	Member of Governing Body

Registered Office

13/2, Baroj Road, Rabindra Sarobar
Kolkata 700029

Date: 12th August, 2025

**By Order of the Governing Body
for The Bengal Rowing Club**

Name: Anupam Shah

Designation: Director/Honorary Secretary

DIN: 00791701

Address: 17 NB/NC, Block -A, New Alipore
Kolkata 700053