



NOTICE OF 9TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 9TH ANNUAL GENERAL MEETING (AGM) OF MEMBERS OF M/S LIONS CLUBS INTERNATIONAL FOUNDATION INDIA (THE 'COMPANY') WILL BE HELD THROUGH AUDIO-VIDEO CONFERENCING ("VC") AS ON THURSDAY, 29TH DAY OF SEPTEMBER, 2022 AT 6:30 P.M. IST (CDT 8.00 AM), TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the audited financial statement of the Company for the financial year ended March 31st, 2022 the Reports of the Auditor's and the Directors' thereon.
2. Appointment of M/s P. Sailaja & Associates, Chartered Accountants as the Statutory Auditors of the Company.

To consider and if thought fit to pass with or without modification the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit & Auditors) Rules, 2014 as amended from time to time and subject to approval of the Shareholders at the ensuing Annual General Meeting., M/s P. Sailaja & Associates, Chartered Accountants (Firm Registration No. 143657W), be and are hereby appointed as the Statutory Auditors of the Company for the period of 5 consecutive Financial Years (from 2022-23 upto 2026-27) to hold office from the conclusion of ensuing 09th Annual General Meeting until the conclusion of the AGM of the Company to be held in 2027.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to decide the remuneration of the Statutory Auditors in discussion with them."

**By Order of the Board,
Lions Clubs International Foundation India**

**Gloria Giri
Director
DIN:08985902**

**Place: Mumbai
Date: 12 September 2022**



NOTES:

1. In light of the current pandemic Covid-19 and in accordance with General Circular no. 20/2020 dated 5th May, 2020 issued by Ministry of Corporate Affairs (MCA) read with Circulars dated 8th April, 2020, 13th April, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020, 23rd June, 2021, 08th December, 2021 and 05th May, 2022 (collectively referred to as 'Circulars'); the Annual General Meeting ("AGM") is being held through audio-video conferencing without the physical presence of the Members at a common venue and it shall be deemed that the same is held at the registered office of the Company situated C-604, Trade Star Building, Andheri Kurla Road, Andheri East, Mumbai 400059.
2. In compliance with the said Circulars, an electronic copy of the Notice along with the Annual Report for the financial year ended 31st March, 2022 consisting of financial statements including Board's Report, Auditors' Report and other documents required to be attached therewith (collectively referred to as Notice) have been sent to all members whose e- mail ids are registered with the Company through electronic means and no physical copy of the Notice has been sent by the Company to any member.
3. The Company has undertaken all the necessary measures for registering the email ID's of all the members with the Company.
4. In terms of the aforesaid Circulars, the businesses set out in the Notice will be transacted by the members only through voting by show of hands during the meeting while participating through AVC facility.
5. If the members so desire, a poll may be conducted as per the provisions of Companies Act, 2013. In the event of a poll being conducted:
 - a) The emails have to be sent to the following email address i.e. [REDACTED], the designated email address of the Company for the purpose of voting for the 9th Annual General Meeting;
 - b) The shareholders are requested to cast their votes by sending emails from the email id which they have registered with the Company;
 - c) Emails received from the shareholders from any other email address will not be considered valid for the purpose of voting;
6. The members are requested to follow the following instructions in order to participate in the Meeting through AVC mechanism:



- a. The facility for joining the Meeting shall be kept open 15 minutes before the time scheduled to start the meeting i.e. 6:15 PM IST (7:45 AM CDT) and 15 minutes after the expiry of the said scheduled time i.e. till 6:45 PM IST (8:15 AM CDT);
 - b. Participation of single member shall only be allowed at a time;
 - c. Queries on the accounts and operations of the Company or the businesses covered under the Notice may be sent to [REDACTED] at least 14 hours in advance of the meeting so that the answers may be made readily available at the meeting;
 - d. Members are requested to E-mail at [REDACTED] or call at + [REDACTED] [REDACTED] in case of any technical assistance required at the time of log in/ assessing/ voting.
7. The members are requested to note that since the Meeting is being held through Audio-Video Conferencing, the facility for appointment of proxies shall not be available for the Annual General Meeting of the Company, therefore the Proxy Form and Attendance Slip are not annexed to this Notice.
8. Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested, maintained under Section 189 of the Companies Act, 2013 read with its rule made there under along with all the documents referred to in the Notice will be available for inspection by the members in electronic mode at the Annual General Meeting, and also from the date of circulation of this Notice up to the date of AGM, without any payment of fee by the members. Members seeking to inspect such documents can send an E-mail to [REDACTED].
9. Pursuant to section 112 and 113 of the Companies Act, 2013, representative of members may be appointed for the purpose of participation and voting in the meeting held through Audio-Video conferencing.
10. Authorized Representatives of Corporate Members and Representatives appointed in pursuance of Section 113 of the Companies Act, 2013 intending to attend the meeting are requested to send/present to the Company a Certified Copy of the Board Resolution/Authority Letter authorizing them to attend and vote on their behalf at the meeting in electronic mode to the following email address [REDACTED]
11. All other relevant documents referred to in the accompanying notice shall be made open for inspection by the members only in electronic form at the Meeting on all working days, from the date of circulation of this Notice up to the date of the AGM, i.e. Thursday 29th September, 2021. Members seeking to inspect such documents can send an E-mail to [REDACTED]



Lions Clubs International
FOUNDATION
INDIA

(Company registered under Section 8 of The Companies Act, 2013)

CIN: U85191MH2013NPL248146

C - 604, TRADE STAR, ANDHERI KURLA ROAD, ANDHERI EAST, MUMBAI 400 059, MAHARASHTRA, INDIA

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12. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
13. Since the AGM will be held through Audio-Video Conferencing, the Route Map is not annexed to this Notice.
14. The members are requested to note that for attending the 9th AGM through Audio-Video Conferencing they would be able to attend through the login credentials as mentioned in the instructions and joining information below.



INSTRUCTIONS AND OTHER INFORMATION FOR JOINING THE MEETING

1. The Annual General Meeting shall be conducted through the “Zoom” Application. The Members are requested to install “Zoom” Application and join the meeting using the below credentials:

Zoom Meeting Link

[REDACTED]

[REDACTED]

[REDACTED]

2. Members are encouraged to join the Meeting through Computer / Laptops / Smartphones / IPads with latest internet browsers for better experience.
3. Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their



respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. 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 prior to AGM mentioning their name, certificate number/folio number, E-mail ID, mobile number at [REDACTED]
6. Members who do not wish to speak during the AGM but have queries may send their queries in advance at least 14 hours prior to meeting mentioning their name, certificate number/folio number, Email ID, mobile number at [REDACTED]
7. Those Members who have registered themselves as a speaker will be allowed to express their views/ask questions during the meeting on a priority basis. The Company reserves the right to restrict the number of speakers depending on the availability of time at the AGM.
8. The Shareholders who have not registered themselves can put the question on the chat box available on the screen at the time of the Meeting.
9. The Members may in case of any technical assistance contact [REDACTED] at [REDACTED]