



# RAJASTHAN ROYALS

## NOTICE

NOTICE is hereby given that the Fifteenth Annual General Meeting of the Members of Royal Multisport Private Limited (“the Company”) will be held on Friday, the 29<sup>th</sup> September, 2023 at 5.00 p.m. through Video Conference in compliance of the applicable provisions of the Companies Act, 2013, General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 8, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 5, 2022 and General Circular No. 10/2022 dated December 28, 2022 issued by Ministry of Corporate Affairs:

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The details for accessing and participating in the meeting through video conference are as follows:  
Google meet link: [meet.google.com/bhp-foty-igs](https://meet.google.com/bhp-foty-igs)

The designated email address of Royal Multisport Private Limited is dalip.Pande@rajasthanroyals.com for the members to convey their votes, when a poll is required to be taken during the meeting on any resolution. The helpline number for members who need assistance with the technical difficulties related to video conferencing is 9799455958.

The following items of business shall be transacted at the Annual General Meeting.

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### ORDINARY BUSINESS:

1. To consider and approve
  - (a) audited standalone financial statements for the period ended 31<sup>st</sup> March, 2023 and the report of the Auditors and Directors, thereon.
  - (b) audited consolidated financial statements for the period ended 31<sup>st</sup> March, 2023 and the report of the Auditors and Directors, thereon.

### SPECIAL BUSINESS:

#### **2. APPROVAL AND RATIFICATION OF PLACE OF PROFIT:**

TO CONSIDER AND IF THOUGHT FIT TO PASS WITH OR WITHOUT MODIFICATIONS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to Section 188(1)(f) holding place of profits, and other applicable provisions of the Companies Act, 2013 read with Rule 15(3)(b) of the Companies (Meetings of Board and its Powers) Rules, 2014, the members of the Company do hereby confirm, approve and ratify the payment of long term performance bonus to Mr. Ranjit Rabindranath Barthakur, Director of the Company designated as Chairman of the Company on the terms and conditions as set out herein below:

- Long Term performance bonus 1 of USD 2.00 million (exchange rate prevailing at the time of making the payment) paid in September 2023.
- Long Term performance bonus 2 of USD 2.00 million (exchange rate prevailing at the time of making the payment) payable by September 2024 or earlier date as may be agreed.

#### **Royal Multisport Private Limited**

Fulcrum, B Wing, 103-104, Hiranandani Business Park, Sahar Airport Road, Andheri East, Mumbai 400099

Phone: (+91) 022 6706 0000; Fax: (+91) 022 6706 0001; Website: [www.rajasthanroyals.com](http://www.rajasthanroyals.com)

CIN: U92412MH2008PTC179869

- Long Term performance bonus 3 of USD 3.50 million (exchange rate prevailing at the time of making the payment) payable by September 2025 or earlier date as may be agreed.

RESOLVED FURTHER THAT the details of the above mentioned transaction be updated in Register of Contracts maintained pursuant to Section 189 of the Companies Act, 2013 and Companies (Meetings of Board and its Powers) Rules, 2014 and to be placed before the next Board meeting.

RESOLVED FURTHER THAT any one of the Directors of the Company, be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, to give effect to the above resolution and to sign such other documents as may be necessary, from time to time, on behalf of the Company.”

For and on Behalf of the Board of Directors of  
Royal Multisport Private Limited



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Dalip Pande  
Director  
DIN: 00681378  
Address: EMP-47/Flat No. 302,  
Evershine Millenium Paradise, Near Thakur Cinema,  
Thakur Village, Kandivali East, Mumbai – 400101

Date: 26<sup>th</sup>Septmenber, 2023  
Place: Mumbai

NOTES:

- (a) Corporate Members intending to appoint their Authorized Representatives to participate and vote at the Meeting are requested to provide a certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 authorizing their representative to participate and vote on their behalf at the meeting.
- (b) Explanatory Statement under Section 102 of the Companies Act, 2013 is annexed hereto.
- (c) Attendance Slip is enclosed herewith.

**EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013 AND RULES FRAMED THEREUNDER:**

**Item No. 2:**

**APPROVAL AND RATIFICATION OF PLACE OF PROFIT:**

The Board of Directors of the Company, at their meeting held on 28<sup>th</sup> August, 2023 had passed necessary resolutions to approve long term performance bonus to Mr. Ranjit Rabindranath Barthakur, Director of the Company designated as Chairman of the Company (i.e related party's appointment to any office or place of profit in the company) on terms and conditions as set out in the proposed resolution under item no. 2 of the Notice.

Since the payment of long term performance bonus to Mr. Ranjit Rabindranath Barthakur in the capacity as Chairman of the Company is exceeding the prescribed limit mentioned in rule 15(3)(b) of Companies (Meetings of Board and its Powers) Rules 2014, approval of members is required for the said transaction.

Hence, the Board of Directors of your Company recommends the resolution for the members' approval for remuneration to be given to Mr. Ranjit Rabindranath Barthakur as a Chairman of the Company as set out in the proposed resolution under item no. 2 of the Notice to be approved, as an ordinary Resolution.

Disclosure pursuant to Rule 15(3) of Companies (Meetings of Board and its Powers) Rules 2014 is as under:

a.	Name of the related party	Mr. Ranjit Rabindranath Barthakur (Director of the Company)
b.	Name of the director or key managerial personnel who is related, if any	Mr. Ranjit Rabindranath Barthakur as Director of the Company
c.	Nature of relationship	Mr. Ranjit Rabindranath Barthakur as Director of the Company
d.	Nature, material terms, monetary value and particulars of the contract or arrangements	Confirm, approve and ratify payment of long term performance bonus to Mr. Ranjit Rabindranath Barthakur (Director of the Company) i.e Long Term performance bonus 1 of USD 2.00 million (exchange rate prevailing at the time of making the payment) paid in September 2023; Long Term performance bonus 2 of USD 2.00 million (exchange rate prevailing at the time of making the payment) payable by September 2024 or earlier date as may be agreed; and Long Term performance bonus 3 of USD 3.50 million (exchange rate prevailing at the time of making the payment) payable by September 2025 or earlier date as may be agreed in the capacity as Chairman of the Company (i.e related party's appointment to any office or place of profit in the company).
e.	Any other information relevant or important for the members to take a decision on the proposed resolution	None.

Following are the additional disclosures under section 102 of the Companies Act, 2013:

Particular	Remarks
1. To specify the nature of concern or interest, financial or otherwise, of every director and the manager and of every other key managerial personnel (KMP) and relatives of the said persons.	NIL except Mr. Ranjit Rabindranath Barthakur as Director of the Company.
2. To specify any other information and facts that may enable the members to understand the meaning scope and implications of the items of business and to take a	As above

<p>decision thereon.</p> <p>3. Where any item of Special Business to be transacted at the meeting relates to or affects any other Company, the extent of shareholding interest in that other Company of every promoter director, manager and of every other key managerial personnel of the first mentioned company also to be set out in explanatory statement if such shareholding is not less than two percent of the paid-up share capital of that company.</p> <p>4. Where any document is referred to any Business to be transacted at the meeting, specification of time and place for inspection of such document.</p>	<p>Nil</p> <p>Necessary documents are available for inspection of members at the Registered Office of the Company during normal business hours (10.00 am to 6.00 pm) on any working day, including the date of the Extra-Ordinary General Meeting.</p>
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For and on behalf of the Board of Directors of  
Royal Multisport Private Limited




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Dalip Pande  
Director  
DIN: 00681378  
Address: EMP-47/Flat No. 302,  
Evershine Millenium Paradise, Near Thakur Cinema,  
Thakur Village, Kandivali East, Mumbai – 400101

Date: 26<sup>th</sup>Septmenber, 2023  
Place: Mumbai

**ATTENDANCE SLIP FOR FIFTEENTH ANNUAL GENERAL MEETING**  
**OF**  
**ROYAL MULTISPORT PRIVATE LIMITED**

**Date:** 29<sup>th</sup> September, 2023

**Time:** 5.00 p.m.

**Venue:** Through Video Conferencing.

Name and Registered address  
of Sole / First named member :

Name(s) of Joint Holders, if any :

Ledger Folio / DP ID & Client ID No. :

Number of Shares held :

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Member's Signature