Date: 08.11. 2026

ARYA VIDYA MANDIR ALUMNI ASSOCIATION

Arya Vidya Mandir Alumni Association
3, Modi Chambers, French Bridge
Opera House, Girgaon
Mumbai – 400 004.

NOTICE OF ANNUAL GENERAL BODY MEETING

To,

All Registered Members of the Arya Vidya Mandir Alumni Association,

NOTICE is hereby given, in accordance with Clause 5.1 of the Rules & Regulations of the Association, that the Annual General Body Meeting of the Arya Vidya Mandir Alumni Association will be held as under, to transact the business set out in the Agenda below:

Day & Date: Sunday, 06 December, 2026.

Time: 5:00 PM

Venue: Over Zoom

This notice is issued at least 21 (twenty-one) days in advance of the said meeting, as required under Clause 5.1 of the Rules & Regulations.

AGENDA

1. To read and confirm the minutes of the previous General Body Meeting held on 11.11.2025.

2. To consider, and if thought fit, to pass, with or without modification, the following amendments to the Rules & Regulations of the Association, as set out in the Explanatory Statement and the Consolidated Redline annexed hereto (Annexure A):

- Clause 5.6 (Managing Committee eligibility and term limit)
- Clause 6.4.16 (Managing Committee's rule-making power)
- Clause 11.2 (Tenure of the Managing Committee)
- Clause 11.3 (Managing Committee strength)
- Clause 11.4 (Composition of the Working Committee)
- Clause 13(f) (Handover on election of a new Managing Committee)
- Clause 13(h) (New — declaration/election process for outgoing members continuing under Clause 5.6)
- Clause 20.1 (Repugnancy and notification)

3. Presentation and discussion of financial statements and income taxes for financial year 2025-26.

4. To note and discuss the expected time frame for holding the next Managing Committee elections.

5. To transact any other business with the permission of the Chair.

Note: Amendments to the Rules & Regulations require approval by a two-thirds majority of members present and voting, in accordance with Clause 5.3, and will

be filed in accordance with Clause 31.2 and Sections 12 & 12A of the Societies Registration Act, 1860.

Members may inspect the full text of the existing Rules & Regulations and the proposed amendments at the office of the Association during office hours, or may request a copy from the Joint-Secretary in accordance with Clause 4 of the Rules & Regulations.

By Order of the Managing Committee,



Karan Aswani,

Secretary

Arya Vidya Mandir Alumni Association

Encl.:

1. *Explanatory Statement and Consolidated Redline of Proposed Amendments*
2. *Amended Rules & Regulations (Clean Copy)*
3. *Existing Rules & Regulations (for reference)*

EXPLANATORY STATEMENT

(Under Clause 5.7 read with Clause 31.2 of the Rules & Regulations)

This Explanatory Statement sets out the background and reasons for each of the amendments proposed to the Rules & Regulations of the Arya Vidya Mandir Alumni Association, to be considered at the Annual General Body Meeting convened by the Notice to which this is annexed. The full text of the existing and proposed clauses is set out in the Consolidated Redline, which follows this Explanatory Statement.

1. Background

The Managing Committee has found it increasingly difficult to identify enough willing and eligible candidates to contest Managing Committee elections once members have completed two consecutive terms. This puts the Committee at risk of falling below its minimum prescribed strength. The proposed amendments address this difficulty while keeping safeguards against any member holding office without a fresh mandate.

2. Summary of proposed changes

1. Clause 5.6 — The rule that no member may be elected for more than two consecutive terms, and may return only after a gap of four years, is retained. A temporary exception is added. Where the eligible candidates who are elected or declared elected (other than outgoing members who have completed two consecutive terms) are fewer than the minimum strength of the Managing Committee under Clause 11.3, such outgoing members may continue in office for one additional term only, and only to the extent of the shortfall. If the outgoing members willing to continue do not exceed the shortfall, they are declared to continue in office without a contest. If they exceed it, an election is held strictly amongst them, those receiving the highest number of votes fill the shortfall, and any tie is decided by lots under Clause 13(d). No member may in any case serve more than three consecutive terms, after which a gap of four years applies. The exception does not apply to a member expelled under Clause 6.3 or Clause 6.4.7, or disqualified under Clause 13(g).

2. Clause 6.4.16 — Clarified that the Managing Committee's power to make, amend or modify the rules and bye-laws is subject to Clause 31, removing an inconsistency with the General Body's approval process.

3. Clause 11.2 — The four-year tenure is unchanged. Two provisos are added. First, where a newly elected Committee has not assumed charge on expiry of the outgoing Committee's tenure, the outgoing Committee continues on a caretaker basis, solely to conduct day-to-day affairs, until the election under Clause 13 is completed. Second, the caretaker Committee may not take any major policy, financial, contractual or appointment decision, or any other decision outside ordinary routine administration, except where necessary to protect the interests of the Association. In that case the reasons must be recorded in the minutes and reported to the incoming Committee.

4. Clause 11.3 — The prescribed strength of the Committee is revised from a minimum of 13 and a maximum of 21 members to a minimum of 7 and a maximum of 15 members, including the four office bearers, to reflect actual participation. The clause also confirms that the expressions "Managing Committee" and "Working Committee" refer to the same body. The requirement of a three-fourths General Body majority for creating any additional post is retained.

5. Clause 11.4 — Consequential to the change in Clause 11.3, the Committee comprises the four office bearers plus a minimum of three and a maximum of eleven other Committee members. Honorary Members (maximum two) are not counted towards the minimum or maximum strength and have no voting rights, in line with Clause 6.4.13. The Managing Committee's separate power to create additional office-bearer positions by its own resolution is removed, so that any additional post requires the General Body's approval by a three-fourths majority under Clause 11.3.

6. Clause 13(f) — Aligned with Clause 11.2. After the election of the new Committee, the previous Committee continues on a caretaker basis, for day-to-day affairs only, until the new Committee takes charge. The obligation to hand over funds, properties, books of accounts and documents is unchanged.

7. Clause 13(h) [New] — Sets out the procedure under Clause 5.6. Before declaring the result, the President or the Scrutinizers record in the minutes the number of eligible candidates elected or declared elected, the resulting shortfall from the minimum strength, and the number of outgoing members willing to continue. They then either declare those outgoing members to continue (if they do not exceed the shortfall) or hold an election strictly amongst them (if they do), with any tie decided by lots under Clause 13(d).

8. Clause 20.1 — The statutory reference is updated to the Income-tax Act, 2025, which has replaced the Income-tax Act, 1961 with effect from 1 April 2026, while a reference to the 1961 Act is kept to the extent it remains applicable under the transitional provisions. The requirement to notify amendments to the concerned Government Authority is unchanged.

3. Safeguards against misuse

Members' attention is drawn to the safeguards in the proposed Clause 5.6: (a) other eligible candidates always take priority, and an outgoing member never displaces them; (b) the exception fills only the shortfall below the minimum strength of the Committee; (c) it allows one additional term only, so that no member serves more than three consecutive terms, and a gap of four years applies thereafter; (d) where more outgoing members wish to continue than there are seats to fill, they must contest an election amongst themselves, and those receiving the highest number of votes continue; (e) members expelled under Clause 6.3 or Clause 6.4.7, or disqualified under Clause 13(g), are excluded; (f) Clause 13(h) requires the numbers to be recorded in the minutes before any declaration or election; and (g) a caretaker Committee under Clause 11.2 is limited to routine administration.

4. Recommendation

The Managing Committee recommends that members approve the amendments set out above and in the annexed Consolidated Redline.

RESOLUTION

To be moved at the General Body Meeting held on 06 /12 /2026

"RESOLVED THAT the amendments to Clauses 5.6, 6.4.16, 11.2, 11.3, 11.4, 13(f) and 20.1, and the addition of new Clause 13(h), of the Rules & Regulations of the Arya Vidya Mandir Alumni Association, as set out in the Explanatory Statement and Consolidated Redline annexed to the Notice convening this meeting, be and are hereby approved and adopted with effect from the date of this resolution, subject to such further modification, if any, as may be required by the Registrar of Societies or the Charity Commissioner in the course of registration of this amendment;"

"RESOLVED FURTHER THAT the President and the Secretary of the Association be and are hereby severally authorised to sign, verify, and file all applications, change reports, forms, and affidavits, and to take all such steps as may be necessary or incidental to giving effect to the above resolution, including filings with the Registrar of Societies under Sections 12 and 12A of the Societies Registration Act, 1860, and with the Charity Commissioner under Section 22 of the Maharashtra Public Trusts Act, 1950."

Voting record

Total members present:_____

Votes in favour: [ ] Votes against: [ ] Abstentions: [ ]

Result:

(Note: Confirm that two-thirds of the members present and voting (Clause 5.3) have approved, as required under Clause 31.2 read with Sections 12 & 12A of the Societies Registration Act, 1860.)

Certified as a true record of the resolution passed at the meeting.

_____ _____

President Secretary