



CHENNAI SUPER KINGS CRICKET LIMITED

CIN: U74900TN2014PLC098517

Registered Office : "Dhun Building", 827, Anna Salai, Chennai - 600 002.

Website: www.chennaisuperkings.com E-Mail ID: investor@chennaisuperkings.com

Phone: 044 - 2852 1451

NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the Sixth Annual General Meeting of Chennai Super Kings Cricket Limited will be held at 9:30 A.M. [Indian Standard Time (IST)] on Friday, the 28th August, 2020, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") 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, 2020 and the Report of Directors and Auditors thereon.
2. To consider and if thought fit, to pass with or without modification, the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT Sri PL. Subramanian (DIN: 00549992) who retires by rotation and is eligible for reappointment be and is hereby reappointed as a Director of the Company, subject to retirement by rotation".

SPECIAL BUSINESS:

3. To appoint Smt. E. Jayashree as a Director of the Company and for that purpose to consider and if thought fit, to pass the following ORDINARY RESOLUTION of which notice has been received from a Member of the Company as required under Section 160 of the Companies Act, 2013:

"RESOLVED THAT Smt. E. Jayashree (DIN:07561385) be and is hereby appointed as a Director of the Company, subject to retirement by rotation."

4. Increase in Authorised Share Capital and consequent amendment to Memorandum of Association of the Company:

To consider and if thought fit, to pass with or without modification, the following resolutions as ORDINARY RESOLUTIONS:

"RESOLVED THAT pursuant to the provisions of Sections 13 and 61 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the provisions of the Articles of Association of the Company, the Authorised Share Capital of the Company be and is hereby increased from ₹ 3,13,16,000/- (Rupees Three Crore Thirteen Lakhs Sixteen Thousand only) divided into 31,31,60,000 (Thirty One Crore Thirty One Lakhs Sixty Thousand only) Equity Shares of ₹ 0.10 (Paise Ten only) each to ₹ 6,00,00,000/- (Rupees Six Crore only) divided into 60,00,00,000 (Sixty Crore only) Equity Shares of ₹ 0.10 (Paise Ten only) each by creation of an additional 28,68,40,000 (Twenty Eight Crore Sixty Eight Lakhs Forty Thousand only) Equity Shares of ₹ 0.10 each (Paise Ten only)."

"RESOLVED FURTHER THAT Clause V of the Memorandum of Association of the Company be and is hereby amended by substituting the following Clause in place of existing Clause:

V. The Authorised Share Capital of the Company is ₹ 6,00,00,000/- (Rupees Six Crore only) divided into 60,00,00,000 (Sixty Crore only) Equity Shares of ₹ 0.10 (Paise Ten only) each."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as may be required to give effect to the above resolutions."

5. Alteration to Articles of Association of the Company

To consider and if thought fit, to pass with or without modification the following resolutions as SPECIAL RESOLUTIONS:

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), the existing Article 3(a) of the Articles of Association of the Company be and is hereby altered by substituting the following Article in place of existing Article:

3. (a) The Share Capital of the Company is as detailed in Clause V of the Memorandum of Association of the Company."



"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as may be required to give effect to the above resolution."

NOTES:

1. Members may be aware that in view of the continuing restrictions on the movement of persons at several places in the country due to COVID 19 global pandemic, Ministry of Corporate Affairs, Government of India ("MCA") has, vide its Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively, permitted Companies to conduct the Annual General Meeting (AGM) through Video Conferencing (VC) / Other Audio Visual Means (OAVM). Accordingly, the Annual General Meeting of the members of the Company shall be conducted in virtual mode i.e., through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") ('Virtual AGM'), as per the guidelines issued by the MCA. The deemed venue of this meeting shall be the Registered Office of the Company at 'Dhun Building', 827, Anna Salai, Chennai – 600 002.

Central Depository Services (India) Limited ('CDSL') will be providing facility for voting through remote e-voting, for participation in the AGM through VC / OAVM and e-voting during the AGM. The procedure for participating in the meeting through VC / OAVM is explained in Note No.20 below and is also available on the website of the Company at www.chennaisuperkings.com.

2. Members are hereby informed that the Sixth Annual General Meeting of the Company shall be conducted in virtual mode i.e., through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and there will be no physical meeting of the shareholders taking place at a common venue and physical presence of the members has been dispensed with to participate and vote in the Sixth Annual General Meeting through VC / OAVM.
3. As the AGM is being conducted through virtual mode i.e., VC / OAVM, the facility for appointment of proxies by the members will not be available for the Sixth Annual General Meeting and hence the proxy form, attendance slip and Route map are not annexed to this Notice.

Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

4. Members holding shares in physical form or those who have not registered their e-mail IDs will be allowed to take part in the remote e-voting or through the e-voting system during the Annual General Meeting in virtual mode as per the procedure detailed in Note No. 20 below.
5. Explanatory Statement is annexed to the Notice of the Sixth Annual General Meeting of the Company as required by Section 102 of the Companies Act, 2013 in respect of Items No. 3 to 5.
6. Details pursuant to Secretarial Standard on General Meetings (SS 2) issued by The Institute of Company Secretaries of India in respect of Directors seeking appointment / reappointment at the Annual General Meeting are annexed for items no. 2 and 3 of the Notice convening the Sixth Annual General Meeting of the Company.
7. In case of joint holders attending the Annual General Meeting in virtual mode, only such joint holder who is higher in the order of names as per the Register of Members of the Company, will be entitled to attend and vote.
8. Corporate Members intending to authorise their representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend the AGM through VC / OAVM and cast their votes through e-voting.
9. The Register of Members and Share Transfer Books of the Company will remain closed from 22.08.2020 to 28.08.2020 (both days inclusive).
10. Members are requested to contact the Registrar and Share Transfer Agent (RTA) for all matters connected with the Company's shares at Integrated Registry Management Services Private Limited, 2nd Floor, 'Kences



Towers', No.1, Ramakrishna Street, North Usman Road, T.Nagar, Chennai 600017, Tel.: 044-28140801 to 28140803 & Fax: 044-28142479; Email:corpserve@integratedindia.in.

11. Members holding shares in physical form are requested to notify change of address, if any, to the RTA. Members holding shares in physical form in more than one folio are requested to write to the RTA enclosing their Share Certificates for consolidation of their holdings into one folio.
Members holding shares in the dematerialised mode are requested to intimate all changes with respect to their bank details, mandate, nomination, power of attorney, change of address, etc. to their Depository Participant (DP). These changes will be automatically reflected in the Company's records.
12. The Ministry of Corporate Affairs, vide its notification dated May 7, 2018, has done away with the requirements to place the matter relating to appointment of Auditors for ratification by the members at every Annual General Meeting (AGM). Accordingly, no resolution is proposed at the AGM for ratification of appointment of M/s.Brahmayya & Co., Chartered Accountants, Statutory Auditors, who were appointed in the AGM held on 26th September, 2019 for a term of five years to hold office from the conclusion of the Fifth AGM until the conclusion of the Tenth AGM of the Company.
13. Under the provisions of Section 72 of the Companies Act, 2013, shareholder(s) is / are entitled to nominate, in the prescribed manner, a person to whom his / her / their shares in the Company, shall vest after his / her / their lifetime. Members who are holding shares in physical form and are interested in availing this nomination facility may submit nomination in the prescribed Form SH-13 with the Company / RTA. In respect of shares held in dematerialized form, Members may submit their nomination form with their respective Depository Participants.
14. Members are requested to note that in case of deletion of name of deceased shareholder, transmission and transposition of names in respect of shares held in physical form, submission of self-attested photocopy of PAN Card of the claimant(s), surviving holder(s), legal heir(s) and joint holder(s) respectively, along with necessary documents at the time of lodgement of request for transmission / transposition, is mandatory.
15. In accordance with the General Circular No. 20/2020 dated 5th May, 2020 issued by MCA and in view of prevailing situation on account of COVID 19 and owing to the difficulties involved in dispatching physical copies of the financial statements (including Board's report, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent only by email to those Members who have registered their e-mail address with the Company / Registrar and Share Transfer Agent (in respect of shares held in physical form) or with their DP (in respect of shares held in electronic form) and made available to the Company by the Depositories.
16. The Annual Report containing the said documents including Notice of AGM is also available on the Company's website www.chennaisuperkings.com and on the website of CDSL www.evotingindia.com. from where it can be downloaded. Shareholders may please note that no physical / hard copy of the aforesaid documents will be sent by the Company.
17. Members, who have not registered their e-mail addresses, are requested to register their e-mail addresses with (i) the Depository Participant(s), if the shares are held in electronic form and (ii) with the Company / Registrar & Share Transfer Agent (RTA) of the Company, if the shares are held in physical form.
18. Members holding shares in physical form are requested to submit their PAN and Bank Account Details to RTA / Company by forwarding duly signed letter along with self-attested copy of PAN Card and cancelled cheque leaf. The cancelled cheque leaf should bear the name of the Member. In the alternative, Members are requested to submit a copy of bank passbook / statement issued by the Bank.
19. Securities of unlisted companies can only be transferred in dematerialised form with effect from 2nd October, 2018, except in case of request received for transmission or transposition of securities. In view of the above, members are advised to dematerialise equity shares held by them in physical form.



20. INSTRUCTIONS FOR REMOTE E-VOTING, E-VOTING AND JOINING THE AGM THROUGH VC / OAVM

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and the Secretarial Standards issued by the Institute of Company Secretaries of India and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020, the Company is pleased to provide to its Members the facility of remote e-voting and voting through e-voting system during the AGM in respect of the businesses to be transacted at the Annual General Meeting (AGM). For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for providing the facility to the Members to cast their vote through electronic means, as the authorized e-voting Agency.

The Members can join the Annual General Meeting in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure detailed below. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large shareholders i.e., shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc., who are allowed to attend the Annual General Meeting without restriction on account of first come first served basis.

The members who have cast their vote by remote e-Voting prior to the AGM may also attend and participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.

In line with the Ministry of Corporate Affairs Circular dated April 13, 2020, the Notice of the AGM has been uploaded on the website of the Company at www.chennaisuperkings.com. The Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

I The instructions for e-voting are as under:

- (i) Shareholders should log on to the e-voting website www.evotingindia.com.
- (ii) Click on "Shareholders" module
- (iii) Enter your User ID (For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID, Members holding shares in Physical Form should enter Folio Number registered with the Company).

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login -Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

Enter the Image Verification as displayed and Click on Login.

- (iv) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
If you are a first time user follow the steps given in points (v) and (vi).
- (v) Fill up the following details in the appropriate boxes:
For Members holding shares both in Demat and Physical Form
PAN* : Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department.
*Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the sequence number (Sequence number has been provided as Serial number in the e-mail sent to Members) in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name. Eg. If your name is Deepak Raj with sequence number 1 then enter DE00000001 in the PAN field.



DOB # : Enter the Date of Birth in dd/mm/yyyy format, as recorded in your demat account or in the company records for the said demat account or folio number.

Dividend Bank Details # : Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio number in the Dividend Bank Details field.

Please enter any one of the details in order to login. In case both the details are not recorded with the depository and company please enter the Member ID / folio number in the Dividend Bank details field as mentioned in instruction (iii).

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Members holding shares in physical form will reach directly the Company selection screen. However, Members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting on resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for CHENNAI SUPER KINGS CRICKET LIMITED.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “Resolutions File Link” if you wish to view the entire Resolutions.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by you by clicking on “Click here to print” option on the Voting page.
- (xv) If Demat account holder has forgotten the login password then Enter the User ID and Captcha Code (image verification code) and click on FORGOT PASSWORD and enter the details as prompted by the system.
- (xvi) Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same. Alternatively Non Individual shareholders are required to send the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address at investor@chennaisuperkings.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system, for the scrutinizer to verify the same.



(xvii) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective store. Please follow the instructions as prompted by the mobile app while Remote e-voting on your mobile.

II. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE COMPANY / RTA / DEPOSITORIES, FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

- (i) Shareholders holding shares in Physical form: Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), Aadhaar (self attested scanned copy of Aadhaar Card) by email to Company/RTA at the email IDs at investor@chennaisuperkings.com or corpserv@integratedindia.in.
- (ii) Shareholders holding shares in Demat form: Please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name of Shareholder, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), Aadhaar (self attested scanned copy of Aadhaar Card) to Company/RTA at the email IDs at investor@chennaisuperkings.com or corpserv@integratedindia.in.

The Company/RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders.

III. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

- (i) Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- (ii) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- (iii) Further shareholders will be required to allow camera and use Internet with a good speed to avoid any disturbance during the meeting.
- (iv) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuations in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
- (v) Shareholders who would like to express their views / ask questions / seek any information with regard to any items of business to be transacted at the AGM during the meeting may register themselves as a speaker by sending their request from their registered email ID in advance i.e., on or before 24th August, 2020 mentioning their name, demat account number / folio number, email id, mobile number to the Company at investor@chennaisuperkings.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance i.e., on or before 24th August, 2020 mentioning their name, demat account number / folio number, email id, mobile number at investor@chennaisuperkings.com. These queries will be replied to by the company suitably.
- (vi) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

IV. INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

- (i) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- (ii) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.



- (iii) If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- (iv) Shareholders who have voted already through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- V. If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).
- All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.
- VI. The Shareholders can also update their mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- VII. The e-voting period commences on 25.08.2020 (9:00A.M) and ends on 27.08.2020 (5:00 P.M). During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 21.08.2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- Any person, who acquires shares of the Company and becomes a member of the Company after forwarding of the Notice and holding shares as of the cut-off date i.e. 21.08 2020 may obtain the login ID and password by sending an email to investor@chennaisuperkings.com or corpserv@integratedindia.in or helpdesk.evoting@cdslindia.com by mentioning their DP ID and Client ID No.
- A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting and e-voting system on the date of AGM.
- VIII. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. 21.08.2020.
- IX. Smt.P.R.Sudha, practicing Company Secretary (C P No.4468) has been appointed as the Scrutinizer to scrutinize the process of remote e-voting and e-voting during AGM in a fair and transparent manner.
- X. The Scrutinizer shall immediately after the conclusion of e-voting at the AGM through VC /OAVM mode, first download and count the votes cast at the meeting and thereafter unblock the votes cast through remote e-Voting and shall submit, not later than forty-eight hours from the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XI. The Results declared along with the report of the Scrutinizer shall be placed on the Company’s website at www.chennaisuperkings.com and on the website of CDSL at www.evotingindia.com immediately after the declaration of result by the Chairman or a person authorized by him in writing.

(By Order of the Board)
for CHENNAI SUPER KINGS CRICKET LIMITED

Place : Chennai
Date : 18.07.2020

K.S.VISWANATHAN
WHOLETEIME DIRECTOR
DIN: 06965671



PURSUANT TO SECRETARIAL STANDARD ON GENERAL MEETINGS (SS2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA, FOLLOWING INFORMATION ARE FURNISHED ABOUT THE DIRECTORS PROPOSED TO BE APPOINTED / REAPPOINTED, VIDE ITEMS NO.2 AND 3 OF THE NOTICE CONVENING THE 6TH ANNUAL GENERAL MEETING OF THE COMPANY.

(i)	Name of the Director	:	Sri PL. Subramanian
	Date of Birth	:	16 th May, 1945
	Date of appointment on the Board as Director	:	19 th January, 2018
	Qualification	:	B.E. (Mechanical)
	Brief Profile / Experience	:	Sri PL. Subramanian retired as Executive President (Operations) after 30 years of service in The India Cements Limited. Besides a sports enthusiastic, Sri PL. Subramanian is a technical expert having 47 years of overall corporate experience in various capacities like Head of Plants, Projects, Operations, Management etc. and was quite successful in execution and commencement of various Cement, Sugar and Power Plants.
	Number of equity shares held in the Company by the Director or for other persons on a beneficial basis	:	18440
	List of outside Directorships held in Public Companies	:	Coromandel Electric Company Limited India Cements Infrastructures Limited
	Chairman / Member of the Committees of board of Directors of other Companies in which he is a Director	:	Nil
	Relationships between directors inter-se / Key Managerial Personnel	:	Nil
Number of Meetings of the Board attended during the year	:	4	
(ii)	Name of the Director	:	Smt. E. Jayashree
	Date of Birth	:	24 th August, 1972
	Date of appointment on the Board as Director	:	19 th March, 2020
	Qualification	:	B.com, PGDBA, ACS
	Brief Profile / Experience	:	Smt. E. Jayashree has an overall corporate experience of more than two decades in secretarial, legal and other related areas of importance.
	Number of equity shares held in the Company by the Director or for other persons on a beneficial basis	:	1500
	List of outside Directorships held in Public Companies	:	India Cements Capital Limited
	Chairman / Member of the Committees of board of Directors of other Companies in which she is a Director	:	Nil
	Relationships between directors inter-se / Key Managerial Personnel	:	Nil
Number of Meetings of the Board attended during the year	:	1	



EXPLANATORY STATEMENT ANNEXED TO THE NOTICE OF THE SIXTH ANNUAL GENERAL MEETING OF THE COMPANY AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013, IN RESPECT OF ITEMS NO. 3 TO 5 OF THE SAID NOTICE.

Item No.3

The Board, based on the recommendation of the Nomination and Remuneration Committee, co-opted Smt. E. Jayashree (DIN 07561385) as an additional Director on the Company's Board with effect from 19th March, 2020 and she will hold the office upto the date of the Sixth Annual General Meeting of the Company. Smt. E. Jayashree is a Graduate in Commerce and a qualified Company Secretary besides holding a Post-Graduate Diploma in Business Administration. She has an overall corporate experience of more than two decades in secretarial, legal and other related areas of importance.

Notice in writing under Section 160 of the Companies Act, 2013 has been received from a member signifying his intention to propose the appointment of Smt. E. Jayashree as a Director of the Company liable to retirement by rotation.

The Board recommends the Ordinary Resolution as set out in Item No.3 of the Notice convening the Sixth Annual General Meeting of the Company for approval of the Members.

Interest of Directors and Key Managerial Personnel:

None of the Directors except Smt. E. Jayashree and none of Key Managerial Personnel of the Company or their relatives is directly or indirectly concerned or interested, financially or otherwise, in this resolution.

Items No.4 & 5

In furtherance of its business objectives as envisaged in the Object Clause of the Memorandum of Association, the Company has plans to expand its operations like nourishing, establishing, promoting, developing and improving cricket, other sports and allied activities across the State including the rural areas in the future. The Company, in the course of its business, may consider raising resources for such expansion of business, capital expenditure and other business purposes by issuing Equity Shares and / or Securities convertible into Equity Shares and / or any other securities linked with equity shares (Securities), after obtaining requisite approvals, as may be applicable. The Company had issued and allotted Optionally Convertible Debentures (OCDs) amounting to Rs.65 Crore, which may, at the option of the Investor, be converted into Equity Shares on or before 22nd January, 2023, as per the terms of issue. Assuming that all OCDs are opted for conversion, the paid-up Equity Share Capital of the Company will increase from Rs.3.08 Crore to Rs.3.79 Crore.

The present Authorised Share Capital of the Company is Rs.3,13,16,000/- divided into 31,31,60,000 Equity Shares of Re.0.10 each.

Any further offerings of such Securities and conversion of any OCDs, as aforesaid, may lead to increase in the Subscribed and Paid-up Equity Share Capital of the Company beyond the present limit of Authorised Share Capital. Hence, the resolution for increasing the limit of the Authorised Share Capital to Rs.6 Crore and to make consequent amendment to the relevant Clauses of the Memorandum and Articles of Association of the Company.

The Board recommends the resolutions set out in items No. 4 and 5 of the Notice convening the Sixth Annual General Meeting of the Company for approval of Members.

Inspection of documents:

The Memorandum and Articles of Association of the Company is available for inspection of members on the website of the Company at www.chennaisuperkings.com and at the Registered Office of the Company between 11.00 a.m. and 1.00 p.m. on any working day, prior to the date of the meeting.

Interest of Directors and Key Managerial Personnel:

None of the Directors and none of Key Managerial Personnel of the Company or their relatives is directly or indirectly concerned or interested, financially or otherwise, in these resolutions.

(By Order of the Board)
for CHENNAI SUPER KINGS CRICKET LIMITED

Place : Chennai
Date : 18.07.2020

K.S.VISWANATHAN
WHOLETIME DIRECTOR
DIN: 06965671