

# CHENNAI SUPER KINGS CRICKET LIMITED

CIN: U74900TN2014PLC098517

Registered Office : "Dhun Building", 827, Anna Salai, Chennai - 600 002.  
Website: [www.chennaisuperkings.com](http://www.chennaisuperkings.com) E-Mail ID: [investor@chennaisuperkings.com](mailto:investor@chennaisuperkings.com)  
Phone: 044 - 2852 1451



## NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the Eleventh Annual General Meeting of Chennai Super Kings Cricket Limited will be held at 11.00 A.M. [Indian Standard Time] (IST) on Saturday, the 27<sup>th</sup> September, 2025, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2025 and the Reports of Directors and Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2025 and the Report of Auditors thereon.
3. To declare dividend on Equity Shares for the financial year ended 31<sup>st</sup> March, 2025.
4. To consider and if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT Mr.Rakesh Singh (DIN: 07563110), 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:

5. To appoint Mr.N.Srinivasan 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 Mr.N.Srinivasan (DIN:00116726) be and is hereby appointed as a Director of the Company, subject to retirement by rotation."

6. To appoint Ms.Rupa Gurunath 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 Ms.Rupa Gurunath (DIN: 01711965) be and is hereby appointed as a Director of the Company."

7. To consider and if thought fit, to pass the following resolutions as ORDINARY RESOLUTIONS:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactments thereof for the time being in force) ('the Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, framed thereunder (including any amendment thereof for the time being in force), other applicable laws and regulations, if any, Articles of Association of the Company and subject to requisite approvals, as may be required, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, the Company hereby accords its approval and consent for the appointment of Ms.Rupa Gurunath (DIN: 01711965) as Wholetime Director of the Company for a period of five years with effect from 24<sup>th</sup> August 2025 and for the payment of remuneration to her for her services as Wholetime Director as set out hereunder:

(a) Salary: ₹ 25,00,000/- per month.



- (b) Commission: Such percentage of commission (in addition to salary, allowances, perquisites and benefits hereinafter stated) calculated with reference to the net profit of the Company for each financial year as may be fixed by the Board of Directors which together with salary and monetary value of allowances, perquisites and benefits shall not exceed the ceiling laid down under Section 197 of the Companies Act, 2013.
- (c) Allowances and other Perquisites:
  - i) Housing: Rent free accommodation will be provided to the Wholetime Director for which 10% of salary will be recovered. In case no accommodation is provided by the Company, house rent allowance at 30% of salary, shall be paid. In addition, the Wholetime Director shall be allowed free use of the Company owned furniture and other consumer durables, as required.
  - ii) Others: The Wholetime Director will also be entitled to other allowances and perquisites together with reimbursement of expenses or allowances for utilities such as gas, electricity, water, furnishings and repairs, medical reimbursement, leave travel allowance for self and family, club fees, personal accident insurance and such other perquisites and allowances in accordance with the rules of the Company or as may be agreed to by the Board of Directors with the Wholetime Director, so however, that the value of such perquisites and allowances will be subject to a maximum of 45% of the annual salary. Perquisites and allowances shall be evaluated as per Income Tax Rules, wherever applicable. In the absence of any such rules, perquisites and allowances shall be evaluated at actual cost. Provision for the use of Company's car for official duties and telephone, telefax, audio / video conferencing and other communication facilities at residence shall not be included in the computation of perquisites and allowances for the purpose of calculating the said ceiling. Company's contribution to Provident Fund and Superannuation Fund, Gratuity payable as per the rules of the Company applicable to senior management personnel and encashment of leave at the end of tenure shall not be included in the computation of limits for the perquisites and allowances as aforesaid."
  - iii) Reimbursement of Medical Expenses incurred for Self, Spouse and Dependents subject to a maximum of Rs.25,00,000/- per annum.

“RESOLVED FURTHER THAT the remuneration by way of Salary, allowances, perquisites and other benefits as specified above, including commission, payable to Ms.Rupa Gurunath, Wholetime Director, during her tenure of office will be in accordance with the provisions of Section 197 of the Companies Act, 2013 read with Schedule V to the Act.”

“RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during her term of office, the Company will pay remuneration by way of salary, allowances, perquisites and benefits as specified above as minimum remuneration per annum to Ms.Rupa Gurunath, Wholetime Director, subject to obtaining any other requisite approvals.”

“RESOLVED FURTHER THAT the scope and quantum of remuneration specified herein above, may be enhanced, enlarged or varied by the Board of Directors in conformity to the relevant provisions of the Act and/or the Rules and Regulations, including any amendments thereto and/or such guidelines as may be stipulated by the Government of India from time to time, so however, the overall enhancement of the amount under each head as specified above shall not exceed 10% per annum during the tenure of her office as Wholetime Director of the Company.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take all necessary steps as may be required to give effect to the aforesaid resolutions.



8. To consider and if thought fit, to pass the following resolutions as SPECIAL RESOLUTIONS:

“RESOLVED THAT pursuant to the provisions of Section 13 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 Main Object clause of the Memorandum of Association of the Company be and is hereby altered and amended as follows:

The following existing Clause III(a)(5) of the Objects clause of the Memorandum of Association of the Company-

“5. To plan, develop, construct, establish, run, acquire, takeover, manage, maintain, utilize, administer television sports channel and other audio and / or visual medias, sports and games related infrastructure and facilities, play fields, courts, stadia, lands, grounds, including lighting, furnishings, illumination, air conditioning, audio, video, digital displays, sound infrastructure, furniture and fixtures, pitch management and maintenance, weather-proof and protection and jobs, works, facilities of similar nature.”

be replaced with the following clause-

“5. To plan, develop, construct, establish, run, acquire, takeover, manage, maintain, utilize, administer television sports channel and other audio and / or visual medias, sports and games related infrastructure and facilities, play fields, courts, stadia, lands, grounds, high performance centres and multi-purpose utility centres, including lighting, furnishings, illumination, air conditioning, audio, video, digital displays, sound infrastructure, furniture and fixtures, pitch management and maintenance, weather-proof and protection and jobs, works, facilities of similar nature and to let on lease or let out on rent any of the aforesaid play fields, courts, stadia, lands, grounds, multi-purpose utility centres to any person for various purposes to manage costs and render profitable any of the aforesaid Company’s properties.”

“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.”

9. To consider and if thought fit, to pass the following resolutions as SPECIAL RESOLUTIONS:

“RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions, as may be necessary, consent of the Company be and is hereby accorded to the Board of Directors of the Company, to give any loan to any person or other body corporate and/or give any guarantee or provide security in connection with a loan to any other body corporate or person and/or acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, from time to time, on such terms and conditions as may be decided by the Board of Directors, for an aggregate amount, outstanding at any time, upto Rs.750,00,00,000/- (Rupees Seven Hundred and Fifty Crore Only) or the limits prescribed under Section 186 of the Companies Act, 2013 (i.e. higher of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company), for the time being in force, whichever is higher.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to negotiate, finalise and settle all the terms and conditions and to modify / change such terms and conditions, as may be considered necessary and proper and in the best interests of the Company, in connection with giving any loans / guarantees, providing any securities and making any investments within the aforesaid overall limits and to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the aforesaid resolution.”

**NOTES:**

1. Explanatory Statement is annexed to the Notice of the Eleventh Annual General Meeting of the Company as required by Section 102 of the Companies Act, 2013 in respect of Items No.5 to 9.
2. 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.4 to 7 of the Notice convening the Eleventh Annual General Meeting of the Company.
3. Pursuant to General Circular No. 09/2024 dated 19<sup>th</sup> September 2024 issued by Ministry of Corporate Affairs, Government of India ("MCA"), Companies are permitted to conduct the Annual General Meeting (AGM) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). Accordingly, the Eleventh 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 remote e-Voting, participating in the meeting through VC / OAVM and vote during the AGM through e-Voting system is explained in Note No.18 below and is also available on the website of the Company at [www.chennaisuperkings.com](http://www.chennaisuperkings.com)
4. Members are hereby informed that the Eleventh 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 Eleventh Annual General Meeting of the Company.

The attendance of 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.

5. In accordance with the provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014 and Secretarial Standard on General Meetings (SS-2) and the General Circular No. 09/2024 dated 19<sup>th</sup> September 2024 issued by MCA, the Annual Report containing the Notice of Eleventh Annual General Meeting, financial statements, Board's report, Auditor's report and other documents required to be attached therewith are being sent only by e-mail to those Members who have registered their e-mail address with the Company / Registrar and Share Transfer Agent viz., Integrated Registry Management Services Private Limited (RTA) (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.

In line with the circulars issued by MCA, the Annual Report containing the said documents including Notice of AGM is also made available on the Company's website [www.chennaisuperkings.com](http://www.chennaisuperkings.com) and on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. [www.evotingindia.com](http://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.

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.

6. Pursuant to the Circular No.14/2020 dated 8th April 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the proxy form, attendance slip and Route map are not annexed to this Notice. However, the Bodies Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.



Corporate Members intending to authorize their representatives to attend the AGM through VC/ OAVM and vote through e-Voting are requested to send to the Company a certified copy of the Board Resolution authorising their representatives to attend the AGM through VC/ OAVM and cast their votes through e-Voting.

7. 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 mentioned in Note No.18 of the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 members on first come first served basis. This will not include large shareholders (Shareholders holding 2% or more shareholding), promoters, Institution 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.

A Member may participate in the AGM in the VC/OAVM mode even after exercising his right to vote through remote e-Voting but shall not be allowed to vote again at the AGM. In case of joint holders attending the AGM 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. 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 AGM in virtual mode as per the procedure detailed in Note No.18 below.
9. The Register of Members and Share Transfer Books of the Company will remain closed from 21.09.2025 to 27.09.2025 (both days inclusive).
10. The equity dividend as recommended by the Board, if approved at the Annual General Meeting, will be paid on or before 26.10.2025 to those Members (or their mandatees) whose names will appear in the Company's Register of Members as on 20.09.2025. In respect of shares held in electronic form, the dividend will be paid on the basis of beneficial ownership as per details furnished by the depositories for this purpose.

Members are requested to update their KYC, Bank account details including residential status and Permanent Account Number (PAN) and Category as per Income Tax Act (IT Act), with their DPs (where the shares are held in demat form) and with the RTA (where the shares are held in physical form) on or before 14.09.2025 in order to process the dividend payment directly into their bank accounts on the payout date and to be in compliance with Tax Deducted at Source (TDS) requirement under IT Act.

**Shares held in physical form:** Shareholders who have not updated their mandate for receiving the dividends directly in their bank accounts through Electronic Clearing Services (ECS) or any other means ("Electronic Bank Mandate"), can register their Electronic Bank Mandate to receive dividends directly into their bank account electronically, by sending following details / documents, in addition to the documents mentioned in the above para, to the Company / RTA:

- a) Name and Branch of the bank in which dividend is to be received;
- b) Bank account type;
- c) Bank Account Number allotted by your bank after implementation of Core Banking Solutions;
- d) 11 digit IFS Code;
- e) 9 digit MICR Code Number; and
- f) Self-attested scanned copy of cancelled cheque bearing the name of the member or first holder, in case shares are held jointly.

**Shares held in Demat Form:** Please contact your Depository Participant (DP) and get your e-mail ID and Bank Account details registered / updated in your Demat Account by your DP.

In the event the Company is unable to pay the dividend to any Shareholder by electronic means, due to non-registration of Bank Account or for any other reasons, the Company shall arrange payment of the same in consultation with the payee bank.



## **11. DEDUCTION OF TAX AT SOURCE ON DIVIDEND:**

Pursuant to the provisions of the Income Tax Act, 1961, as amended by the Finance Act, 2020, dividend income will be taxable in the hands of the Shareholders with effect from 01.04.2020. The Company is required to deduct Tax at Source (TDS) from the dividend payable to the Shareholders at prescribed rates in the Income Tax Act, 1961. In order to enable the Company to determine the appropriate TDS rate as applicable for various categories of Shareholders, members are requested to refer to the Income Tax Act for the same and update their details viz., Residential Status, PAN, Category as per the Income Tax with their Depository Participants (in case shares are held in Demat form) or forward the same to the Company / RTA at [investor@chennaisuperkings.com](mailto:investor@chennaisuperkings.com) / [einward@integratedindia.in](mailto:einward@integratedindia.in) (in case shares are held in physical form).

Declaration in Form No. 15G / Form 15H, as applicable, fulfilling certain conditions to claim exemption from deduction of tax at source should be uploaded along with necessary supporting documents on the RTA's weblink - <https://ipostatus.integratedregistry.in/TaxExemptionRegistration.aspx> on or before 14.09.2025 by selecting CHENNAI SUPER KINGS CRICKET LIMITED as the Company from the drop-down list in the aforesaid weblink. Please download Form 15G / 15H from the Income Tax website [www.incometaxindia.gov.in](http://www.incometaxindia.gov.in). No communication would be accepted from members beyond 14.09.2025 regarding the tax on dividend matters.

12. 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:[einward@integratedindia.in](mailto:einward@integratedindia.in).

Members holding shares in physical form are requested to notify all changes with respect to their bank details, mandate, nomination, power of attorney, change of address, etc., to the RTA. Members holding shares in physical form in more than one folio are requested to write to the RTA immediately 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.

13. The Register of Directors and Key Managerial Personnel and their shareholding, as maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested, as maintained under Section 189 of the Act, will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for inspection of Members on the website of the Company at [www.chennaisuperkings.com](http://www.chennaisuperkings.com) and at the Registered Office of the Company between 11.00 A.M. and 01.00 P.M. on any working day, prior to the date of the meeting.
14. 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.
15. 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 lodgment of request for transmission / transposition, is mandatory.
16. 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. Alternatively, Members are requested to submit a copy of bank passbook / statement issued by the Bank.



17. 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.
18. Voting through electronic means:

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), Secretarial Standards issued by The Institute of Company Secretaries of India and the Circulars issued by the Ministry of Corporate Affairs, the Company is providing facility of remote e-voting to its Members in respect of the business 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 facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the Annual General Meeting will be provided by CDSL.

In line with MCA Circulars, the Notice of the AGM has been uploaded on the website of the Company at [www.chennaisuperkings.com](http://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](http://www.evotingindia.com).

## **I THE INSTRUCTIONS TO SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The remote e-voting period commences on 24.09.2025 (09.00 A.M. IST) and ends on 26.09.2025 (05.00 P.M. IST). During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 20.09.2025, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the AGM.
- (iii) Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to the entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants.

Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.



Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"><li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit <a href="http://www.cDSLindia.com">www.cDSLindia.com</a> and click on Login icon and select New System Myeasi.</li><li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website: <a href="http://www.cDSLindia.com">www.cDSLindia.com</a> and click on login &amp; New System Myeasi Tab &amp; then click on registration option.</li><li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on <a href="http://www.cDSLindia.com">www.cDSLindia.com</a> home page or click on <a href="https://evoting.cDSLindia.com/Evoting/EvotingLogin">https://evoting.cDSLindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li></ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"><li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/ideasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/ideasDirectReg.jsp</a></li></ol>



Type of shareholders	Login Method
	<p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/ Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at Toll free No. 1800 21 099 11.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at Toll free No.: 022 - 4886 7000 and 022 - 2499 7000.

**Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.



- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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 for 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 shareholders 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 Resolution details.
- (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 clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.



**(xvii) Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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](mailto: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 will be mapped automatically & can be delinked in case of any wrong mapping.
- It is mandatory that, 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 at the email address viz; [sudha.pr2@gmail.com](mailto:sudha.pr2@gmail.com) or [sudha\\_pr@yahoo.com](mailto:sudha_pr@yahoo.com) and to the Company at [investor@chennaisuperkings.com](mailto: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.

**II INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM AND E-VOTING DURING THE AGM ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions/seek any information during the meeting with regard to any item(s) of business to be transacted at the AGM may register themselves as a speaker by sending their request from the registered email id in advance at least i.e., on or before 20.09.2025 mentioning their name, demat account number/folio number, email id, mobile number at [investor@chennaisuperkings.com](mailto: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 20.09.2025 mentioning their name, demat account number/folio number, email id, mobile number at [investor@chennaisuperkings.com](mailto:investor@chennaisuperkings.com). These queries will be replied to by the company suitably.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time at the AGM.
9. 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.



10. 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.

### **III PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES**

1. For 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 along with your email id & Mobile No. to be updated) by email to Company at [investor@chennaisuperkings.com](mailto:investor@chennaisuperkings.com) or to RTA at [einward@integratedindia.in](mailto:einward@integratedindia.in).
2. For shareholders holding shares in Demat form- Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

IV If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 099 11.

V All grievances connected with the facility for voting by electronic means may be addressed to Mr.Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mills Compound, N M Joshi Marg, Lower Parel (East), Mumbai 400 013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free No.1800 21 099 11.

VI 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).

VII 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. 20.09.2025.

VIII Smt.P.R.Sudha, Company Secretary in Practice (Membership No.F6046, C.P.No.4468), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

IX Any person, who acquires shares of the Company and becomes a member of the Company after forwarding the notice and holding as of the cut-off date i.e. 20.09.2025, may obtain the login ID and password by sending an email to [investor@chennaisuperkings.com](mailto:investor@chennaisuperkings.com) or [einward@integratedindia.in](mailto:einward@integratedindia.in) or [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) by mentioning their DP ID and Client ID No.

X A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting or e-Voting during the AGM.

XI The Scrutinizer shall after the conclusion of voting at the general meeting in VC /OAVM mode, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-Voting and shall submit, not later than three days 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.

XII The Results declared along with the report of the Scrutinizer shall be placed on the Company's website [www.chennaisuperkings.com](http://www.chennaisuperkings.com) and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com) 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 : 24.08.2025

K.S.VISWANATHAN  
MANAGING DIRECTOR  
DIN: 06965671



**PURSUANT TO SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA, FOLLOWING INFORMATION ARE FURNISHED ABOUT THE DIRECTORS PROPOSED TO BE APPOINTED / REAPPOINTED, VIDE ITEMS NO. 4 TO 7 OF THE NOTICE CONVENING THE 11<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY**

**ITEM NO. 4**

(i)	Name of the Director	:	Mr. Rakesh Singh
	Director Identification Number (DIN)	:	07563110
	Date of Birth & Age	:	30 <sup>th</sup> June 1961, 64 Years
	Date of first appointment on the Board as Director	:	26 <sup>th</sup> March, 2018
	Date of last reappointment as Director	:	18 <sup>th</sup> September, 2021
	Category of Directorship	:	Non-independent, Non-executive Director liable to retire by rotation
	Qualification	:	B.Tech (Mech), PGDBM
	Brief Profile / Experience	:	Mr. Rakesh Singh is a Mechanical Engineer holding a Post Graduate Diploma in Business Management from XLRI. He has more than 3 decades of extensive and varied experience in the cement industry, in-charge of Marketing, Operations, Planning and Administration etc. He has been associated with the Company as a Director since 2018. Besides his experience, he is an avid lover of sports and games including cricket.
	Remuneration paid and proposed to be paid	:	Nil
	Number of equity shares held in the Company by the Director or for other persons on a beneficial basis	:	Nil
	List of outside Directorships held in Public Companies	:	Coromandel Sugars Limited Raasi Cement Limited Coromandel Electric Company Limited
	Chairman/Member of the Committees of Board of Directors of the Company	:	CSR Committee - Member
	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
	No. of Meetings of the Board attended during the year	:	6

**ITEM NO. 5**

(ii)	Name of the Director	:	Mr. N. Srinivasan
	Director Identification Number (DIN)	:	00116726
	Date of Birth & Age	:	3 <sup>rd</sup> January, 1945 & 80 years
	Date of first appointment on the Board as Director	:	10 <sup>th</sup> February, 2025
	Date of last reappointment as Director	:	Not Applicable
	Category of Directorship	:	Promoter, Non-Executive Director, Liable to retire by rotation
	Qualification	:	B.Sc., (Tech.), M.S. (IIT), Chicago
	Brief Profile / Experience	:	<p>Mr.N.Srinivasan is an eminent industrialist having five decades of experience in Cement Industry. Under his leadership, The India Cements Limited, one of India's leading cement companies grew manifold due to his successful and timely execution of various capital expenditure plans and expansion of capacities and emerged as one of the largest cement Companies in South India.</p> <p>He is an avid fan of Cricket and has been the driving force behind the exponential growth of the game in India and globally. He was the first Chairman of International Cricket Council (ICC) and has led Board of Control for Cricket in India (BCCI) to new heights when he was at the helm. He has also led the Tamil Nadu Cricket Association for more than a decade and has occupied various positions of leadership in different sporting bodies across the Nation.</p>
	Remuneration paid and proposed to be paid	:	Nil
	Number of equity shares held in the Company by the Director or for other persons on a beneficial basis	:	4,27,400
	List of outside Directorships held in Public Companies	:	Coromandel Electric Company Limited Coromandel Sugars Limited
	Chairman/Member of the Committees of Board of Directors of the Company	:	Nil
	Chairman/Member of the Committees of Board of Directors of other Companies in which he is a Director	:	<u>Coromandel Sugars Limited</u> CSR Committee- Chairman <u>Coromandel Electric Company Limited</u> Nomination and Remuneration Committee- Member CSR Committee- Chairman
	Relationships between directors inter-se / Key Managerial Personnel	:	Mr.N.Srinivasan is the father of Ms.Rupa Gurunath, Director
	No. of Meetings of the Board attended during the year	:	1



**ITEM NO. 6 & 7**

(iii)	Name of the Director	:	Ms.Rupa Gurunath
	Director Identification Number (DIN)	:	01711965
	Date of Birth & Age	:	15 <sup>th</sup> February 1973, 52 Years
	Date of appointment on the Board as Director	:	10 <sup>th</sup> February, 2025
	Date of last reappointment as Director	:	Not Applicable
	Category of proposed Directorship	:	Promoter, Wholetime Director
	Qualification	:	B.Sc., PGDCA, Executive MBA
	Brief Profile / Experience	:	Ms. Rupa Gurunath is a Graduate in Science and holds a Post Graduate Diploma in Computer Applications and a Master's degree in Business Administration (Executive MBA). Besides having vast industrial experience, including an experience of around 15 years as Wholetime Director of The India Cements Limited (India Cements), a listed company and one of the leading cement companies in India and experience in managing and running multiple businesses, she is actively involved in Cricket and was the past President of Tamil Nadu Cricket Association (TNCA). During her tenure as Wholetime Director of India Cements, she was instrumental in successful and timely completion of the Company's various projects besides laying down systems and processes resulting in huge cost savings and overall improvement in the performance of the Company.
	Remuneration paid and proposed to be paid	:	As detailed in the resolution
	Number of equity shares held in the Company by the Director or for other persons on a beneficial basis	:	36,440
	List of outside Directorships held in Public Companies	:	Coromandel Travels Limited Coromandel Electric Company Limited ICL Shipping Limited Coromandel Sugars Limited
	Chairman/Member of the Committees of Board of Directors of the Company.	:	Nil
	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	:	Ms.Rupa Gurunath is the Daughter of Mr. N.Srinivasan, Director
	No. of Meetings of the Board attended during the year	:	1



## **EXPLANATORY STATEMENT ANNEXED TO THE NOTICE OF THE ELEVENTH ANNUAL GENERAL MEETING OF THE COMPANY AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013, IN RESPECT OF ITEMS NO.5 TO 9 OF THE SAID NOTICE**

### **Item No.5**

The Board of Directors of the Company co-opted Mr.N.Srinivasan as an Additional Non-Executive Director at its Board Meeting held on 10<sup>th</sup> February, 2025.

Pursuant to the provisions of Section 161 of the Companies Act, 2013 ("the Act"), Mr.N.Srinivasan will hold office up to the date of the 11<sup>th</sup> Annual General Meeting of the Company. 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 Mr.N.Srinivasan as a Director of the Company liable to retire by rotation.

The disclosure containing brief profile and other details of Mr.N.Srinivasan as required Secretarial Standard on General Meetings (SS2) is annexed to the Notice. Considering Mr.N.Srinivasan's qualification, acumen, rich industrial experience and expertise in successfully leading various organisations, the Nomination and Remuneration Committee has recommended the appointment of Mr.N.Srinivasan as a Promoter Non-executive Director liable to retire by rotation and the Board approved the same. The Board considers that the appointment of Mr.N.Srinivasan as a Director, as aforesaid, would be in the best interests of the Company. Hence, the Board recommends the Ordinary Resolution as set out in Item No.5 of the Notice convening the 11<sup>th</sup> Annual General Meeting of the Company for approval of the Members.

### **Background details:**

Mr.N.Srinivasan, is a B.Sc. (Tech.) Graduate from Madras University and Post Graduate in Chemical Engineering from Illinois Institute of Technology, U.S.A.

He has led The India Cements Limited (India Cements) a Listed Company and one of the leading cement manufacturers in India for over 4 decades and under his stewardship, the Company reached new heights due to timely execution of capital expenditure plans and expansion of capacities undertaken by him. Under the Leadership of Mr.N.Srinivasan, the India Cements witnessed significant growth and emerged as one of the largest cement companies in South India.

Mr.N.Srinivasan has been a special invitee to the General Committee of The Madras Chamber of Commerce and Industry and the president of Tamil Nadu Golf Federation. Earlier, he was also the Chairman of International Cricket Council (ICC), President of Board of Control for Cricket in India (BCCI) and President of Tamil Nadu Cricket Association. A Lifetime Achievement Award was conferred on Mr.N.Srinivasan by TIECON in the year 2009 and also a Degree of Doctor of Literature (Honoris Causa) was conferred on him by the Tamil Nadu Physical Education & Sports University, Chennai, in the year 2011.

### **Interest of Directors and Key Managerial personnel:**

Mr.N.Srinivasan, Director, is interested in these resolutions as it concerns his reappointment and Ms.Rupa Gurunath, Director is interested in these resolutions as she is related to him. No other Director or other key managerial personnel of the Company or their relatives is directly or indirectly concerned or interested, financially or otherwise, in these resolutions. The Board of Directors recommends the Ordinary Resolutions as set out in Item No.5 of the Notice convening the 11<sup>th</sup> Annual General Meeting of the Company for approval of the Members.

### **Item No.6 & 7**

The Board of Directors of the Company co-opted Ms.Rupa Gurunath as an Additional Director at its Board Meeting held on 10<sup>th</sup> February, 2025. Further, the Nomination and Remuneration Committee (NRC) at its meeting held on 24<sup>th</sup> August 2025 considered and unanimously recommended the appointment of Ms. Rupa Gurunath as Wholetime Director of the Company for a period of 5 years, with effect from 24<sup>th</sup> August 2025.

The Board at its meeting held on 24<sup>th</sup> August 2025 considered the recommendations of NRC and has unanimously appointed Ms.Rupa Gurunath as Wholetime Director for a period of 5 years on the terms as detailed in the resolutions set out in the accompanying Notice, with effect from 24<sup>th</sup> August 2025, subject to the approval of the shareholders by passing the Ordinary Resolutions at the ensuing Annual General Meeting.

The approval of the Members is being sought under Sections 196, 197 and 203 read with Schedule V of the Companies Act, 2013 (including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-



enactment(s) thereof for the time being in force), for the appointment of Ms. Rupa Gurunath as Wholetime Director and the terms of her reappointment and payment of remuneration to her on the terms as detailed in the resolutions set out in the accompanying Notice. The appointment of Ms. Rupa Gurunath and payment of remuneration to her are proposed after considering the following:

#### **Background details:**

Ms. Rupa Gurunath is a Graduate in Science and holds a Post Graduate Diploma in Computer Applications and a Master's degree in Business Administration (Executive MBA). Besides having vast industrial experience, including an experience of around 15 years as Wholetime Director of The India Cements Limited (India Cements), a listed company and one of the leading cement companies in India and experience in managing and running multiple businesses, she is actively involved in Cricket and was the past President of Tamil Nadu Cricket Association (TNCA). During her tenure as Wholetime Director of India Cements, she was instrumental in successful and timely completion of the Company's various projects besides laying down systems and processes resulting in huge cost savings and overall improvement in the performance of the Company. She is part of the Promoter Group of the Company.

The NRC and the Board believe that involving Ms. Rupa Gurunath in the day to day management and administration of the Company and seeking her guidance and direction for various projects of the Company would result in overall improvement in the performance of the Company.

There is a need for formulation of strategies on a continuous basis and periodical review thereof for successful implementation of various projects and for sustained development of the Company. Hence the leadership of Ms. Rupa Gurunath in the years ahead will be in the best interests of the Company. Ms. Rupa Gurunath will function subject to the superintendence, direction and control of the Board of Directors.

Considering the size of the Company, its turnover and the profile of Ms. Rupa Gurunath, the proposed remuneration set out in the resolution is comparable, if not lower than the levels prevailing in the industry.

Mr. N. Srinivasan, Director and Ms. Rupa Gurunath are related to each other. Mr. N. Srinivasan and Ms. Rupa Gurunath do not have any pecuniary relationship, directly or indirectly with the Company or managerial personnel except to the extent of their shareholdings in the equity share capital of the Company and the salary payable to her as Wholetime Director. Mr. N. Srinivasan and Ms. Rupa Gurunath hold 4,27,400 and 36,440 Equity Shares of Re. 0.10 each of the Company respectively.

#### **Interest of Directors and Key Managerial personnel:**

Ms. Rupa Gurunath, Director, is interested in these resolutions as it concerns her reappointment and Mr. N. Srinivasan, Director is interested in these resolutions as he is related to her. No other Director or other key managerial personnel of the Company or their relatives is directly or indirectly concerned or interested, financially or otherwise, in these resolutions. The Board of Directors recommends the Ordinary Resolutions as set out in Item No. 6 & 7 of the Notice convening the 11<sup>th</sup> Annual General Meeting of the Company for approval of the Members.

#### **Item No.8**

The Company has in pursuance of its main objects, acquired, developed, constructed and established, inter alia, various play fields, courts, stadia, lands, grounds, high performance centres, multi-purpose utility centres. The aforesaid properties are primarily used by the Company for its own purposes. It is proposed to utilise the said properties and infrastructure to their full extent by additionally letting them out for various purposes and generate income to cover the costs of running the properties and render them profitable.

The proposal would be an addition to the Company's current streams of revenue and is a logical extension to managing and running the properties owned by the Company. The incremental income from the proposal would complement the existing business of the Company.

As per Section 13 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) amendment to the main objects of the Company requires the approval of the shareholders by way of a special resolution.

The Board deems that it would be beneficial for the Company to explore this additional income stream and hence, recommends the special resolution set out in item no. 8 of the Notice convening the Eleventh Annual General Meeting of the Company.



### **Inspection of documents:**

The Memorandum of Association of the Company is available for inspection of members on the website of the Company at [www.chennaisuperkings.com](http://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.

### **Item No. 9**

In terms of Section 186 of the Companies Act, 2013, no Company shall directly or indirectly give any loan to any person or other body corporate; give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more. Where the aggregate of the loans and investments so far made, the amount for which the guarantee or security so far provided to or in all other bodies corporate along with the investment, loan, guarantee or security proposed to be made or given by the Board, exceed the limits specified above, no investment or loan shall be made or guarantee shall be given or security shall be provided unless previously authorized by a special resolution passed in a general meeting.

The members of the Company had at the Ninth Annual General Meeting held on 27<sup>th</sup> September, 2023, passed a Special Resolution for setting up of a limit up to an aggregate amount of Rs. 500 Crore and to give powers to the Board of Directors to that effect under Section 186 of the Companies Act, 2013.

The Company is constantly expanding its global footprint by participating in T20 leagues hosted by other Nations with its global Franchises like "Joburg Super Kings" in Cricket South Africa (CSA) T20 League and "Texas Super Kings" in Major League Cricket in The United States of America, and by increasing the number of its Cricket Academies abroad.

The Company is also setting up, developing and managing High Performance Centres, Cricket and other sports academies, Stadia etc., Pan India and the number of these sporting centres and academies are set to increase in the near future.

Keeping in view the expansion plans of the Company and to fulfil the aforesaid long term strategic and business objectives and as a measure of achieving greater financial flexibility and to have optimal financing structure, the Company is seeking the approval of the shareholders for increasing the aforesaid limit to an aggregate amount of Rs. 750 Crore or the actual total limits under Section 186 (60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more), whichever is higher and to give powers to the Board of Directors to that effect.

The loan(s), guarantee(s), security(ies) and the investment(s), as the case may be, shall be made/ given in accordance with the applicable provisions of the Companies Act, 2013 and the relevant rules thereunder.

Accordingly, consent of the members is sought for passing Special Resolutions as set out in the Item No.9 of the Notice. The Board recommends the said resolutions for approval of the members.

### **Interest of Directors and Key Managerial Personnel:**

None of the Directors or Key Managerial Personnel of the Company or their respective relatives are in any way concerned or interested financially or otherwise in passing of the aforesaid resolutions except to the extent of their Directorships and shareholding, if any, in the Company.

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

Place : Chennai  
Date : 24.08.2025

K.S.VISWANATHAN  
MANAGING DIRECTOR  
DIN: 06965671