

ALIROX ABRASIVES LIMITED

Regd. Office : 4, Scindia House, New Delhi 110 001

Corporate Office: 7F-7H (7th Floor), Hansalaya Building, 15, Barakhamba Road, New Delhi 110001

Website: www.alirox.com; E-mail id: alirox@dalmiadelhi.com; scml@dalmiadelhi.com

Phone:-011-45685625, 011-41070069

CIN: L74899DL1944PLC000759

NOTICE

NOTICE is hereby given that the 82nd Annual General Meeting of the Members of the Company will be held on Wednesday, the 30th day of September, 2026, at 11.00 a.m. at Meeting Room at 7F-7H (7th Floor), Hansalaya Building, 15, Barakhamba Road, New Delhi 110001 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - A). The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon;
 - B). The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of Auditors thereon.
2. To consider and appoint a Director in place of Dr. Chandra Narain Maheshwari (DIN: 00125680), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To consider and, if thought fit, to pass, with or without modification(s), the following resolution for re-appointment of Smt. Leena Rawal (DIN: 03575675) as Whole-Time Director designated as Chief Executive Officer of the Company, as a Special Resolution:

"RESOLVED THAT pursuant to provisions of Sections 196, 197, 203 and other applicable provisions of the Companies Act, 2013 (the Act), read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and any other rules as may be applicable (including any amendment(s), modification(s), variation(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company and upon the recommendation of Nomination and Remuneration Committee (NRC) and approval of the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded for re-appointing Mrs. Leena Rawal (DIN: 03575675) as Whole-Time Director designated as Chief Executive Officer of the Company, for a further period of 3 (three) years from the expiry of her present term of office, that is, with effect from 1st September 2026, whose period of office shall be liable to determination by retirement by rotation, on the terms and conditions including remuneration, salary, perquisites, allowances and other benefits as approved by the NRC in terms of the Policies of the Company and in consonance with the provisions of the Act.

RESOLVED FURTHER THAT where in any financial year during the tenure of her appointment the Company has no profits or its profits are inadequate, the remuneration payable to Mrs. Leena Rawal shall be governed by and paid in accordance with the provisions of Schedule V to the Companies Act, 2013, as amended from time to time.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company, be and are hereby severally authorized to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto to give effect to the aforesaid resolution."

By Order of the Board of Directors

Place: New Delhi
Dated: 07.08.2026

Sonal Popli
Company Secretary
M. No.: A44167

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote, on a poll, in his/ her stead. A proxy need not be a member of the Company. The Proxy Form, duly completed, should be deposited at the Registered Office of the Company at least 48 hours before the commencement of the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.
2. Pursuant to section 105 of companies Act 2013, a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 is enclosed.
4. Corporate Members intending to send their authorised representatives to attend the AGM, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board Resolution.
5. All documents referred to in the accompanying Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours on all working days except Saturdays, up to the date of the Annual General Meeting of the Company.
6. Members are requested to address all correspondences to the Registrar and Transfer Agent (RTA), at KFin Technologies Limited, Selenium Building Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032. Email - einward.ris@kfintech.com.
7. The Register of Members of the Company will remain closed from 23rd September, 2026 to 30th September, 2026 (both days inclusive).
8. Members whose shareholding is in the electronic mode are requested to notify immediately the change in their address, bank mandates and e-mail IDs to their respective depository participants. Members holding shares in physical form are requested to intimate any change in address, bank mandates and e-mail IDs immediately to the Company / RTA.
9. Remote e-voting: Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable laws or regulations, the Company is offering to its members the facility to exercise their right to vote on resolutions proposed to be passed at the Annual General Meeting by electronic means. The member may cast their votes using an electronic voting system from a place other than the venue of the meeting (remote e-voting).
10. The Company has engaged the services of KFin Technologies Limited as the Authorized Agency to provide remote e-voting facilities.
11. The remote e-voting facility will be available from 9.00 a.m. (IST) on 27th September, 2026 upto 5.00 p.m. (IST) on 29th September, 2026. The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by RTA upon expiry of aforesaid period.
12. The members who have cast their vote by remote e-voting may also attend the meeting but shall not be entitled to cast their vote again. Only those members/shareholders who will be present at the Annual General Meeting 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 at the Meeting.
13. Notice calling Annual General Meeting of the Company inter alia indicating the process and manner and details of e-voting along with Attendance Slip and Proxy Form is being sent to all members in the permitted/ requisitioned mode. In line with the MCA Circulars, the AGM notice and the annual report for the FY 2025-26 has been also uploaded on the website of the Company at www.alirox.com. The same also be accessed from the website of the Stock Exchange, i.e., MSEI at www.msei.com and is also available on the website of e-voting agency at <https://evoting.kfintech.com>
14. Those members who wish to receive the notice of AGM, annual report and all other communication sent by the Company electronically, from time to time, shall get their email address registered/updated by following the steps as given below:

a. For members holding shares in physical form, please send a scanned copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with scanned self-attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the member, by email to the RTA's email address at: einward.ris@kfintech.com

b. For the members holding shares in demat form, please update your email address through your respective depository participant(s).

15. The cut-off date for the purpose of authorized remote e-voting and voting at the Annual General Meeting is 23rd September, 2026. 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 shall only be entitled to avail the facility of remote e-voting and voting at the Annual General Meeting.
16. The Notice of AGM and Annual Report will be sent to those members/beneficial owners whose name appears in the Register of Members/list of beneficiaries received from the Depositories as on Friday, 28th August, 2026.
17. In case a person has become the Member of the Company after the dispatch of AGM Notice and holding shares as on the cut-off date i.e. 23rd September, 2026, may write to the KFin Technologies Limited on the email-id: Einward.ris@kfintech.com or contact Mr. N Shyam Kumar, Contact No. : 18003094001 at [Unit: Alirox Abrasives Limited] KFin Technologies Limited, Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032, requesting for the User ID and Password.
18. The Board of Directors has appointed Shri N.C. Khanna, Practicing Company Secretary as a Scrutinizer to scrutinize the e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the same purpose.
19. The Scrutinizer shall, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting and prepare a consolidated scrutiniser's report of total votes cast and submit the same to the Chairman of the Meeting/any person authorized by the Chairman who shall countersign the same. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.alirox.com and on the website of KFin Technologies Limited at www.kfintech.com. The results shall simultaneously be communicated to the Stock Exchanges.
20. Subject to receipt of requisite number of votes, the resolution shall be deemed to be passed on the date of the Meeting i.e. 30th September, 2026.
21. All existing investors are encouraged, in their own interest, to provide 'choice of nomination' for ensuring smooth transmission of securities held by them as well as to prevent accumulation of unclaimed assets in securities market.

22. Instructions and other information relating to e-voting are as under:

I. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.

Type of Member	Login Method
Individual Members holding securities in demat mode with NSDL	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on the 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 & voting during the meeting. 2. Existing Internet-based Demat Account Statement ("IDeAS") facility Users: - Visit the e-services website of NSDL https://eservices.nsdl.com either on a personal computer or on a mobile. - On the e-services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. Thereafter enter the existing user id and password. - After successful authentication, Members will be able to see e-voting services under 'Value Added Services'. Please click on "Access to e-voting" under e-voting services, after which the e-voting page will be displayed. - Click on company name i.e. 'ALIROX ABRASIVES LIMITED' or ESP i.e. KFin. - Members will be re-directed to KFin's website for casting their vote during the remote e-voting period. 3. Those not registered under IDeAS: - Visit https://eservices.nsdl.com for registering. - Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Visit the e-voting website of NSDL https://www.evoting.nsdl.com. - 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. - Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen. - After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page. - Click on company name i.e. ALIROX ABRASIVES LIMITED or ESP name i.e. KFin after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period. - Members can also download the NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store   Google Play 

Type of Member	Login Method
Individual Members holding securities in demat mode with CDSL	Existing user who have opted for Electronic Access To Securities Information ("Easi/ Easiest") facility: - Visit https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com. - Click on New System Myeasi. - Login to Myeasi option under quick login. - Login with the registered user ID and password. - Members will be able to view the e-voting Menu. - The Menu will have links of KFin e-voting portal and will be redirected to the e-voting page of KFin to cast their vote without any further authentication. User not registered for Easi/ Easiest - Visit https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration or https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration for registering. - Proceed to complete registration using the DP ID, Client ID (BO ID), etc. - After successful registration, please follow the steps given in point no. 1 above to cast your vote. Alternatively, by directly accessing the e-voting website of CDSL - Visit www.cdslindia.com. - Provide demat account number and PAN. - System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account. - After successful authentication, please enter the e-voting module of CDSL. Click on - the e-voting link available against the name of the Company, viz. 'ALIROX ABRASIVES LIMITED' or select KFin. - Members will be re-directed to the e-voting page of KFin to cast their vote without any further authentication.
Individual Members login through their demat accounts / website of DPs	- Members can also login using the login credentials of their demat account through their DPs registered with the Depositories for e-voting facility. - Once logged-in, Members will be able to view e-voting option. - Upon clicking on e-voting option, Members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature. - Click on options available against 'ALIROX ABRASIVES LIMITED' or 'KFin'. - Members will be redirected to e-voting website of KFin for casting their vote during the remote e-voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 102 0990 and 1800 22 4430
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-62343625, 022-62343626, 022-62343259

II. Access to KFin e-voting system in case of members holding shares in physical and non-individual members in demat mode.

Members whose e-mail IDs are registered with the Company / DPs, will receive an e-mail from KFin which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- Launch internet browser by typing the URL: <https://emeetings.kfintech.com>.
- Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID

and Client ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting the vote.

- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'ALIROX ABRASIVES LIMITED' and click on "Submit"
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option "ABSTAIN". If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat accounts.
- ix. In case you do not desire to cast your vote, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the resolution.

EXPLANATORY STATEMENT IN PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 2

Brief resume of DR. Chandra Narain Maheshwari, Directors retiring by rotation at the ensuing Annual General Meeting as per Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Dr. Chandra Narain Maheshwari is a distinguished finance and business professional with an impressive academic and professional background. He is a Chartered Accountant, Company Secretary, and Cost Accountant, having earned these prestigious qualifications from their respective Institutes in India. Further strengthening his expertise, he has also obtained a degree in Master's in Business Administration. He has also been awarded a Doctorate degree in Management. With a remarkable career spanning nearly four decades, Dr. Maheshwari has gained extensive experience across diverse domains, including finance, commercial operations, business strategy, legal affairs, and corporate governance. His strategic insights and leadership abilities have enabled him to contribute significantly to the organizations he has been associated with. His expertise in navigating complex business environments and regulatory landscapes has made him a trusted leader in corporate advisory and strategic decision making. Dr. Maheshwari's vast knowledge, coupled with his hands-on experience in financial management and corporate strategy, continues to make him an invaluable asset in the industry.

Shareholding in the Company as on March 31, 2026: None

Other Listed Companies in which Directorship/ Chairmanship/Membership of the Committees of the Board held as on March 31, 2026: Dr. Chandra Narain Maheshwari is a Whole Time Director in Dalmia Bharat Refractories Limited (DBRL) and is member of Audit Committee, Stakeholder's Relationship Committee, Allotment Committee, Investment Committee, Borrowing Committee and chairman of Corporate Social Responsibility Committee of DBRL. He does not hold any shares in Alirox Abrasives Limited including shareholding as a beneficial owner.

ITEM NO. 3

Smt. Leena Rawal (DIN: 03575675) was appointed as a Whole-Time Director designated as Chief Executive Officer of the Company, and her present term of office expires on 31st August, 2026.

The Board of Directors of the Company, at its meeting held on 30th June, 2026, upon the recommendation of the Nomination and Remuneration Committee ('NRC'), approved the re-appointment of Smt. Leena Rawal as Whole-Time Director designated as Chief Executive Officer for a further period of 3 (three) consecutive years with effect from 1st September, 2026 to 31st August, 2029, subject to the approval of the Members.

As per the requirements of Section 196 and 197 of the Companies Act, 2013 and the provisions of Schedule V thereto, the appointment/re-appointment of the Whole Time Directors and their remuneration is to be made with approval of the Members in the General Meeting. For the reason that with the proposed remuneration of Smt. Leena Rawal as Whole Time Director of the Company is likely to exceed 5% of the net profits of the Company, the matter requires approval of the Members of the Company by way of Special Resolution. It is further provided in Schedule V to the Act that the Special Resolution passed for payment of remuneration to a managerial person at the General Meeting of the company, should be for a period not exceeding three years.

Further, as per the provisions of Section 197 of the Companies Act, 2013 read with relevant Section of Schedule V, in case of absence or inadequacy of profits, the remuneration to be paid in excess of the limits specified in Schedule V has to be approved by the Members by way of a Special Resolution. Therefore, in order to suitably remunerate Smt. Leena Rawal, Whole time Director designated as Chief Executive Officer, if the Company's profits become inadequate, the approval of the Members by way of Special Resolution is sought for payment of remuneration to her as set out in the item no. 3 of the Notice.

1. Terms of Re-appointment and Remuneration:

- **Tenure:** 3 (three) years with effect from 1st September, 2026 to 31st August, 2029.

I. Salary

Basic Salary: Rs. 1,08,400/- per month.

II. Annual Increments:

The annual increments to the salary shall fall due on 1st of April of each year and shall be such amount as may be decided by the Nomination and Remuneration Committee of the Board of Directors.

III. Perquisites:

Perquisites and allowances such as Personal Allowance, Leave Travel Allowance, Conveyance Allowance, Encashment of Leave, Hospitalization Insurance, Attire Allowance, Child Education Allowance or such other perquisites and allowances may be granted as per Company's Rules and/or as may be approved by the Nomination and Remuneration Committee or the Board of Directors.

HRA:

House Rent Allowance in accordance with the Rules of the Company subject to deduction of tax.

Medical Reimbursement:

As may be decided by the Nomination and Remuneration Committee/Board of Directors from time to time.

Gratuity:

Company's contribution to Gratuity in accordance with the Rules of the Company. This will not be included in the computation of the ceiling on salary.

IV. Minimum Remuneration:

In the event of loss or inadequacy of profits in any financial year, the remuneration as aforesaid shall be continued to be paid to Smt. Leena Rawal, as minimum remuneration provided, however, that where such loss or inadequacy of profits fall in a financial year subsequent to the year of initial appointment/reappointment, the salary and perquisites shall stand increased by the amount of increments sanctioned by the Nomination and Remuneration Committee/Board of Directors to the Whole-time Director and such higher amount shall be deemed to be the minimum remuneration payable to her.

V. Other Terms and Conditions:

- (a) The Whole-time Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or any Committee thereof.

- (b) The headquarters of the Whole-time Director shall be at New Delhi or at such other place as may be required, from time to time, and the Whole-time Director shall be allowed reimbursement of travelling expenses on Company's business outside the headquarters as per the Rules of the Company.
- (c) The Whole-time Director shall be allowed reimbursement of actual expenses incurred by her in connection with the Company's business and/or other benefits/amenities and privileges as per the Rules of the Company.
- (d) The whole-time Director shall be entitled to sick/casual/general leave on full pay and allowances as per Rules of the Company. Accumulated leave not availed by the Whole-time Director will be permitted to be encashed as per Rules of the Company."

The whole-time Director shall be eligible for the perquisites such as contribution to provident fund, superannuation fund or annuity, gratuity, leave encashment etc as specified under Schedule V of the Act, as may be applicable, which shall not be included in the computation of the ceiling on managerial remuneration.

The proposed remuneration of Smt. Leena Rawal as Whole Time Director designated as Chief Executive Officer of the Company is likely to exceed the limits as prescribed under Section 197 read with Schedule V to the Companies Act, 2013. Accordingly, approval of the Members is sought by way of a Special Resolution for payment of remuneration, as Minimum Remuneration, notwithstanding the inadequacy of profits of the Company during her tenure of three years commencing from 1st September, 2026.

STATEMENT OF DISCLOSURES AS REQUIRED UNDER PART II, SECTION II OF SCHEDULE V TO THE COMPANIES ACT, 2013

I. GENERAL INFORMATION

- (i) Nature of Industry: The Company is engaged in the business of rendering Consultancy and Advisory Services.
- (ii) Date or expected date of Commencement of Commercial Production. Income comprise mainly from Service/user charges.
- (iii) In case of new Companies, expected date of commencement of activities as per project approved by financial institution appearing in the prospectus. Not Applicable.
- (iv) Financial Performance based on given indicators:

Particulars	(Rs. In lakhs)		
	2023-24	2024-25	2025-26
Gross Revenue	105.84	122.62	105.19
Profit/Loss before tax	4.22	27.98	2.02
Profit/Loss after tax	(1.75)	20.41	4.18

- (v) Foreign Investment or collaborators, if any:
Not Applicable.

II. INFORMATION ABOUT THE APPOINTEE:

(a) Background Details

Smt. Leena Rawal is a law graduate from the University of Delhi and the fellow member of Institute of Company Secretaries of India. She has over 20 years of experience in the field of Secretarial, Legal, Accounts & Taxation.

(b) Past Remuneration

Consolidated Salary, Perquisites etc. of Rs. 43.50 Lakhs (Forty-Three Lakhs and Fifty Thousand only) for the year ended 31.03.2026 besides free mobile telephone facility and other facility as per company's policy.

(c) Recognition or Awards

None.

(d) Job Profile and Suitability

The Whole-time Director & Chief Executive Officer shall carry out such duties as may be entrusted to her by the Board from time to time.

The Board is of the view that Smt. Leena Rawal is adequately qualified and experienced to be

a Whole-time Director and Chief Executive Officer of the Company.

(e) Remuneration Proposed

The proposed remuneration has been detailed above for approval of the members and has been approved by the Nomination and Remuneration Committee in terms of Schedule V of the Companies Act at its meeting held on 30.06.2026.

(f) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriated the relevant details would be w.r.t. the country of his origin.

Based upon Smt. Leena Rawal's educational background and experience, the Board considered her proposed remuneration to be in line with present compensation practice in Market/Industry. Smt. Leena Rawal is an Indian National.

(g) Names of listed entities in which the person also holds the Directorship and the membership of Committees of the Board along with listed entities from which the person has resigned in the past three years: None

(h) Smt. Leena Rawal does not hold shares in the Company, including shareholding as a beneficial owner.

(i) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:

None, except pecuniary relationship as stated above.

II. OTHER INFORMATION

(a) Reasons of loss or inadequate profits

The source of income comprises the fees from rendering of services, which is dependent on client needs, while the expenditure on retaining staff and infrastructure for providing such services continues to increase.

(b) Steps taken or proposed to be taken for improvement

The Company is exploring for appropriate profitable business opportunity.

(c) Expected increase in productivity and profit in measurable terms.

Minimal increase in profitability of the Company is expected with measures of cost cutting proposed to be undertaken.

IV. DISCLOSURES

The details of remuneration package, perquisites, and terms of appointment are available for inspection at the Registered Office of the Company during business hours on any working day up to the date of the General Meeting.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013 and Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board recommends the passing of the special resolution set out under item No. 3 of the Notice of Annual General Meeting.

Except Smt. Leena Rawal, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in this resolution.

ROUTE MAP TO THE VENUE OF ANNUAL GENERAL MEETING OF ALIROX ABRASIVES LIMITED



ALIROX ABRASIVES LIMITED

(CIN: L74899DL1944PLC000759)

Regd.Office:4, Scindia House, New Delhi-110001.

Corporate Office: 7F-7H, (7th Floor), Hansalaya Building,
15, Barakhamba Road New Delhi 110001

E-mail: alirox@dalmiadelhi.com, scml@dalmiadelhi.com

Phone: 011-45685625, 011-41070069

ATTENDANCE SLIP

[To be presented at the entrance]

82nd Annual General Meeting on 30th September, 2026 at 11.00 A.M.

at 7F-7H, (7th Floor), Hansalaya Building,
15, Barakhamba Road New Delhi 110001.

Folio No.....DP ID No. Client ID

Name of the MemberSignature.....

Name of Proxy Holder..... Signature.....

I / We hereby record my / our presence at the 82nd Annual General Meeting of the Company held on Wednesday, 30th September, 2026 at 11:00 A.M. at Meeting Room at 7F-7H, (7th Floor), Hansalaya Building, 15, Barakhamba Road New Delhi 110001.

Only Member / Proxy holder can attend the Meeting.

Member / Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.

ALIROX ABRASIVES LIMITED

(CIN: L74899DL1944PLC000759)

Regd. Office: 4, Scindia House, New Delhi-110001.

Corporate Office: 7F-7H, (7th Floor), Hansalaya Building,

15, Barakhamba Road New Delhi 110001

E-mail: alirox@dalmiadelhi.com; scm1@dalmiadelhi.com

Phone: 011-45685625, 011-41070069

Proxy Form

Name of the member(s):

Registered address:

E-mail Id:

Folio / DP ID-Client ID No.

I/Webeing the member(s) of Alirox

Abrasives Limited, holding shares of the above named Company hereby appoint:

(1) NameAddress.....

E-mail Id.....Signature.....or failing him.

(2) NameAddress.....

E-mail Id.....Signature.....or failing him.

(3) NameAddress.....

E-mail Id.....Signature.....

as my / our proxy to attend and vote (on a poll) for me/us and on my / our behalf at the 82nd Annual General Meeting of the Company to be held on Wednesday, 30th September, 2026 at 11.00 A.M at 7F-7H, (7th Floor), Hansalaya Building, 15, Barakhamba Road New Delhi 110001 and at any adjournment thereof in respect of such resolutions as are indicated below.

Resolutions Description	VOTE (Favour/Against)
Ordinary Business:	
1. Ordinary Resolution to adopt Audited Standalone Financial Statements for the Financial year ended March 31, 2026 together with Reports of the Board of Directors and Auditors thereon and Audited Consolidated Financial Statements for the Financial year ended on March 31, 2026 together with the Report of the Auditors thereon.	
2. Ordinary Resolution to consider and appoint a Director in place of Dr. Chandra Narain Maheshwari (DIN: 00125680), who retires by rotation and being eligible, offers himself for re-appointment.	
Special Business:	
3. Special resolution to re-appoint Mrs. Leena Rawal as a Whole-time Director of the Company for a period of three years w.e.f. 1st September, 2026.	

Affix Revenue
stamp not less
than Re1

Signed this day

Signature of shareholder(s)

Signature of Proxy holder(s)

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions and Notes, please refer to the Notice of the 82nd Annual General Meeting.
3. Please state in the Column whether 'in favour' or 'against'
4. Please complete all details including details of member(s) before submission.