

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: scml@dalmiadelhi.com, sncil@dalmiarf.com

Phone:-011-45685625, 011-41070069

CIN: L74899DL1944PLC000759

NOTICE

NOTICE is hereby given that the 79th Annual General Meeting of the Shareholders of the Company will be held on Saturday, the 30th day of September, 2023, at 10:15 a.m. at meeting room, 7F-7H (7th Floor), Hansalaya Building, 15, Barakhamba Road, New Delhi 110001 to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the a) Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2023, and the Reports of the Directors' and Auditors' thereon and b) Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2023 and the Report of the Auditors' thereon.
2. To consider and appoint a Director in place of Smt. Leena Rawal (DIN: 03575675) who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Special Resolution** for appointment of Shri Chandrasekaran Nagarathnam an independent director:

"RESOLVED that pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (the Act) and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Shri Chandrasekaran Nagarathnam (DIN 00266838), who was appointed as an Additional Director in terms of the provisions of Section 161(1) of the Act and the Articles of Association of the Company in the capacity of an Independent Director with effect from 6th February 2023 and who meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, for a tenure of five consecutive years commencing from 6th February 2023."

4. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution** for re-appointment of Smt. Leena Rawal as Whole-time Director:

"RESOLVED THAT pursuant to provisions of Section 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification or re-enactment thereof, approval of the Members of the Company be and is hereby accorded to approve the reappointment of and the terms of remuneration of Smt. Leena Rawal (DIN 03575675) as a Whole-time Director designated as Chief Executive Officer of the Company for a period of three years with effect from 1st September, 2023 on such terms and conditions including remuneration, approved by the Nomination & Remuneration Committee, as set out in the Explanatory Statement annexed to the notice convening this meeting and though she shall be liable to retire by rotation whilst she continues to hold office of Whole-Time Director; however, her re-appointment on retirement by rotation will not break her length of service as Whole-Time Director.

RESOLVED FURTHER THAT 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, 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.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to alter/ vary remuneration and modify terms and conditions of re-appointment or any other terms of agreement so however that the total remuneration payable to her shall not at any time exceed the limit prescribed under the provisions of Companies Act, 2013 or any further amendment thereto and acceptable to Smt. Leena Rawal.”

5. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution** for increasing the Authorized Share Capital of the Company.

“RESOLVED THAT pursuant to the provisions of Section 61, 64, 13 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed there under, approval of the Members of the Company be and is hereby accorded to the Board to increase the authorised share capital of the Company from existing INR 1,00,00,000/- (Rupees One Crore only) divided into 10,00,000 (Ten Lakhs) Equity Shares of Rs.10/- each to INR 25,00,00,000/- (Rupees Twenty Five Crores only) divided into 2,50,00,000 (Two Crore Fifty Lakhs only) Equity Shares of Rs.10/- each, ranking pari passu with the existing shares of the company.

RESOLVED FURTHER THAT the existing Clause V of the Memorandum of Association of the Company be altered and substituted by the following new clause:

V. The Authorized Share Capital of the Company is INR 25,00,00,000/- (Rupees Twenty Five Crores only) divided into 2,50,00,000 (Two Crore Fifty Lakhs only) Equity Shares of Rs. 10/- each.

RESOLVED FURTHER THAT all the Directors and Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, and actions as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board of Directors

Place : New Delhi

Dated: 11.08.2023

Sonal Popli
Company Secretary
M.No. 44167

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.
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.
2. The Register of Members of the Company will remain closed from 23rd September, 2023 to 29th September, 2023 (both days inclusive).
3. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 is enclosed.
4. All documents referred to in the accompanying Explanatory Statement shall be open for inspection at the 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.
5. Members are requested to address all correspondences to the Registrar and Transfer Agent (RTA), at KFin Technologies Limited (Formerly Known as KFin Technologies Pvt. Ltd.), Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032. Email - einward.ris@kfintech.com
6. 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. Members who have not registered their email addresses so far, are requested to register their email address for receiving all communication including Annual Reports, Notices, etc. from the Company electronically.
7. Electronic copy of the Annual Report for the financial year 2022-23 and Notice of the 79th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of Annual Report for the financial year 2022-23 and the Notice of the 79th Annual General

- Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
8. Members may also note that the Annual Report 2022-23 and the Notice convening the AGM are also available on the Company's Website i.e. www.alirox.com and Website of the Stock Exchange i.e. MSEI at www.msei.com.
 9. Voting through Electronic Mode (Detailed instructions along with User ID and Password are enclosed separately and forms the part of Notice).
 - i. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, 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).
 - ii. The Notice of e-voting indicating the detailed procedure and manner of e-voting along with the user ID and Password are being enclosed separately and forms the integral part of the Notice. The notice for the Annual General Meeting along with detailed instructions is also available on the website of the Company i.e. www.alirox.com.
 - iii. The Company has engaged the services of KFin Technologies Limited as the Authorized Agency to provide remote e-voting facilities.
 - iv. The remote e-voting facility will be available from 9 a.m. (IST) on 27th September, 2023 upto 5 p.m. (IST) on 29th September, 2023.
 - v. 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.
 - vi. The facility for voting through polling paper shall also be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the Meeting.
 - vii. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
 - viii. The cut-off date for the purpose of remote e-voting and voting at the Annual General Meeting is 23rd September, 2023. 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 through ballot paper.
 - ix. 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, 2023, may write to the KFin Technologies Limited on the email-id: Einward.ris@kfintech.com or contact to 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.
 - x. The Board of Directors has appointed Shri N.C. Khanna, a Practicing Company Secretary as a Scrutinizer to scrutinize the voting and remote 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.
 - xi. The Scrutinizer shall, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of atleast two witnesses not in the employment of the company and make, not later than three days of conclusion of the meeting, a consolidated scrutiniser's report 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 <https://evoting.kfintech.com>. The results shall simultaneously be communicated to the Stock Exchanges.
 - xii. 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, 2023.
 - xiii. In case of any query pertaining to e-voting, please visit Help & FAQ's section available at KFin Technologies Limited website <https://evoting.kfintech.com>.
 10. SEBI has mandated the submission of PAN, KYC and Nomination details by holders of physical securities in specified forms by October 1, 2023 vide its circulars dated March 16, 2023. Members may access the format which is available on the Company's website www.alirox.com and on the website of the Company's Registrar and Transfer Agents www.kfintech.com. Shareholders are requested to submit their PAN, KYC and Nomination details to the Company's RTA, KFin Technologies Limited.

In case a holder of physical securities fails to furnish PAN, KYC details and Nomination before October 1, 2023, KFin Technologies Limited will be obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. If the securities continue to remain frozen as on December 31, 2025, the registrar/the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and/or the Prevention of Money Laundering Act, 2002.

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

ITEM NO. 2

As per provisions of Section 152(6) of the Companies Act, 2013, Smt. Leena Rawal, Director is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offers herself for re-appointment.

The Company has received requisite intimation from her in terms of section 164(2) of the Companies Act, 2013 to the effect that she is not disqualified from being re-appointed as a Director of the Company. The aforesaid declaration is available for inspection of members.

Smt. Leena Rawal is a Law Graduate from the University of Delhi and is a fellow member of Institute of Company Secretaries of India having experience of over 17 years in the field of Secretarial, Legal, Accounts and Taxation.

As on 31st March, 2023, she holds directorship in six other Public Companies. She is not related to any Director of the Company.

This statement may also be regarded as a disclosure under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board recommends the ordinary resolution as set out in item No.2 in the Notice for the approval by the shareholders of the Company.

Except Smt. Leena Rawal, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested in the resolution set out at Item No. 2.

ITEM NO. 3

In terms of the provisions Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company, the Board of Directors in their meeting held on 06th February, 2023 and on the recommendation of the Nomination and Remuneration Committee appointed Shri Chandrasekaran Nagarathnam (DIN: 00266838) as an Additional in the capacity of an Independent Director for a tenure of five years w.e.f 6th February 2023 upto 5th February 2028 subject to the approval of shareholders of the Company.

Shri C. Nagarathnam holds Bachelor's degree in Mechanical Engineering and have an experience and exposure of more than 35 years in refractory industry. He holds experience and exposure in policy shaping and industry advocacy. He possess appropriate skills, experience and knowledge and will be able discharge his functions and duties effectively.

Shri C. Nagarathnam does not hold directorship in any other public Companies as on 31st March, 2023, and does not hold any other Chairmanship or Membership of any Committee of other Boards as on 31st March, 2023. He does not hold by himself or for any other person on a beneficial basis, any shares in the Company. He is not related to any Director of the Company. He has attended one meeting of the Board of Directors of the Company during the financial year 2022-23.

In the opinion of the Board Shri Chandrasekaran Nagarathnam fulfils the conditions specified in the Act and the rules made thereunder and that he is independent of the management. The Company has received his disclosure in Form DIR-8 to the effect that he is not disqualified to be appointed as a Director of the Company in terms of Section 164 of the Companies Act, 2013 and a declaration to the effect that he meets the criteria of Independence as provided under Section 149(6) of the Act.

The resolution seeks the approval of members for the appointment of Shri Chandrasekaran Nagarathnam aged 73 years as an Independent Director of the Company for a term of 5 (five) years effective February 6, 2023 to February 5, 2028 (both days inclusive) pursuant to Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder including any statutory modification(s) or re-enactment(s) thereof by way of a Special Resolution and he shall not be liable to retire by rotation.

A copy of the draft letter for appointment setting out terms and conditions of the appointment and the aforesaid declarations are available for inspection without any fee by the members at the Registered Office of the Company.

This statement may also be regarded as a disclosure under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Except Shri Chandrasekaran Nagarathnam, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the accompanying Notice of the AGM.

ITEM NO. 4

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company in its meeting held on 21st June, 2023 has re-appointed Smt. Leena Rawal, as Whole-time Director designated as Chief Executive officer of the Company for a period of three years w.e.f. 1st September, 2023, subject to the approval of shareholders. The Company has received requisite disclosure from her in terms of section 164(2) of the Companies Act, 2013 to the effect that she is not disqualified from being re-appointed as a Whole-time Director of the Company.

Smt. Leena Rawal is a Law Graduate from the University of Delhi and is a fellow member of Institute of Company Secretaries of India having experience of over seventeen years in the field of Secretarial, Legal, Accounts and Taxation.

She does not hold any securities of the Company and is not related to any Director or Promoter or any other Key Managerial Personnel in the Company.

She holds directorship in six other Public Companies namely Dalmia Sugar Ventures Limited, Dalmia Solar Power Limited, Keshav Power Limited, Dalmia Renewables Energy Limited, Ankita Pratisthan Limited and Shri Radha Krishna Brokers & Holdings Limited as on 31st March, 2023.

The terms of appointment and remuneration approved by the Board are given below:

I. Salary

Basic Salary: Rs.75,100/- 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."

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. Its main income is from Service 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:

(Rs. In lakhs)			
Particulars	2020-21	2021-22	2022-23
Gross Revenue	53.73	74.92	83.84
Profit/Loss before tax	(6.91)	10.96	13.79
Profit/Loss after tax	(4.62)	9.93	10.48

- (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 Seventeen years of experience in the field of Secretarial, Legal, Accounts & Taxation.
- (b) Past Remuneration
Consolidated Salary, Perquisites etc. of Rs.22.38 Lakhs (Twenty Two Lakhs and Thirty Eight Thousand only) for the year ended 31.03.2023 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 21.06.2023.
- (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) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:
None, except pecuniary relationship as stated above.

III. 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.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

The Board recommends the passing of the ordinary resolution set out under item No. 4 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.

ITEM NO. 5

The existing authorised capital of the Company is INR 1,00,00,000/- (Rupees One Crore only) divided into 10,00,000 (Ten Lakhs) Equity Shares of Rs.10/- each.

In order to increase the capital base of the Company, the Board of Directors have proposed to increase the authorised share capital of the Company to INR 25,00,00,000/- (Rupees Twenty Five Crores only) divided into 2,50,00,000 (Two Crore Fifty Lakhs only) Equity Shares of Rs. 10/- each. The augmentation of the authorized share capital will equip the Company with the agility and preparedness to swiftly explore and take advantage of opportunities from any means.

As per the provisions of Section 13 and 61 of the Companies Act, 2013 and rules made thereunder, the consent of the members of the company is required for alteration in the capital clause of the Memorandum of Association of the Company. Accordingly, the Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval of the members.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, set out at Item No. 5 of the Notice except to the extent of their shareholding in the Company, if any.

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.
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15, Barakhamba Road New Delhi 110001
E-mail: scml@dalmiadelhi.com, snccil@dalmiarf.com.
Phone: 011-45685625, 011-41070069

ATTENDANCE SLIP

[To be presented at the entrance]

79th Annual General Meeting on 30th September, 2023 at 10.15 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 Member Signature.....

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

I / We hereby record my / our presence at the 79th Annual General Meeting of the Company held on Saturday, 30th September, 2023 at 10.15 A.M. at meeting room, 7F-7H, (7th Floor), Hansalaya Building, 15, Barakhamba Road New Delhi 110001.

1. Only Member / Proxy holder can attend the Meeting.
2. 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.
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15, Barakhamba Road New Delhi 110001
E-mail: snccil@dalmiarf.com, scml@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 79th Annual General Meeting of the Company to be held on Saturday, 30th September, 2023 at 10.15 A.M at meeting room, 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.

Resolution No.	VOTE
Ordinary Business:	
1. Ordinary resolution to adopt the Standalone Financial Statements of the Company for the financial year ended on March 31, 2023 together With Reports of the Board of Directors and Auditors thereon and Consolidated Financial Statements for the Financial year ended on March 31, 2023 together with the Report of the Auditors thereon.	
2. Ordinary resolution to Re-appoint Smt. Leena Rawal (DIN: 03575675), who retires by rotation, as a Director of the Company.	
Special Business:	
3. Special Resolution to appoint Shri Chandrasekaran Nagaratnam (DIN: 00266838) as an Independent Director for a period of five consecutive years.	
4. Ordinary resolution to Re-appoint Smt. Leena Rawal as a Whole-time Director of the Company for a period of three years w.e.f. 1st September, 2023.	
5. Ordinary Resolution to increase in authorized share capital of the Company.	

Signed this day of

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 79th 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.

Affix.
Revenue Stamp
not less than
Re.1