



HIRA FERRO ALLOYS LIMITED

Registered Office: 567B, Urla Industrial Area, Urla, Raipur, Chhattisgarh
Corporate Office: Hira Arcade, Near New Bus Stand, Pandri, Raipur, Chhattisgarh
Contact No.: 0771-4082000 E-mail id co.secretary@hiragroup.com
CIN: U27101CT1984PLC005837 Website: www.hiraferroalloys.com

NOTICE OF 42nd ANNUAL GENERAL MEETING

TO ALL THE MEMBERS OF HIRA FERRO ALLOYS LIMITED

Notice is hereby given that the 42nd Annual General Meeting of Members of Hira Ferro Alloys Limited will be held on Friday, 18th September 2026 at 11:00 AM (IST) at Second Floor, Hira Arcade, Near New Bus Stand, Pandri, Raipur, Chhattisgarh –492001 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements comprising of Balance Sheet as on 31st March, 2026 and Profit and Loss Account of the Company for the year ended 31st March 2026 along with the reports of the Directors and Auditors thereon;

“RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 including the Audited Balance Sheet as on 31st March, 2026 and Statement of Profit & Loss for the year ended on 31st March, 2026 and the Reports of the Board of Directors and Auditors thereon. along with all annexures as laid before this 42nd Annual General Meeting be and are hereby received, considered and adopted.”

2. To appoint a director in place of Mr. Yarra Chandra Rao, having Director Identification Number 00603401, who retires by rotation and being eligible for re-appointment, offers himself for re-appointment;

“RESOLVED THAT Mr. Yarra Chandra Rao (DIN 00603401), who retires by rotation in terms of Section 152 of Companies Act, 2013 and being eligible be and is hereby re-appointed as Director of the Company, whose office shall be liable to retirement by rotation”

SPECIAL BUSINESS:

3. To approve the re-appointment of Shri Narayan Prasad Agrawal, as Managing Director of the company who will be attaining the age of more than 70 years during the proposed tenure of re-appointment and to consider and if thought fit, to pass with or without modification(s) the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013 (including any Statutory Modification, amendments or re-enactments thereof for the time being in force) and in

accordance with the Articles of Association of the company and such other approvals, permissions and sanctions, consent of the company be and is hereby accorded to the re-appointment of Shri Narayan Prasad Agrawal (DIN: 00355219) as a Managing Director of the Company for a period of five years with effect from 1st October, 2026 and who will attain the age of 70 years in the month of January, 2029, during his tenure up to 30th September, 2031 on the terms and conditions including remuneration as stated in the explanatory statement annexed to this notice with liberty to the Board of Directors (hereinafter referred to as the 'Board' which term shall be deemed to include Nomination and Remuneration Committee of the Board) to vary and alter the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to Shri Narayan Prasad Agrawal, subject to the same not exceeding the limits specified in schedule V and other applicable provisions, if any, of the act as amended from time to time."

4. To approve the re-appointment of Shri Vinod Pillai, as Whole Time Director of the company and to consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013 (including any Statutory Modification, amendments or re-enactments thereof for the time being in force) and in accordance with the Articles of Association of the company and such other approvals, permissions and sanctions, consent of the company be and is hereby accorded to the re-appointment of Shri Vinod Pillai (DIN: 00497620) as a Whole-Time Director of the Company for a period of five years with effect from 01st April, 2027 on the terms and conditions including remuneration as stated in the explanatory statement annexed to this notice with liberty to the Board of Directors (hereinafter referred to as the 'Board' which term shall be deemed to include Nomination and Remuneration Committee of the Board) to vary and alter the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to Shri Vinod Pillai, subject to the same not exceeding the limits specified in schedule V and other applicable provisions, if any, of the act as amended from time to time."

5. To approve the remuneration of the Cost Auditor for the financial year ending 31st March 2027 and in this regard and to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March , 2027 be paid the remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting."

By Order of the Board

Place: Raipur
Date: 31.07.2026

Baban Tamrakar
Company Secretary
ICSI Membership No.A-46176
567/B, Urla Industrial Area Raipur,
Chhattisgarh 493221

NOTES:

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 and January 13, 2021 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
2. The Notice of AGM is being sent only in electronic mode to those members whose, e-mail addresses are registered with the Company/ RTA or the Depository Participant(s) as on 14th August, 2026. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and shareholders as on Cut-off date i.e. on 11th September, 2026 shall be entitled to exercise his/her vote electronically i.e. remote e-voting and vote by poll paper during the AGM by following the procedure mentioned in **Annexure-A**.
3. CS Brajesh R. Agrawal, Practicing Company Secretary (CP No. 5649 & Membership No. F5771) B R Agrawal & Associates has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
4. The Scrutinizer shall within a stipulated period from the conclusion of the voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
5. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizers Report shall be placed on the Company's website www.hiraferroalloys.com and on the website of NSDL within two working days from the conclusion of AGM of the Company.
6. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 is annexed hereto.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No.17/2020 dated April 13,2020, the Notice calling the AGM has been uploaded on the website of the Company at www.hiraferroalloys.com and the AGM Notice is also available on the website of NSDL agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
8. Members holding shares in physical form are requested to advise any change in their registered address, E-mail address, Contact Numbers etc., to the Company's Registrar and Share Transfer Agent (RTA), MUFG Intime India Private Limited, Mumbai quoting their folio number. Members holding shares in electronic form must send the advice about change in their registered address; E-mail address, Contact Number and bank particulars to their respective Depository Participant and not to the Company.
9. A member entitled to attend and vote at the meeting is entitled to appoint a proxy and vote instead of himself on a poll only and the proxy need not be a member of the company. Proxy forms should be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for the meeting.

10. The facility for voting through ballot paper shall be made available at the AGM 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 through ballot paper.
11. Corporate Members are requested to send to the Registered Office of the Company a duly certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the Annual General Meeting.
12. Members/proxy holders are requested to bring their attendance slip duly signed so as to avoid inconvenience.
13. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during business hours (10.00 am to 5.00 pm) on all working days, upto and including the date of the Annual general Meeting of the Company.
14. In all correspondence with the Company or with its Share Transfer Agent, members are requested to quote their folio number and in case the shares are held in the dematerialized form, they must quote their Client ID Number and their DPID Number.
15. Further, the company shall not be in a position to entertain the claims of the shareholders for the unclaimed dividends which have been transferred to the credit of the Investor Education and Protection Fund of the Central Government under the provisions of section 125 of the Companies Act, 2013. The shareholders are request claim their shares and dividend transferred to IEPF through form IEPF-5.
16. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc., to their Depository Participant ("DP") in case the shares are held in electronic form and to the Registrar in case the shares are held in physical form, quoting their folio number and enclosing the self-attested supporting document.
17. The format of the Register of Members prescribed by the MCA under the Act require the Company/Registrar and Share Transfer Agent to record additional details of Members, including their PAN details, e-mail address, bank details for payment of dividend etc. A form for capturing additional details will be provided upon request to be made to RTA/the Company. Members holding shares in physical form are requested to submit the filled in form to the RTA in physical mode. Members holding shares in electronic form are requested to submit the details to their respective DP only and not to the Company or RTA.
18. During the AGM and before during the business hours Members may access the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act.
19. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company in case the shares are held by them in physical form.

- 20.** Information with respect to the details of the Director seeking appointment/re-appointment is given in the additional information on Directors recommended for appointment/reappointment forming part of this notice as **Annexure-B**.

By Order of the Board

Place: Raipur
Date: 31.07.2026

Baban Tamrakar
Company Secretary
ICSI Membership No. A-46176
567/B, Urla Industrial Area Raipur
Chhattisgarh 493221

**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS
PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

ITEM NO.3

Mr. Narayan Prasad Agrawal, was re-appointed as Managing Director of the company w.e.f. 1st October, 2021 for a period of 5 (five) years and his terms and condition of appointment has been approved by shareholders in their Annual General Meeting held on 18th September 2021. His tenure of office as Managing Director of the Company expires after on 30th September, 2026. Hence it is proposed to re-appoint Mr. Narayan Prasad Agrawal as Managing Director for a further period of five years subject to approval of the shareholders of the Company and pursuant to the provisions of Section 196, 197, 203, Schedule V (including any statutory modifications, amendments or re-enactments thereto for the time being in force) and in accordance with the Articles of Association of the company and all other applicable provisions of the Companies Act, 2013 and pursuant to the recommendation of the Nomination and Remuneration Committee, approved the re-appointment of Mr. Narayan Prasad Agrawal as Managing Director of the company with effect from 1st October, 2026 for a period of 5 (Five) years, i.e. upto 30th September, 2031.

Further, Mr. Narayan Prasad Agrawal, Managing Director having age of 67 years during his proposed tenure of re-appointment, he will be attaining the age of 70 years in the month of January, 2029. He is known for his ability to navigate through tough and challenging times, nurture and grow business, evaluate opportunities and risks, and successfully drive efficiency and productivity whilst reducing costs and inefficiencies and delivering innovative solutions to challenges.

Keeping in view of his vast experience, qualities, the financial position of the Company, Trend in the Industry, Qualification, Experience, Past Performance and Past Remuneration it is desirable to re-appoint Mr. Narayan Prasad Agrawal as Managing Director of the Company and in pursuance of Section 196 (3) read with Schedule V of the Companies Act, 2013, the Board of Directors at their meeting held on 31.07.2026 re-commends the continuance of the employment of Mr. Narayan Prasad Agrawal as Managing Director beyond the age of 70 years till the expiry of his term of office upon recommendation of Nomination and Remuneration Committee, and also decided to pay the remuneration payable to Mr. Narayan Prasad Agrawal as Managing Director of the Company, pursuant to the provisions of Section 196 and 197, Schedule V (including any statutory modifications, amendments or re-enactments thereto for the time being in force) and all other applicable provisions of the Act and subject to approval of the shareholders of the Company by way of Special Resolution as under:

Salary: Gross Salary in the scale of Rs.12,50,000 to Rs. 20,00,000 per month with effect from 1st October, 2026 up to the date of cessation of Shri Narayan Prasad Agrawal as Managing Director of the Company, i.e. up to 30th September, 2031.

Perquisites: He shall also be entitled to perquisites which would include accommodation (furnished or otherwise) or house rent allowance in lieu thereof, gas, electricity, water, furnishings, Reimbursement of actual medical expenses incurred in India and / or abroad and including hospitalization, nursing home and surgical charges for himself and family and leave travel concession for self and family, club fees, use of Company cars, medical and personal accident insurance and other benefits, amenities and facilities in accordance with the Rules of the Company. The value of the perquisites would be evaluated as per Income-tax Rules, 1962 wherever applicable and at cost in the absence of any such Rule.

Other benefits:

1. Earned / Privilege leave: As per the rules of the Company.
2. Company's contribution to provident fund and superannuation fund: As per the rules of the Company.
3. Gratuity: As per the rules of the Company.
4. Encashment of leave: As per the rules of the Company.

Overall Limit: Provided that the remuneration payable to him (including the salary, commission, perquisites, benefits and amenities) does not exceed the limits laid down in section 197 and computed in the manner laid down in section 198 of the Act, including any statutory modification(s) or re-enactment(s) thereof.

Minimum Remuneration: Where in any Financial Year, the Company incurs a loss or its profits are inadequate, the Company shall pay the above remuneration by way of salary, commission, incentives, bonus, perquisites and other allowance as a minimum remuneration subject to the limits specified under Section II & III of Part II of Schedule V to the Act (including any statutory modifications or re-enactments thereof, for the time being in force) or such other limits as may prescribed by the Central Government from time to time as minimum remuneration.

The proposed remuneration shall be within the overall limit of Section 197 and Schedule V of the Companies Act, 2013.

The following additional information as required by Schedule V to the Companies Act, 2013 is given below:

I. General Information:

- i. Nature of Industry:
The Company is engaged in generation of electricity and manufacturing of Ferro Alloys.
- ii. Date or expected date of commencement of commercial production:
The Company was incorporated on 31st December, 1984 and started commercial operations on 09th October, 1990.
- iii. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable.
- iv. Financial performance based on given indicators – as per audited financial results for the year ended 31st March, 2026:

Particulars	Rs. in Lakhs
Gross Turnover & Other Income	54968.88
Net profit as per Statement of Profit & Loss (After Tax)	2526.48
Computation of Net Profit in accordance with section 198 of the Companies Act, 2013	4016.48
Net Worth	98094.18

- v. Foreign investments or collaborators, if any: Not Applicable.

Information about the appointee:

Shri Narayan Prasad Agrawal, Managing Director

- vi. Background details: Refer profile Section as stated above.
- vii. Past remuneration during the financial year ended 31st March, 2026: Rs 180.00 Lakhs
- viii. Recognition or awards: None
- ix. Job Profile and his suitability:
Shri Narayan Prasad Agrawal, Managing Director Age 67 Years, is a commerce graduate. Over more than three decades of rich experience in the field of operation and Financial Management and administration. He is known for his ability to navigate through tough and challenging times, nurture and grow business, evaluate opportunities and risks, and successfully drive efficiency and productivity whilst reducing costs and inefficiencies and delivering innovative solutions to challenges.
- x. Remuneration proposed: As per details given in Explanatory Statement.
- xi. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin): Taking into consideration the size of the Company, the profile of Mr. Narayan Prasad Agrawal, the responsibilities shouldered by him and the industry benchmarks the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies.
- xii. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any: Besides the remuneration proposed to be paid to him, the Managing Director does not have any other pecuniary relationship with the Company or relationship with the managerial personnel.

Other Information:

- I. Reasons of loss or inadequate profits: Not applicable, as the Company has posted a net profit after tax of Rs 2526.48 Lakhs during the year ended 31st March, 2026.
- II. Steps taken or proposed to be taken for improvement: Not applicable.
- III. Expected increase in productivity and profits in measurable terms: Not applicable

Disclosures:

Mr. Narayan Prasad Agrawal satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section 3 of section 196 of the Act for being eligible for his appointment. He is not disqualified from being appointed as Managing Director in terms of section 164 of the Act. Brief resume of Mr. Narayan Prasad Agrawal, nature of his expertise in specific functional areas, disclosure of relationships between directors inter-se, name of companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding in the Company, the number of Meetings of the Board attended during the year, as stipulated under Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India are stated herein and annexed to the notice.

None of the Directors and Key Managerial Personnel of the Company and their relatives, except Mr. Narayan Prasad Agrawal himself, is concerned or interested, financial or otherwise, in the resolution set out at Item No. 3.

The Board recommends the resolution set forth in Item No. 03 of the notice for your approval as Special resolution.

Details related to the appointment as a Director as specified in SS-2 is provided in Annexure to the notice.

ITEM NO. 4

Shri Vinod Pillai, (DIN: 00497620) aged 58 years, is a commerce graduate having two decades of experience in Sales, Administration, Liasoning, Logistics and has played a vital role in commissioning of new projects of Hira Group of Industries.

Upon recommendation of Nomination and Remuneration committee, the Board of Directors in its meeting held on 31st July, 2026 have approved the proposal for his re-appointment as Whole-time Director of the company with effect from 01st April, 2027 for a period of 5 (Five) years i.e. up to 31st March, 2032 pursuant to the provisions of Section 196 & 197 and Schedule V (including any statutory modifications, amendments or re-enactments thereto for the time being in force) and in accordance with the Articles of Association of the company and all other applicable provisions of the Companies Act, 2013 subject to the approval of Shareholders of the Company.

The Proposed remuneration shall be within the overall limit of Section 197 and Schedule V of the Companies Act, 2013.

Upon the recommendation of Nomination and Remuneration Committee, the Board of Directors at their meeting held on 31st July, 2026 has also decided to pay the remuneration payable to Shri Vinod Pillai as Whole time Director of the Company, pursuant to the provisions of Section 196 & 197 Schedule V (including any statutory modifications, amendments or re-enactments thereto for the time being in force) and all other applicable provisions of the Act and subject to approval of the shareholders of the Company by way of Ordinary Resolution as under:

Salary: Gross Salary in the scale of Rs.3,50,000 to Rs.5,00,000 per month with effect from April 01, 2027, up to the date of cessation of Mr. Vinod Pillai as Whole Time Director of the Company, i.e. up to 31st March, 2032.

Perquisites: He shall also be entitled to perquisites which would include accommodation (furnished or otherwise) or house rent allowance in lieu thereof, gas, electricity, water, furnishings, medical reimbursement and leave travel concession for self and family, club fees, use of Company cars, medical and personal accident insurance and other benefits, amenities and facilities in accordance with the Rules of the Company. The value of the perquisites would be evaluated as per Income-tax Rules, 1962 wherever applicable and at cost in the absence of any such Rule.

Others: Provision of car for use on Company's business, telephone and other communication facilities at residence would not be considered as perquisites.

Overall Limit: Provided that the remuneration payable to the appointee (including the salary, commission, perquisites, benefits and amenities) does not exceed the limits laid down in section 197 and computed in the manner laid down in section 198 of the Act, including any statutory modification(s) or re-enactment(s)

thereof.

Minimum Remuneration: Where in any Financial Year, the Company incurs a loss or its profits are inadequate, the Company shall pay the above remuneration by way of salary, commission, incentives, bonus, perquisites and other allowance as a minimum remuneration subject to the limits specified under Section II & III of Part II of Schedule V to the Act (including any statutory modifications or re-enactments thereof, for the time being in force) or such other limits as may prescribed by the Central Government from time to time as minimum remuneration.

The proposed remuneration shall be within the overall limit of Section 197 and Schedule V of the Companies Act, 2013.

The following additional information as required by Schedule V to the Companies Act, 2013 is given below:

I. General Information:

- i. Nature of Industry:
The Company is engaged in generation of electricity and manufacturing of Ferro Alloys.
- ii. Date or expected date of commencement of commercial production:
The Company was incorporated on 31st December, 1984 and started commercial operations on 09th October, 1990.
- iii. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable.
- iv. Financial performance based on given indicators – as per audited financial results for the year ended 31st March, 2026:

Particulars	Rs. in Lakhs
Gross Turnover & Other Income	54968.88
Net profit as per Statement of Profit & Loss (After Tax)	2526.48
Computation of Net Profit in accordance with section 198 of the Companies Act, 2013	4016.48
Net Worth	98094.18

- v. Foreign investments or collaborators, if any: Not Applicable.

II. Information about the appointee:

Shri Vinod Pillai, Whole time (Executive) Director

- i. Background details: Refer profile Section as stated above.
- ii. Past remuneration during the financial year ended 31st March, 2026: Rs. 44.97 Lakhs .
- iii. Recognition or awards: None
- iv. Job Profile and his suitability:

Mr. Vinod Pillai, aged 58 years, is a commerce graduate, having two decades of experience in Sales, Administration, Liaisoning, Logistics, and has played a vital role in commissioning of new projects of Hira Group of Industries, he is the most suitable person for the position of Whole time Director.

- v. Remuneration proposed: As per details given in Explanatory Statement
- vi. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin): Taking into consideration the size of the Company, the profile of Mr. Vinod Pillai, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies.
- vii. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any: Besides the remuneration proposed to be paid to him, the Whole time (Executive) Director does not have any other pecuniary relationship with the Company or relationship with the managerial personnel.

III. Other Information:

- I. Reasons of loss or inadequate profits: Not applicable, as the Company has posted a net profit after tax of Rs 2526.48 Lakhs during the year ended 31st March, 2026.
- II. Steps taken or proposed to be taken for improvement: Not applicable.
- III. Expected increase in productivity and profits in measurable terms: Not applicable

IV. Disclosures:

Mr. Vinod Pillai satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section 3 of section 196 of the Act for being eligible for his appointment. He is not disqualified from being appointed as Director in terms of section 164 of the Act. Brief resume of Mr. Vinod Pillai, nature of his expertise in specific functional areas, disclosure of relationships between directors inter-se, name of companies in which he holds directorships and memberships/chairmanships of Board Committees, shareholding in the Company, the number of Meetings of the Board attended during the year, as stipulated under Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India are stated herein and annexed to the notice.

None of the Directors and Key Managerial Personnel of the Company and their relatives, except Mr. Vinod Pillai himself, is concerned or interested, financial or otherwise, in the resolution set out at Item No. 4.

The Board recommends the resolution set forth in Item No. 04 of the notice for your approval as ordinary resolution.

Details related to the appointment as a Whole Time Director as specified in SS-2 is provided in Annexure to the notice.

ITEM NO. 5

The Board, on the recommendation of the Audit Committee, has approved the re-appointment and remuneration of M/s. Sanat Joshi & Associates, Cost Auditor having Firm Registration No.000506 to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2027 at a remuneration of Rs. 60,000 (P.Y.Rs. 60,000/-).

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2027.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in there solution set out at Item No. 5.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the members.

By Order of the Board

Place: Raipur
Date: 31.07.2026

Baban Tamrakar
Company Secretary
ICSI Membership No. A-46176
567B, Urla Industrial Area Raipur,
Chhattisgarh 493221

ANNEXURE-A

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING & JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on **15th September, 2026 at 09:00 A.M.** and ends on **17th September, 2026 at 05:00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **11th September, 2026** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, i.e. **11th September, 2026**.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system, which are mentioned below:

Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

The e-Voting facility provided by Companies, 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 Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	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: https://eservices.nsdl.com/ 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 options available against company name or e-Voting service provider – NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com/. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ 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 held 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 options available against company name or e-Voting service provider - NSDL and you will be

	redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download 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  
Individual Shareholders holding securities in demat mode with CDSL	- Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. - After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. - If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration - Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once 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 options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN of the Company, then user ID is EVEN001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

GENERAL GUIDELINES FOR SHAREHOLDERS

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to corporategovernance03@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Amit Vishal, Senior Manager/Ms. Pallavi Mhatre, Manager, NSDL at evoting@nsdl.co.in

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE :

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to co.secretary@hiragroup.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to co.secretary@hiragroup.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. The e-Voting facility provided by Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

OTHER GENERAL INFORMATIONS

1. The Route Map is annexed in this Notice.
2. The Scrutinizer shall within a stipulated period from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
3. The results shall be declared on or after the AGM of the Company. The results declared along with the Scrutinizers Report shall be placed on the Company's website www.hiraferroalloys.com and on the website of NSDL within 48 hours from the conclusion of AGM of the Company.

By Order of the Board

**Place: Raipur
Date: 31.07.2026**

**Baban Tamrakar
Company Secretary
ICSI Membership No. A-46176
567B, Urla Industrial Area Raipur,
Chhattisgarh 493221**

ANNEXURE-B

Particulars of Directors seeking appointment/re-appointment/ Retiring by Rotation at the ensuing Annual General Meeting (In Pursuance of regulation Secretarial Standard on General Meetings("SS-2"),issued by the Institute of Company Secretaries of India):

Name	Mr. Narayan Prasad Agrawal	Mr. Vinod Pillai	Mr. Yarra Chandra Rao
Age	67 Years	58 years	60 Years
Qualification	Commerce Graduate	Commerce Graduate	Fellow Member of ICSI and Associate Member of ICWAI and LLB
Experience in specific functional area	Operation, Financial Management & General Administration	Sales, General Administration, Liaisoning and Logistics.	Corporate Law, Indirect Tax & Legal Matters
Date of Appointment on the Board of the Company	Re-appointed on 31.07.2026 w.e.f. 01.10.2026	01.04.2022	26.04.1999
Terms and conditions of appointment or re-appointment	As per the resolution at Item No. 3 of the Notice convening Annual General Meeting dated 31.07.2026 read with explanatory statement thereto	As per the resolution at Item No. 4 of the Notice convening Annual General Meeting dated 31.07.2026 read with explanatory statement thereto.	Since he is a Non-Executive Director, no terms of appointment were fixed.
Remuneration last drawn (including sitting fees for FY 2025-26, if any)	Rs. 180.00 Lakhs	Rs. 44.97 Lakhs	Rs. 0.95 Lakhs as Sitting Fees
Remuneration proposed to be paid	In slab of Rs. 12,50,000 to Rs.20,00,000 per month along with other perquisites.	In slab of Rs. Rs.3,50,000 to Rs.5,00,000 per month along with other perquisites.	Sitting Fees shall be paid within the prescribed limits laid under the Companies Act, 2013
Nature of expertise in specific functional are as	Over more than three decades of rich experience in the field of operation and Financial Management and administration	Over 30 years of experience and plays a vital role in commissioning of new projects of Hira Group of Industries	More than three decades of experience in Corporate Law, Indirect Tax
Name(s) of other Listed entities in which the person holds the Directorship	None	Godawari Power And Ispat Limited	None
Resignation from Listed entity if any	None	None	None
*Chairman/Member of the Committee of the Board of Directors of the Company	None	None	Members in 1.Audit Committee. 2.Stakeholders - Relationship Committee . 3.Nomination and Remuneration Committee.

			4. Corporate Social Responsibility Committee.
*Chairman/Member of the Committee of the Board of Directors of other Companies in which, he is a Director.	None	1. Godawari Power and Ispat Limited Member – Corporate Social Responsibility Committee 2. Hira Infra-Tek Limited a) Audit Committee - Member b) Nomination and Remuneration Committee - Member	1. Alok Ferro Alloys Limited Chairman – Nomination and Remuneration Committee
No. of Shares held by the Directors	NIL	NIL	05 Equity Shares
Relationship with Directors inter-se	None	None	None
No. of Board Meetings Held /attended during the FY 2025-26.	3/4	2/4	4/4



HIRA FERRO ALLOYS LIMITED

Registered Office: 567B, Urla Industrial Area, Urla, Raipur, Chhattisgarh
Corporate Office: Hira Arcade, Near New Bus Stand, Pandri, Raipur, Chhattisgarh
CIN: U27101CT1984PLC005837 www.hiraferroalloys.com

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and
rule 19(3) of the Companies (Management and Administration) Rules, 2014 – Form No. MGT-11]

Name of the member (s): Registered
address:
E-mail Id:
Folio No/ Client Id: DP
ID:

I/We, being the member(s) holding..... shares of the above named company, hereby appoint:

(1) Name.....Address.....
Email Id:.....Signature or failing him/her;
(2) Name.....Address.....
Email Id:.....Signatureor failing him/her;
(3) Name.....Address.....
Email Id:.....Signatureor failing him/her;

And whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 42nd Annual General Meeting of the company, to be held on the 18th September, 2026 at 11:00 AM at Corporate Office of the Company situated at 2nd Floor, Hira Arcade, Near New Bus Stand, Pandri, Raipur - 492001, Chhattisgarh and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

Sl No.	Resolutions	Optional*	
		For	Against
1.	Consider and adopt: Audited Financial Statements, Reports of the Board of Directors and Auditors thereon:		
2.	Re-appointment of Shri Yarra Chandra Rao as Director and Chairman, who retires by rotation		
3.	To approve the re-appointment of Shri Narayan Prasad Agrawal, as Managing Director of the company.		
4.	To approve the re-appointment of Shri Vinod Pillai, as Whole Time Director of the company.		
5.	Approval of Remuneration of the Cost auditors		

Signed this..... day of..... 20....

Signature of shareholder

Signature of Proxy holder(s)

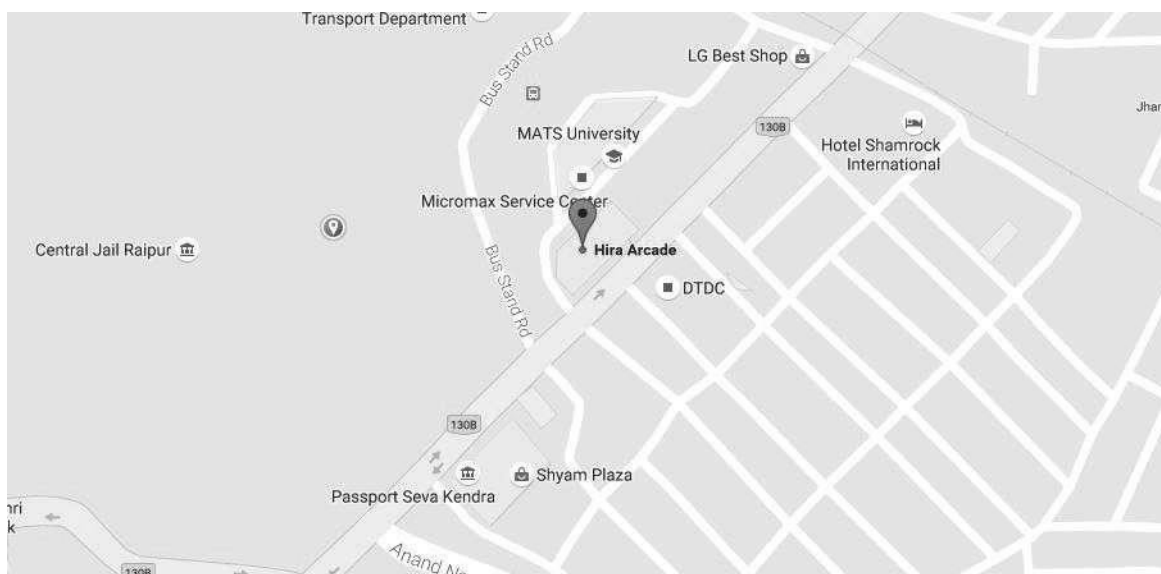
Affix Re 1/-
Revenue
Stamp

Note:

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. A Proxy need not be a member of the Company.
3. A person can act as a 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 carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. *This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

Venue of the Meeting

Second Floor, Hira Arcade, Near New Bus Stand, Pandri, Raipur, Chhattisgarh-492001





HIRA FERRO ALLOYS LIMITED

Registered Office: 567B, Urla Industrial Area, Urla, Raipur, Chhattisgarh
Corporate Office: Hira Arcade, Near New Bus Stand, Pandri, Raipur, Chhattisgarh
CIN: U27101CT1984PLC005837 www.hiraferroalloys.com

Attendance Slip

Registered Folio / DP ID & Client ID	
Name and address of the Shareholder	

1. I, hereby record my presence at the 42nd Annual General Meeting of the Company of the Company held on Friday, 18th September, 2026 at 11:00 AM at the corporate office of the Company at 2nd Floor, Hira Arcade, Near New Bus Stand, Pandri, Raipur Chhattisgarh – 492001.
2. Signature of Shareholder/Proxy Present:.....
3. Shareholder/ Proxy holder wishing to attend the meeting must bring the duly signed attendance Slip to the meeting.
4. Shareholder/Proxy Holder attend the meeting is requested to bring his/her copy of the Annual Report.

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**PLEASE CUT HERE AND BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING
ELECTRONIC VOTING PARTICULARS**

EVENT NUMBER	USER ID	PASSWORD

Note: Please read the instructions given in the Notes to the Notice of Annual General Meeting dated 18.09.2026. The E-voting period starts from 09:00 AM on 15.07.2026 and ends at 05:00 PM on 17.09.2026. The e-voting module shall be disabled by NSDL for voting thereafter.



HIRA FERRO ALLOYS LIMITED

CIN:U27101CT1984PLC005837

Registered Office and Works: 567B, 568 & 553B, Urla Industrial Complex, Raipur-493221, Chhattisgarh, India
P: +917714082450-51, F: +91 771 4082452

Corporate Office: Hira Arcade, Near New Bus Stand, Pandr, Raipur-492001, Chhattisgarh, India
P: +917714082000, F: +917714057601

www.hiraferroalloys.com