



Wealth from Waste

Alufluoride Ltd.

Mulagada, Mindi, Visakhapatnam 530 012, India
+91 891 254 8567 | Contact@alufluoride.com
www.alufluoride.com
CIN – L24110AP1984PLC005096

Date: 20th March, 2025

To
The Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001.
Scrip Code: 524634

Sub: Notice of Postal Ballot of Alufluoride Limited (“the Company”).

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in furtherance to the outcome of Board Meeting dated 10th March, 2025, we are enclosing herewith the Postal Ballot Notice dated 10th March, 2025 along with the Explanatory Statement pursuant to applicable provisions of the Companies Act, 2013, for seeking approval of the members of the Company on the resolutions as set out in the said notice by passing the resolutions through Postal Ballot, only by way of remote e-voting process.

The aforesaid documents are available on the Company’s website at <http://alufluoride.com> and are being dispatched to all eligible shareholders whose email IDs are registered with the Company / Depositories. Members can vote only through the remote e-voting process. The Company is pleased to provide remote e-voting facility to all its members to cast their votes electronically. The Company has engaged the services of CDSL for the purpose of providing e-voting facility to all its members. Only those, 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, i.e. Friday, 7th March, 2025, shall be entitled to avail the e-voting facility.

The remote e-voting facility commences on Friday, 21st March, 2025 from 10.00 a.m. IST and ends on Sunday, 20th April, 2025 at 5.00 p.m. IST. The e-voting facility will be disabled by CDSL immediately after 5.00 P.M. on Sunday, April 20, 2025 and e-voting will be disallowed thereafter. The manner of e-voting for members holding shares in dematerialised and physical modes as well as for members who have not registered their email IDs is provided in the notes to the Postal Ballot Notice.

The Board of Directors of the Company has appointed Sri G.M.V. Dhanunjaya Rao, GMVDR & Associates, Practicing Company Secretary (FCS 9120; C.P No.5250), as the Scrutinizer, for conducting the postal ballot/e-voting process in a fair and transparent manner.

The Scrutinizer will submit his report to the Chairman of the Company ("the Chairman") or any other person authorized by the Chairman and the result will be announced within 48 hours from the conclusion of e-voting period i.e. on or before 5.00 P.M. on Tuesday, April 22, 2025, and will also be displayed on the Company's website www.alufluoride.com and the website of CDSL at www.evotingindia.com and the same shall also be disseminated to BSE.





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This is for your information and record.

Yours Faithfully
For **Alufluoride Limited**

Vaishali Kohli
Company Secretary and Compliance Officer
Membership No.: 63818

Encl.: a/a





Alufluoride Limited

CIN: L24110AP1984PLC005096

Regd. Office: Mulagada, Mindi, Visakhapatnam 530 012, AP, India

Phone: +91 891 254 8567, 257 7077; E-mail: contact@alufluoride.com

POSTAL BALLOT NOTICE

(Pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 (the "Act"), read with the Companies (Management and Administration) Rules, 2014)

Start Date: Friday, 21st March, 2025

Last Date: Sunday, 20th April, 2025

Dear Member(s),

NOTICE is hereby given that pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), Circular - SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India ("SEBI"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), for seeking the approval of the Members to transact the Business as set out below and as contained in the Postal Ballot Notice dated **10th March, 2025 ("Postal Ballot Notice")**, by passing the said resolutions through Postal Ballot, only by way of remote e-voting process. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for providing remote e-voting facilities to the Members, enabling them to cast their vote electronically and in a secure manner.

The Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons for proposing the same is annexed for your consideration and approval.

Hence, in compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope will not be sent to the members for this Postal Ballot and members are required to communicate their assent or dissent through the remote e-voting system only.

The Board of Directors of the Company has appointed Sri G.M.V. Dhanunjaya Rao, GMVDR & Associates, Practicing Company Secretary (FCS 9120; C.P No.5250), as the Scrutinizer, for conducting the postal ballot/e-voting process in a fair and transparent manner and CDSL to provide e-voting facility for the postal ballot.

The voting including e-voting will commence **on Friday, 21st March 2025 (10.00 a.m. IST) and will end on Sunday, 20th April 2025 (5:00 p.m. IST)**. Shareholders are requested to carefully read the instructions for e-voting enumerated in the notes to the Postal Ballot Notice.

Members should note that in terms of the General Circulars issued by Ministry of Corporate Affairs (MCA), no physical ballot form is being dispatched by the Company and the Members can cast their vote using remote e-voting facility only. In accordance with 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 Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company is providing e-voting facility to its members, details of which are given in notes forming part of the notice. Reference to postal ballot(s) in this notice includes voting through electronic means.



The Scrutinizer will submit his Report, in writing, upon completion of scrutiny of e-Voting data, in a fair and transparent manner. The result on the resolution proposed to be passed through Postal Ballot/ e-voting shall be announced on or before Tuesday, 22nd April 2025. The results along with the scrutinizer's report will be displayed on the Company's website and will be communicated to stock exchange, BSE Limited i.e. www.bseindia.com where Equity Shares of the Company are listed.

Following resolutions are to be passed by the Shareholders of the Company:

SPECIAL BUSINESS:

1. APPOINTMENT OF SRI ADITYA AKKINENI (DIN: 01629979) AS WHOLE-TIME DIRECTOR DESIGNATED AS CHIEF EXECUTIVE OFFICER ON THE BOARD OF THE COMPANY.

To consider and if thought fit, pass the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 152, 161, and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Rules made thereunder, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and the Articles of Association of the Company, Nomination and Remuneration Policy of the Company and based on the recommendation of the Audit Committee and Nomination and Remuneration Committee and approval of the Board of Directors, Sri Aditya Akkineni (DIN: 01629979), who was appointed as an Additional Director of the Company with effect from 10th March, 2025, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT subject to the provisions of Section 196, 197, 198 and 203 of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force) read with Schedule V and other applicable provisions if any of the Companies Act, 2013 and the rules made there under and SEBI (LODR) Regulations, 2015 as amended from time to time and in terms of Articles of Association of the Company, Nomination and Remuneration Policy of the Company and in terms of the recommendation of the Nomination and Remuneration Committee, Audit Committee and the Board of Directors of the Company and in respect of whom the Company has received a notice in writing under section 160 of the Act from member proposing his candidature for the office of a Director, consent of the Members of the Company be and is hereby accorded for the appointment of Sri Aditya Akkineni (DIN: 01629979) as Whole time Director designated as Chief Executive Officer on the Board of the Company for a term of three years effective from 10th March, 2025 up to 9th March, 2028 whose office shall be liable to retirement by rotation and he shall be the Key Managerial Personnel of the Company, at the following remuneration:

1. Salary & allowances: INR 5,15,000 per month.
2. Perquisites: As per company policy - like HRA, Medical, Bonus, LTA, PF, Gratuity etc.

RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of the appointee, the Company has no profits or its profits are inadequate, the Company may pay to the appointee, the above remuneration as the minimum remuneration by way of salary, perquisites, other allowances, benefits and Performance Pay as specified above, for a period not exceeding 3 (three) years or such other period as may be statutorily permitted, subject to receipt of the requisite approvals, if any.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to approve the increments, from time to time, not exceeding 12% P.A. of his last drawn annual remuneration as recommended by the Nomination and Remuneration Committee after considering his contribution towards the growth of the Company.

RESOLVED FURTHER THAT any of the Directors and/or Company Secretary of the Company for the time being be and are hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may be considered expedient and necessary in this regard.

RESOLVED FURTHER THAT any of the Directors and/or Company Secretary of the Company be and are hereby severally authorized to sign the certified true copy of the resolution of the resolution to be given as and when required.”

2. APPROVAL FOR CHANGE IN OBJECT CLAUSE AND LIABILITY OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY TO ALIGN THEM WITH COMPANIES ACT, 2013

To consider and if thought fit, pass the following resolution as Special Resolution:

(a) Alteration of Object Clause

“RESOLVED THAT pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and other applicable provisions, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Rules made thereunder, subject to approval of Ministry of Corporate Affairs, and any other appropriate regulatory/ Statutory authorities and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authority and agreed, consent of the Members of the Company be and is hereby accorded for alteration of the Memorandum of Association in the following manner:

- a) The words ‘Companies Act, 1956’ in the existing Memorandum of Association shall be substituted with the words ‘Companies Act, 2013’, wherever required under the applicable provisions;
- b) The existing Clause III A and B be deleted and substituted by the following Clause III:
- c) The existing Clause III (C) be deleted.

A. The objects to be pursued by the Company on its incorporation are:

1. To start and carry on the business of manufacturing, marketing and otherwise dealing in aluminium fluoride, silica, hydrofluosilicic acid, hydrofluoric acid and other fluorine chemicals. To carry on the manufacture of aqueous and anhydrous hydrofluoric acid and business of processing by-products from fertiliser works like silicon tetrafluoride for the manufacture of hydrofluosilicic acid, sodium silico fluoride and other fluoride chemicals. To manufacture and market fluoro carbons, halo fluoro carbons, hydro halo fluoro carbons, fluorine containing polymers and fluoro acids. To manufacture and sell various grades of silica and silica related products like sodium silicate and potassium silicate. To manufacture and sell various grades of Calcium fluoride, Ammonium fluoride and Ammonium bifluoride.
2. To carry on the business of manufacturing, trading, marketing and otherwise dealing in sodium, aluminium fluoride, sodium fluoride, hydrofluoric acid and other fluorine chemicals.
3. To engage in software development & related activities.
4. To engage in the business to generate (whether by conventional or non-conventional means), receive, produce, improve, buy, sell, resell, acquire, use, transmit, accumulate, handle, supply all types of power including but not limited to thermal, hydel, hydraulic, wind, atomic and solar and also to set up thermal power plant, hydro-electric plant, solar power plant, wind power plant, Biomass Power Plant and such other power plants based on any source of energy as may be developed or invented in future and to carry on the business of consultants and contractors in setting up all types of plants for production of electrical, hydel, thermal, solar, wind or any other form of energy.



5. To carry on in India or elsewhere the business of prospecting, exploring, owning, leasing, operating and working on mines, quarries and to win, set, crush, smelt, manufacture, process, excavate, dig, break, acquire, develop, exercise, turn to account, survey, produce, prepare, remove, undertake, barter, convert, finish, load, unload, handle, transport, buy, sell, import, export, supply, and to act as agent, broker, adatia, stockiest, distributor, consultant, contractor, manager, operator or otherwise to deal in all sorts of present and future ores, minerals, deposits, goods, substances and materials, including sands, stones, soils, chalk, clay, china clay, bentonite, barites, calcite and coal, lignite, rock phosphate, brimstone, brine, laterite, bauxite, limestone, precious and other stones, gold, silver, diamonds, iron, aluminium, aluminium alloys and compounds, alumina, alumina hydrate, titanium, vanadium, mica, apatite, chrome, copper, gypsum, rutile, sulphate, tin, zinc, zircon, tungsten, silicon, brass and other allied materials, by-products, mixtures, blends, residues and substances and to carry on the business of manufacturers, traders, stockiest, agent, marketers or dealers in, exporters and importers of, all varieties of steel, special steel, carbon steel, tool alloy steel, mild steel and any other kind and grades of steel and to carry on the execute the work steel engineers including manufacturing and dealing in sponge iron or any other forms or kinds of iron, steel billets, steel ingots, steel sheets, steel rods, steel wires, mild steel rods, mild steel rounds of all sizes and in all kinds of steel products whether forged rolled or drawn and consequently to manufacture, sell and deal in or any of the byproducts which will be obtained in the process of manufacturing of products.
6. To carry on In India, or elsewhere, either alone or jointly with one or more persons, government, local or other bodies, the business to construct, design, build, own, operate, transfer, market, maintain, alter, acquire, convert, improve, erect, establish, equip, develop, dismantle, pull down, turn to account, furnish, level, decorate, project, provide, participate, reconstruct, grout, dig, excavate, pour, renovate, remodel, rebuild, undertake, contribute, assist, finance and to act as civil engineer, architectural engineer, interior decorator, consultant, advisor, agent, supervisor, administrator, contractor, subcontractor, Constructors, turnkey contractor and manager of all types of constructions and developmental work in all its branches such as Construction of Housing and infrastructure development, Apartments, Flats, Luxury apartments Buildings and Structures of all kinds for residential / Non-residential /Commercial purposes, office premises, shops, hotels, markets, commercial complexes, Multiplexes, Cinema Theatres to engage in all kinds of infrastructure projects including road, bridges, parking complexes, parking places, waterways, rail, systems, water supply projects, sanitation and sewerage systems, industrial economic housing projects, sanitation and sewerage systems, development and construction of housing including low cost and economic housing projects, electricity and power supply projects, plants, works, machines, factories, mills, work sidings, constructions, buildings, canals and all other types of infrastructure and real estate developments.

B. Matters which are necessary for furtherance of the objects specified in clause III (A) are:-

1. To acquire by purchase, lease, exchange or otherwise any movable or immovable property and any rights or privileges which the Company may deem necessary or convenient for the purpose of its main business.
2. To enter into partnership or into any arrangement for sharing profits, union of interest, joint venture, reciprocal concession or co-operation with persons or companies carrying on or engaged in the main business or transaction of this Company.
3. To vest any movable or immovable property, rights or interests required by or received or belonging to the Company in any person or company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.
4. To purchase or otherwise acquire, build, carry out, equip, maintain, alter, improve, develop, manage, work, control and superintend any plants, warehouse, sheds, offices, shops, stores,



- buildings, machinery, apparatus, labour lines and houses, warehouses, and such other works and conveniences necessary for carrying on the main business of the Company.
5. To undertake or promote scientific research relating to the main business or class of business of the Company.
 6. To acquire and take over the whole or any part of the business, goodwill, trade-marks properties and liabilities of any person or persons, firm, companies or undertakings either existing or new, engaged in or carrying on or proposing to carry on business, this Company is authorized to carry on, possession of any property or rights suitable for the purpose of the Company and to pay for the same either in cash or in shares or partly in cash and partly in shares or otherwise.
 7. To negotiate and enter into agreements and contracts with Indian and foreign individuals, companies, corporations and such other organizations for technical, financial or any other such assistance for carrying out all or any of the main objects of the Company or for the purpose of activity research and development of manufacturing projects on the basis of know-how, financial participation or technical collaboration and acquire necessary formulas and patent rights for furthering the main objects of the Company.
 8. To amalgamate with any Company or Companies having objects altogether or in part similar to those of the Company.
 9. Subject to any law for the time being in force, to undertake or take part in the formation supervision or control of the business or operations of any person, firm, body corporate, association undertaking carrying on the main business of the Company.
 10. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefits of and give, procure the giving of donations, gratuities, pensions, benefits, allowances or emoluments to any persons who are or were at any time in the employment or service of the Company or are allied to or associated with the Company or with any such subsidiary company or of the predecessors in business of the company or who are or were at any time Directors or officers of the Company as aforesaid and the families and dependents of any such persons as also establish, subsidise, subscribe to or support any institutions, associations, clubs, trusts or funds calculated to be for the benefit of any such persons aforesaid or to otherwise advance the interest and well-being of the Company or of its members or of any such other company as aforesaid and make payments to or towards the insurance of any such persons as aforesaid and subscriptions or guarantees of money for charitable or benevolent objects or for any exhibition or for any public, general or useful object, and to establish and contribute to any scheme for the purchase by trustees of shares of the company to be held for the benefit of the company's employees and do any of the matters aforesaid, either alone or in conjunction with any such other company as aforesaid.
 11. To carry on the business of software development and computer designing, job works, customization and also to provide technical services, training, consultancy related to hardware & software, information technology, to undertake computer related jobs as internet, communication network, e-commerce, web hosting, maintenance of web-sites, web site designing, development of portals, multimedia to carry all kind of business in India or abroad related to information and technology, computer related assignments WAP application development, franchising and placement consultant.
 12. To carry on the business of advertising and publicity agency of providing to advertiser a complete range of advertising services on network and all mass media like radio, television, cinema, video, hoardings, newspapers, magazines and films and to carry on the business of providing advertising consultancy and professional market research including public relations.



13. To acquire and hold shares, stocks, debentures, debenture stock, bonds, obligations, securities, or any interest whatsoever whether financial or otherwise, issued by or guaranteed by or in or of any company, body corporate, partnership business or any undertaking whatsoever, howsoever or wheresoever constituted, or carrying on business of any kind or trading in any form whatsoever in any part of the world.
14. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.
15. To invest or otherwise deal with the funds of the Company and from time to time vary or realize such investments.
16. To remunerate the servants of the Company and others out of and in proportion to the profits of the Company or otherwise as the Company may think fit.
17. To remunerate any person or company for services rendered or to be rendered in acting as trustees for debentures or debenture stock holders or placing or assisting to place or guarantee the placing of any of the shares in the Company's capital, or any debentures, debenture stock or other securities of the Company in or about the formation or promotion of the Company or the conduct of its business or for guaranteeing payment of such debentures or debenture stock and interest.
18. To appoint attorneys and agents whether by commission or otherwise and constitute agencies and sub-agencies of the Company in India or elsewhere.
19. To allot shares in this Company to be considered as fully or partly paid up in payment for any property of whatever description which the Company may acquire or in exchange of services rendered or technical know-how or goodwill.
20. To acquire by purchase, lease, license, mortgage, exchange, rent, hire, or otherwise, and to own, hold, exploit, use, develop, operate sell, assign, lease, transfer, convey, exchange, mortgage, create security interests in, take options over, pledge, or otherwise dispose of or deal in and with any property, and any rights or privileges of any kind over or in respect of any property for the purpose of business of the Company, and to construct, decorate, develop, furnish, maintain, manage, operate, lease, rebuild, enlarge, alter or improve any building or other structure, now or hereafter erected on any such property for the business of the Company.
21. To sell, lease, grant licenses, easement and other rights over and in any manner to deal with or dispose of the undertaking, property, assets, rights and effects of the Company or any part thereof, for such consideration as the Company may think fit and, in particular, for shares, debentures or securities of any other Company.
22. To grant to other persons or companies or firms the right, lease, sub-lease, license, sub-license or privilege to carry on any kind of business on the property of the Company on such terms as the Company deems expedient or proper.
23. To apply for purchase or otherwise acquire, protect and renew in India or elsewhere, copyright, patents, secret process, licenses, concessions, patent rights, trade marks, designs, conferring any exclusive or non-exclusive or limited right to their use of any confidential or other information regarding any invention, research which may seem capable of being used for any purpose of the Company and to use, develop or grant license in respect thereof or otherwise turn to account the rights or information so acquired and expend money in improving any such patents, rights or inventions.



24. To acquire, hold, dispose off or otherwise deal with copyrights, patents, trademarks, permits, service marks, brands, trade names, trade secrets, proprietary information and knowledge, technology, computer programs, databases, copyrights, license, franchises, formulae, designs, rights of confidential information and any other intellectual property.
25. To acquire and undertake the whole or any part of the business, goodwill or assets of any person, firm or company and as part of the consideration for such acquisition to undertake all or any of the liabilities of such person, firm or company, or to acquire an interest in, amalgamate with, or enter into partnership or any arrangement for sharing profits, or for co-operation, or joint adventure or mutual assistance with any such person, firm or company, or for subsidizing or otherwise assisting any such person, firm or company, and to give or accept, by way of consideration for any of the acts or things aforesaid or property acquire, any shares, debentures, debenture stock or securities that may be agreed upon, and to hold and retain or sell, mortgage and deal with any shares, debentures stock or securities so received.
26. To invest the surplus funds of the Company from time to time in share, stocks, debentures, debenture- stocks, bonds, mortgage, obligations and other securities by original subscription, tender, purchase, exchange or otherwise and also Government Securities or in securities as may from time to time to sell or vary all such investments and to execute all assignments, transfers, receipt and documents that may be necessary in that behalf.
27. To subscribe for, purchase, or own and hold the securities of other companies, and to direct the operations of other companies, through the ownership of securities therein and to promote any other company for the purpose of acquiring the whole or any part of the business or property, undertaking or liabilities of the company, or of undertaking any business or operations which may appear likely to assist or benefit the Company or to enhance the value of any property or business of the Company, and to place or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any part of the shares or securities of any such company as aforesaid.
28. To lend and advance money or give credit on such terms as may seem expedient and with or without security to customers and others, to enter into guarantee, contracts of indemnity and suretyship, of all kinds, to receive money on deposit or loan and to secure or guarantee the payment of any sums of money or the performance of any obligation by any company, firm or person including any parent or subsidiary company provided that the Company shall not do any banking within the meaning of Banking Regulation Act, 1949.
29. Subject to the provisions of the Companies Act, 2013, to borrow and raise money, other than public deposits, and to secure the repayment of any money borrowed, raised or owing by mortgage, charge, standard security, lien or other security upon the whole or any part of the Company's property or assets (whether present or future), including its uncalled capital, and also by a similar mortgage, charge, standard security, lien or security to secure and guarantee the performance by the Company of any obligation or liability it may undertake or which may become binding on it.
30. To adopt, carry out or give effect to any pre-incorporation or post incorporation agreements, or arrangements or any modifications and amendments thereto, arrived at between the Company's shareholders, promoters and/or any Government authority (Central, State, Municipal, Local or otherwise), company (whether incorporated in India or outside India), firm or person for promotion of the Company, provision of technical knowhow to the Company and or in respect of any matters concerning the affairs and business of the Company.
31. To enter into, make, perform, and carry out any contracts, agreements or arrangements of every sort and kind with any Government authority (Central, State, Municipal, Local, foreign or otherwise), Company (whether incorporated in India or outside India), firm or person that may seem necessary or convenient or conducive for the business of the Company or to the attainment



Alufluoride Limited

of the Company's objects or any of them, and to obtain from any such Government or authority any charters, decrees, rights, services, privileges or concessions which the Company may think desirable and to carry out, exercise, and comply with any such charters, decrees, rights, privileges and concessions.

32. To enter into strategic alliances, joint ventures, partnerships, arrangement or other forms of association with, or make financial or other investments in, any other person, firm, company, bank, financial institution, body corporate maintaining to web-sites, portals, credit card companies, utility service providers, telecom service providers, media service providers, television channels, newspapers, radio stations, airlines, hotels, merchants, government body, clearing house, individual, broker, sub broker, agent, distributor of logistic services or any other services, including financial products and services, or any other entity in order to provide a comprehensive range of content, information or research solutions and Loyalty program to customers, potential customers, employees, stakeholders, merchants, product manufactures, service providers, dealers, distributors, intermediaries, businesses.
33. To acquire or secure membership, act or privileges either in the name of the Company or its nominee or nominees in and of any federation, chambers, centers, exchanges relating to finance company, association, market, club, or other institution in India or in any parts of the world which will or is likely in any way to facilitate the conduct of the Company's business and to communicate with various Chambers of Commerce and other mercantile and public bodies in India or elsewhere, concert and promote measures for the protection and/or promotion of the Company's Business and persons engaged therein.
34. To establish branches all over India in order to carry on the business of the Company as stated in the main object.
35. To do the business or branch of a business which this Company is authorised to carry on by means or through the agency of any subsidiary or companies and to enter into any arrangement with such subsidiary company for taking the profits and bearing the losses of any business branch so carried on, or for financing any such subsidiary company or guaranteeing its liabilities, or to make any other arrangement which may seem desirable with reference to any business or branch so carried on including power at any time and either temporarily or permanently to close any such branch or business.
36. To promote, own, establish, operate or maintain branches and other outlets or media, data, call or contact centers or other remote facilities for trading, marketing, distribution or conducting transactions including (without limitation) electronic data interchange, transaction initiation, processing, clearing or settlement services by means of electronic, computer or automated machines network or by any other modes of communication in loyalty, database, financial and or services.
37. To form, constitute, promote, subsidise, organize and assist or aid in forming, constituting, promoting, subsidising, organising and assisting or aiding any company or companies, of all kinds, for the purpose of acquiring all or any of the property, rights and liabilities of this Company or for carrying on any business which this Company is authorised to carry on or for any other purposes which may seem directly or indirectly calculated to benefit this Company or to promote or advance the interests of the Company and to appoint and remunerate any Directors, Administrators or Accountants or other experts or agents and to provide specialized services in investor relations relating to the above objects.
38. To insure the whole or part of the property of the Company or any good, articles, products, property and assets for the time being in possession or in charge of the Company for which the Company may be liable, whether wholly or in parts and to protect and indemnify the Company from liability or loss in respect thereof either fully or in partly.



39. To issue or allot fully or partly paid shares in the capital of the Company in payment or part payment for any movable or immovable property purchased or otherwise acquired by the Company or for any services rendered to the Company.
40. Subject to the provisions of the Companies Act, 2013, to support and subscribe to any charitable or public object and to support and subscribe to any institution, society or club which may be for the benefit of the Company or its Directors or employees, or which may be connected with any town or place where the Company carries on business; to give or award pensions, annuities, gratuities, and superannuation or other allowances or benefits or charitable aid and generally to provide advantages, facilities and services for any persons who are or have been Directors of or who are or have been employed by or who are serving or have served the company or its holding company or any company which is a subsidiary of the Company or the holding company or of the predecessors in business of the Company and to the wives, widows, children and other relatives and dependents of such Directors or employees; and to set up, establish, support and maintain profit sharing or share of the Company or of any such subsidiary or holding and to lend money to any such Director or employees or trustees on their behalf and to enable any such schemes to be established or maintained.
41. Subject to section 182 of the Companies Act, 2013 to accept gifts and to give gifts and donations, to create trusts for the welfare of the employees, members, directors and/or their dependents, heirs and children and for any deserving object and for other persons also and to act as trustees.
42. To guarantee the performance of any contract or obligation and the payment of money of or by any person or companies and generally to give guarantees and indemnities.
43. To borrow money, take out loans, raise money, credit or other facilities, with or without security, to take up or secure any liabilities (either of the Company or of any other person) in the manner and under the terms which it would deem fit and particularly (but without prejudice to the generality as aforementioned) by the issue of debentures and debenture stock -perpetual or terminable-bonds, mortgages, pledges, assignments, charges (including fixed or floating charges) or any other bonds or securities formed or based or which may be formed or based upon all or any of the movable or immovable property assets and interests of the Company including the uncalled capital of the Company or without any such security or under such terms in connection with priorities or in any other manner, as the Company would deem fit from time to time.
44. Subject to section 52 of the Companies Act, 2013 to place, to reserve or to distribute as bonus shares among the members or otherwise to apply for any purpose to which the same could be lawfully applied as the Company may from time to time think fit, any monies received by way of premium on shares or debentures issued at the premium by the Company, any monies received in respect of dividend accrued on forfeited shares and monies arising from the sale by the Company of forfeited shares.
45. Subject to the provisions of the Companies Act, 2013 (including any statutory modification or re- enactment thereof for the time being in force), to amalgamate, or enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint-venture, of reciprocal concession or for limiting competition with any persons or company or companies carrying on or engaged in or about to carry on or engage in, any business transaction which this Company is authorised to carry on or engage in or which can be carried on in conjunction therewith.
46. To employ experts to investigate and examine into the condition, prospects, value, character and circumstances of any business, concern or undertaking or of any assets, properties or rights.



RESOLVED FURTHER THAT any of Directors/Company Secretary of the Company be and are hereby severally authorised to file the necessary e-Form with the Registrar of Companies and to do all such acts, deeds, things and matters as may be required or necessary for giving effect to the above resolution.”

(b) Alteration of Liability Clause

“RESOLVED THAT pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and other applicable provisions, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Rules made thereunder, subject to approval of Ministry of Corporate Affairs, and any other appropriate regulatory / statutory authorities and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authority and agreed, consent of the Members of the Company be and is hereby accorded for alteration of the Memorandum of Association in the following manner:

a) The existing Clause IV be substituted by the following new Clause IV:

“The liability of the members is limited, and this liability is limited to the amount unpaid, if any, on the shares held by them.”

RESOLVED FURTHER THAT any of Directors/Company Secretary of the Company be and are hereby severally authorised to file the necessary e-Form with the Registrar of Companies and to do all such acts, deeds, things and matters as may be required or necessary for giving effect to the above resolution.”

3. APPROVAL FOR ALTERATION OF ASSOCIATION OF THE COMPANY

To consider and if thought fit, pass the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 5, 14 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modifications or re- enactment thereof for the time being in force), and subject to the necessary approval(s), permissions, consents and sanctions required, if any by the statutory authority and all other applicable laws and regulations if any, the consent of the Members of the Company be and is hereby accorded for adoption of the new set of Articles of Association of the Company, as the Articles of Association of the Company in the place and in exclusion and substitution of the entire existing Articles of Association of the Company.

RESOLVED FURTHER THAT any of Directors/Company Secretary of the Company, be and are hereby authorized severally to sign and submit required e-forms with the Ministry of Company Affairs - MCA and to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution.”

For and on behalf of the Board
For ALUFLUORIDE LIMITED

VENKAT AKKINENI
Managing Director
DIN: 00013996

Date : 10th March 2025
Place: Hyderabad

Registered Office:
Mulagada, Mindi,
Visakhapatnam – 530 012

Notes

1. An Explanatory Statement pursuant to Section 102 of the Act read with rules made thereunder, the applicable provisions of the SEBI (LODR) Regulations, 2015, which sets out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed hereto and forms part of this Notice.
2. Details pursuant to Regulation 36(3) of the Listing Regulations and SS-2, in respect of Directors seeking re-appointment as Whole-Time Directors is also annexed to this Notice.
3. In compliance with the provisions of Regulation 44 of the Listing Regulations, Sections 108, 110 of the Act read with rules made thereunder and the MCA Circulars:
 - (i) The Notice is being sent by electronic mode to those Members whose names appear in the Register of Members/List of Beneficial Owners as on 7th March 2025 (the 'Cut-Off Date') and whose e-mail addresses are registered with the Company/Registrar and Transfer Agent ('RTA')/ Depositories.
 - (ii) The facility to vote on the proposed Resolutions is provided through remote e-voting facility only. The Members shall exercise their right to vote on the matters included in the Notice by such remote e-voting facility. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for the purpose of providing remote e-voting facility to its members.
 - (iii) The Members can provide their assent or dissent on the Resolutions through remote e-voting system. Please note that there will be no dispatch of physical copies of the Notice or Postal Ballot Forms to the Members of the Company and no physical ballot forms will be accepted.
 - (iv) A copy of this Notice is also available on the website of the Company i.e. www.alufluoride.com, website of the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited ('BSE') at www.bseindia.com and on the website of CDSL i.e. www.evotingindia.com.
 - (v) Members whose names appear in the Register of Members/List of Beneficial Owners as on the Cut-Off Date will be eligible to cast their vote electronically. The voting rights of Members will be in proportion to their share in the paid-up share capital of the Company as on the Cut-Off Date.
 - (vi) The remote e-voting period commences on Friday, 21st March 2025 (10.00 a.m. IST) and will end on Sunday, 20th April 2025 (5:00 p.m. IST). The remote e-voting module will be disabled by CDSL for voting thereafter. Once the vote on Resolutions is cast by the Members, the Members shall not be allowed to change it subsequently.
4. The Board of Directors of the Company has appointed Sri G.M.V. Dhanunjaya Rao, GMVDR & Associates, Practicing Company Secretary (FCS 9120; C.P No.5250), to act as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner in accordance with the provisions of the Act and the rules made thereunder.
5. The Scrutinizer on completing the scrutiny of voting through the remote e-voting process will submit the report to the Chairman or any other person duly authorised by Chairman. The result of the remote e-voting along with Scrutinizer's Report will be declared by the Chairman or person so authorised, within 2 working days from the conclusion of the remote e-voting i.e., on or before the close of business hours on Tuesday, 22nd April 2025.
6. The results of the Postal Ballot will be hosted on the website of the Company i.e. www.alufluoride.com and the website of CDSL at www.evotingindia.com and the same shall also be disseminated to BSE, where the shares of the Company are listed. The results along with the Scrutinizer report shall also be displayed on the notice board at the Registered Office of the Company. The Resolutions, if passed by the requisite majority through Postal Ballot will be deemed to have been passed on the last date specified for remote e-voting i.e. on Sunday, 20th April, 2025.



7. All documents as referred to in the Notice will be available for electronic inspection during business hours by the Members without any fee, from the date of dispatch of the Notice until the last date of remote e-voting. Members seeking to inspect such documents are requested to send an email to investors@alufluoride.com mentioning their name, Folio No./Client ID and DP ID and the documents they wish to inspect, with a self-attested copy of their PAN card or Aadhar Card attached to the email.
8. Institutional/Corporate Members are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution, whereby their authorized representative has been appointed to vote on their behalf pursuant to Section 113 of the Act, to the Scrutinizer's e-mail gmvdassociates@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com.

CDSL e-Voting System - For Remote e-voting

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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

- (i) The voting period begins on <Date and Time> and ends on <Date and Time>. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <Record Date> may cast their vote electronically.

The e- voting module shall be disabled by CDSL for voting thereafter.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (i) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

- (ii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on e-Voting facility provided by Listed 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi/ Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 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.nsd.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 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. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/either on a Personal Computer



	<p>or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk. evoting@cdslindia.com or contact at toll free no. 1800 21 09911
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 : 022 - 4886 7000 and 022 - 2499 7000

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

- (iii) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on “Shareholders” module.
 - 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

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

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (iv) After entering these details appropriately, click on “SUBMIT” tab.
- (v) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (vii) Click on the EVSN for the relevant <ALUFLUORIDE LIMITED > on which you choose to vote.
- (viii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (ix) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (x) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.



- (xiv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xv) **Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; contact@alufluoride.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911

Explanatory statement pursuant to section 102 of the Companies Act, 2013

The following statement pursuant to Section 102 of the Companies Act, 2013, sets out all material facts relating to the businesses mentioned in the accompanying Notice. Explanatory statement is being provided pursuant to the Regulation 36(5) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“SEBI Listings Regulations”)

ITEM NO 1.

The Members are informed that the Board of Directors of the Company at its meeting held on 14th August 2024 had approved revision in remuneration of Sri Aditya Akkineni, President - Business Development and Operations of the Company, holding an office or place of profit to INR 5,00,000, cost to the Company, per month (including, salary, perquisites allowances and benefits) with effect from 1st September 2024, which was further approved by the Shareholders at the Annual General Meeting held on 16th September 2024.

It is now proposed to appoint Sri Aditya Akkineni (DIN: 01629979), Additional Director as a Whole-time Director designated as Chief Executive Officer on the Board of the Company.

The brief profile of Sri Aditya Akkineni is as follows:

Mr. Aditya Akkineni holds a Degree in Bachelor of Science in Mechanical Engineering from the University of Texas at Austin, USA, with professional experience of over 12 years.

He began his career in January 2012 for Cisco Systems, Inc., Austin, USA as a full-time Mechanical Engineering Co-Op while pursuing his Engineering Degree. His role was focused on testing of prototype IT network switches and design of their mechanical components during his eight month tenure with Cisco. After his graduation he worked at Luminex Corporation, Austin, USA as a Manufacturing Engineer for three years from July 2013 to July 2016. He successfully design transferred from R&D to manufacturing and launched two FDA approved sample-to-answer RT-PCR Molecular Diagnostic systems for Luminex giving him extensive experience in manufacturing and new product introduction.

Mr. Aditya Akkineni returned to India in August 2016 and joined Alufluoride as Operations Lead for a period of 6 months. He then joined Amara Raja Batteries Ltd. in January 2017 as Executive Assistant to the Vice Chairman/Managing Director (VCMD). His role focused on strategy and future projects of the Amara Raja Group under the purview of the VCMD.

Mr. Aditya Akkineni joined Alufluoride full-time from 1st April 2018 as General Manager - Projects and was instrumental to the successful brownfield expansion of the Visakhapatnam Aluminium Fluoride facility from 8,000 MTPA to 12,500 MTPA which was commissioned in May 2021. His leadership and on-ground guidance were critical to Alufluoride's uninterrupted operations during the COVID affected years in 2020 and 2021.

After commissioning the brownfield expansion, Mr. Aditya Akkineni was promoted to President - International Operations on 1st April 2022, as he was appointed as Managing Director of the Company's Wholly Owned Subsidiaries, Alufluoride International Pte. Ltd, Singapore and Jordanian Renewable Aluminium Fluoride Manufacturing Co. P.S.C., Jordan with a focus on the Company's foreign projects.

Mr. Aditya Akkineni's role was expanded to President - Business Development & Operations since 1st April 2024 as he was overseeing the Company's Domestic & International Operations, along with Business Development and Future Projects. He has been instrumental in introducing the latest IT tools & technology that have modernized the Company's operations improving plant efficiency & employee productivity while recruiting & building the next generation team that will lead Alufluoride into the future.

Mr. Aditya Akkineni is a Director on the Board of Annapurna Studios Pvt. Ltd. He is also on the Managing Committee of Youth Feed Foundation, an NGO founded during COVID to provide food and disaster relief to those in need.

Considering his performance, responsibilities being shouldered and his valuable contributions in the growth of the Company and based on the recommendation of the Nomination and Remuneration Committee ('NRC') and approval of the Audit Committee, the Board of Directors at its meeting held



on 10th March, 2025, approved the appointment of Sri Aditya Akkineni (DIN: 01629979) as a Whole-Time Director designated as the “Chief Executive Officer” of the Company for a period of three years effective from 10th March, 2025 to 9th March, 2028.

Sri Aditya Akkineni shall undertake and supervise various functions of the Company including but not limited to Domestic & International Operations along with Business Development, Future Projects, Strategy Planning and Information Technology.

The key terms of appointment including the remuneration payable to Sri Aditya Akkineni, are given below:

1. Salary & allowances: INR 5,15,000 per month.
2. Perquisites: As per company policy - like HRA, Medical, Bonus, LTA, PF, Gratuity etc.

In the event the Company has no profits or its profits are inadequate, the Company may subject to receipt of the requisite approvals, if required, pay him the above remuneration as the minimum remuneration by way of base salary, retinals, annual performance incentives and perquisites and other benefits as specified herein above or as further last revised by the Board and/or NRC from time to time, in compliance with provisions of Schedule V of the Act.

Apart from the above-mentioned remuneration, he will not be paid any other remuneration from the Company or any subsidiaries. However, the Board of Directors of the Company may in future decide to pay him the above-mentioned remuneration fully/partly from the Company or its subsidiaries.

The Company has received a notice in writing under the provisions of Section 160 of the Act, from a Member proposing the candidature of Sri Aditya Akkineni for the office of Director of the Company. The Company has also received requisite consent(s)/intimation(s)/disclosure(s) as required under the Act and the rules made thereunder from Sri Aditya Akkineni and he is eligible to be appointed as a Whole-Time Director designated as the CEO of the Company. Further, Sri Aditya Akkineni is not debarred from holding the office of a director by virtue of any Securities and Exchange Board of India order or any such other authority.

Additional information in respect of Sri Aditya Akkineni pursuant to Regulation 36(3) of the Listing Regulations and SS-2 issued by the Institute of Company Secretaries of India, is given in Annexure A to this Explanatory Statement. The above abstract may be treated as a written Memorandum setting out the terms of re-appointment of Sri Aditya Akkineni, pursuant to Section 190 of the Act.

The Board is of the opinion that the appointment of Sri Aditya Akkineni as a Whole-Time Director designated as the CEO of the Company would have an immense benefit to the Company and accordingly it recommends an Special Resolution for the proposed appointment and payment of remuneration, as set out at Item No. 1 of this Notice, for approval by the Members.

Except Sri Aditya Akkineni, Sri Venkat Akkineni, Smt. Jyothsana Akkineni and Sri Ashok Vemulapalli and their relatives, none of the other Directors/Key Managerial Personnel/Promoters or their relatives are interested in or concerned, financially or otherwise with the said Resolution.

ITEM NO 2 AND 3.

To achieve its vision of becoming a leading global enterprise in the manufacturing of Aluminium Fluoride, the Company is implementing a growth strategy focused on expanding its product portfolio with innovative offerings. During FY 2024-25, Alumina Hydrate experienced a major fluctuation, and the price has risen more than 70%, resulting severe fluctuation in terms of costing, affecting orders from various customers who do not consider escalation for Alumina Hydrate prices. Importers are selling the product at a steady price as they are getting the product at an annualized contract price. Considering the aforesaid, the Company proposes to set up a project to manufacture Alumina Hydrate.

At present the Memorandum of Association (MOA) of the Company does not include manufacture Alumina Hydrate in its main objects. Accordingly, it is proposed to alter the objects clause in the Memorandum of Association of the Company to include activities in relation to set up a project to manufacture Alumina Hydrate.

It is also informed to the Members that the existing Memorandum and Articles of Association of the Company were adopted post enactment of erstwhile Companies Act, 1956 and the same were amended from time to time as per the requirements of the Company in compliance with the provisions of the Act. Now, since the proposed change in object clause requires alteration to existing Memorandum and Articles of Association of the Company, it is also proposed to amend and align it with Companies Act, 2013.

With the enactment of the Act, a significant portion of the articles in the Company's Articles of Association have become either redundant or irrelevant. Furthermore, under Section 6 of the Act, the provisions of this Act have an overriding effect on the Memorandum and Articles of Association of the Company. Therefore, instead of amending the existing Articles of Association, it is proposed to adopt a new set of Articles of Association for the Company. The proposed amendments to the Memorandum of Association (MoA) and the adoption of the new set of AoA were approved by the Board at its meeting held on 10th March 2025.

Accordingly, these changes are being presented for the approval of the Members by way of a special resolution, as outlined in Item No 2 and 3 of the notice, in accordance with the relevant provisions of the Act.

Pursuant to Sections 4, 5, 13 and 14 of the Act, for effecting the change in objects of the Company and consequent amendment in the Memorandum of the Company and any alteration in the Articles of Association of the Company, it is necessary to obtain approval of the Members of the Company by way of Special Resolution.

Accordingly, a special resolution under item No. 2 and 3 of the notice is being proposed in accordance with the said provisions for approval of the shareholders.

Members can inspect the draft MoA and AoA at the Company's Registered Office/Corporate Office on any working day during business hours up to the last date of voting, i.e., Sunday, 20th April, 2025. Additionally, these documents are available on the Company's website and can be accessed at www.alufluoride.com

The Board of Directors of the Company recommends the resolutions set forth at Item nos. 2 and 3 of the accompanying notice, for the approval of the shareholders as special resolutions.

None of the Directors /Key Managerial Personnel/Promoters of the Company /their relatives (except to the extent of their shareholding in the Company, if any), are, in any way, concerned or interested, financially or otherwise, in the Special Resolutions set out at Item nos. 2 and 3 of the Notice.

For and on behalf of the Board
For ALUFLUORIDE LIMITED

VENKAT AKKINENI
Managing Director
DIN: 00013996

Date: 10th March 2025
Place: Hyderabad

Registered Office:
Mulagada, Mindi,
Visakhapatnam – 530 012



ANNEXURE TO ITEM 1 OF THE NOTICE

**(in pursuance of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015
read with Secretarial Standard 2 on General Meetings)**

Name	ADITYA AKKINENI
Director Identification Number	01629979
Date of Birth	22/09/1988
Age in years	36 years
Date of Appointment	10 th March, 2025
Qualifications	Mr. Aditya Akkineni holds a Degree in Bachelor of Science in Mechanical Engineering from the University of Texas at Austin, USA
Experience	12 years
Experience in specific functional areas	Domestic & International Operations along with Business Development, Future Projects, Strategy Planning and Information Technology
Brief Profile	Kindly refer the Explanatory Statement
Terms and conditions of appointment	1. Salary & allowances: INR 5,15,000 per month. 2. Perquisites: As per company policy – like HRA, Medical, Bonus, LTA, PF, Gratuity etc.
Remuneration last drawn	INR 4,85,000 per month
Directorships of other Companies (excluding Foreign Companies and Section 8 Companies)	1. Annapurna Apex Chemicals Pvt Ltd 2. Sure Power Technologies Private Limited 3. Xenar Properties Private Limited 4. Annapurna Studios Private Limited (Part Ix) 5. GSR Advisory Services Private Limited
Chairmanships/ Memberships of Committees of other Public Companies (Includes only Audit Committee; and Stakeholders Grievance Committee)	None
Number of shares held in the Company	480506 Equity Shares
Relationship with other Directors	Son of Smt. Jyothsana Akkineni, Executive Director and Sri Venkat Akkineni, Managing Director, nephew of Sri Ashok Vemulapalli, Non-Independent Non-Executive Director
Number of Board Meetings attended during the year	6