Notice

Dear Members,

NOTICE is hereby given that the **31st (Thirty First) Annual General Meeting ("AGM")** of the members of **Lux Industries Limited** ("the Company") will be held on **Friday, the 25th day of September, 2026 at 11:00 A.M. (IST) through Video Conferencing / Other Audio-Visual Means ("VC / OAVM")**, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:

(a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon; and

(b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Auditors thereon.

2. To declare a final dividend of ₹2.00 per Equity Share (i.e., 100% of the face value of ₹2.00 each), for the financial year ended March 31, 2026.

3. To appoint Mr. Rahul Kumar Todi (DIN: 00054279), who retires by rotation in accordance with Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment as a director.

4. To appoint Mr. Saket Todi (DIN: 02821380), who retires by rotation in accordance with Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment as a director.

SPECIAL BUSINESS

5. Re-appointment of Mr. Sadhu Ram Bansal (DIN: 06471984) as an Independent Director of the Company for the second term of 5 (five) consecutive years

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 16(1)(b), 17, 25 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in terms of the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, Mr. Sadhu Ram Bansal (DIN: 06471984), who meets the criteria of Independence as prescribed under Section 149(6) of the Act and the rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for the second term of 5 (five) consecutive years with effect from April 1, 2027 till March 31, 2032 (both days inclusive);

RESOLVED FURTHER THAT Mr. Ashok Kumar Todi, Chairman or Mr. Pradip Kumar Todi, Managing Director or Mrs. Smita Mishra, Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. Re-appointment of Mrs. Shashi Sharma (DIN: 02904948) as an Independent Director of the Company for the second term of 5 (five) consecutive years

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 16(1)(b), 17, 25 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in terms of the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, Mrs. Shashi Sharma (DIN: 02904948), who meets the criteria of Independence as prescribed under Section 149(6) of the Act and the rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby re-appointed as a Non-Executive Independent

Director of the Company, not liable to retire by rotation, to hold office for the second term of 5 (five) consecutive years with effect from April 1, 2027 till March 31, 2032 (both days inclusive);

RESOLVED FURTHER THAT Mr. Ashok Kumar Todi, Chairman or Mr. Pradip Kumar Todi, Managing Director or Mrs. Smita Mishra, Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

7. Re-appointment of Mr. Kumud Chandra Paricha Patnaik (DIN: 09696281) as an Independent Director of the Company for the second term of 5 (five) consecutive years

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 16(1)(b), 17, 25 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in terms of the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, Mr. Kumud Chandra Paricha Patnaik (DIN: 09696281), who meets the criteria of Independence as prescribed under Section 149(6) of the Act and the rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for the second term of 5 (five) consecutive years with effect from April 1, 2027 till March 31, 2032 (both days inclusive);

RESOLVED FURTHER THAT Mr. Ashok Kumar Todi, Chairman or Mr. Pradip Kumar Todi, Managing Director or Mrs. Smita Mishra, Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By order of the Board of Directors
Lux Industries Limited

Sd/-
Smita Mishra
Company Secretary & Compliance Officer
M. No.: ACS 26489

Registered Office:
39, Kali Krishna Tagore Street
Kolkata -700007

Place: Kolkata
Date: August 14, 2026

Notes

1. The Ministry of Corporate Affairs ("MCA") inter-alia vide its General Circular Nos. 14/ 2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025, in relation to "Clarification on holding of Annual General Meeting ('AGM') through Video Conferencing or Other Audio Visual Means (VC/OAVM)", (collectively referred to as "MCA Circulars") and SEBI vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023, October 07, 2023 and October 03, 2024 (collectively referred to as "SEBI Circulars") and other applicable circulars issued in this regard have permitted holding the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of members at a common venue to be held on or before September 30, 2025 in accordance with the requirements laid down in General Circular No. 20/ 2020 dated May 5, 2020. Hence, in compliance with the applicable provisions of the Companies Act, 2013 ('the Act') and the above-mentioned MCA and SEBI Circulars, the 31st AGM of the Company is being held through VC/OAVM on Friday, the 25th day of September, 2026 at 11:00 A.M. (IST). The venue of the meeting shall be deemed to be the Registered Office of the Company situated at 39, Kali Krishna Tagore Street, Kolkata - 700007.

2. **PURSUANT TO THE PROVISIONS OF SECTION 105 OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE, THE AGM IS BEING HELD THROUGH VC/OAVM PURSUANT TO THE MCA AND SEBI CIRCULARS, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM. HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF THE AGM ARE NOT ANNEXED TO THIS NOTICE.**

3. The Explanatory Statement pursuant to Section 102 of the Act, setting out material facts in respect of the business under Item nos. 5 to 7 to be transacted at this AGM, is annexed herewith. The brief details of the directors, who are being re-appointed, are annexed to the Notice as per the requirements of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations") and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ('ICSI'). Requisite declarations have been received from the Directors seeking re-appointment.

4. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. Institutional shareholders are encouraged to attend and vote at the AGM.

5. Members are requested to address all correspondence, to the Company's Registrar to an Issue and Share Transfer Agent ('RTA'), **KFin Technologies Limited** (Formerly known as KFin Technologies Private Limited), **Unit: Lux Industries Limited**, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda Serilingampally, Mandal, Hyderabad, Telangana - 500032. Mail id: einward.ris@kfintech.com.

6. In compliance with the requisite MCA and SEBI Circulars, the requirement of sending physical copy of the Annual Report has been dispensed with. Accordingly, the Annual Report of the Company including the Notice of the 31st Annual General Meeting, inter alia indicating the process and manner of e-voting is being sent only through electronic mode to those members whose email IDs are registered with the Company/ National Securities Depository Limited ('NSDL') and Central Depositories Services (India) Limited ('CDSL'), (collectively 'Depositories')/ Registrar to an Issue and Share Transfer Agent ('RTA') for communication purposes.

7. However, as per Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), a letter containing the web-link with the exact path to access the complete Annual Report has been dispatched to those shareholders who have not registered their email addresses with the Company, Depositories or RTA for communication purposes. Further, as per Regulation 36(1)(c) of the SEBI Listing Regulations, the Company will send hard copy of full Annual Report to those shareholders who request for the same at investors@luxinnerwear.com mentioning their Folio No./DP ID and Client ID.

   Members may note that Notice for the 31st AGM and Annual Report for the financial year 2025-26 will also be available on the Company's website www.luxinnerwear.com, website of the Stock Exchanges i.e., BSE and NSE at www.bseindia.com and www.nseindia.com respectively and on the website of KFin Technologies Limited, https://evoting.kfintech.com.

8. The Notice along with Annual Report will be sent through e-mail to those members/ beneficial owners, whose names will appear in the register of members/ list of beneficiaries received from the depositories, as of **Friday, August 21, 2026**.

9. In compliance with the MCA and SEBI Circulars, the Company has published a public notice on Friday, August 21, 2026 by way of a newspaper advertisement before the date of circulation of Annual Report along with AGM Notice to shareholders of Company, in English Newspaper (Business Standard) having a nationwide circulation and also in Regional Newspaper (Ei Samay).

10. In order to enhance the ease of doing business for investors in the securities market, SEBI vide its Circular No. SEBI/ HO/ MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3rd November 2021, read together with the SEBI Circular No. SEBI/HO/MIRSD/ MIRSD_RTAMB/P/CIR/2021/687 dated 14th December 2021 and Master circular dated February 6, 2026 (hereinafter, collectively referred as the "SEBI KYC Circulars") mandated furnishing of PAN, full KYC details and Nomination by the holders of physical securities. Members holding shares in physical form are requested to submit their PAN, KYC details and Nomination details by sending a duly filled and signed Form ISR-1 to the RTA of the Company. The said forms can be downloaded from the website of the Company or from the website of our RTA.

    The Register of Members and the Share Transfer book of the Company will remain closed from **Saturday, September 19, 2026 to Friday, September 25, 2026** (both days inclusive) for annual closing and determining the entitlement of the shareholders for the payment of dividend for the Financial year 2025-2026.

11. **Dividend related information:**

    a. The final dividend of ₹2.00/- per equity share (i.e. 100% of the face value of ₹2.00 each), as recommended by the Board of Directors, if approved at the AGM, will be paid within 30 days of declaration to those members in public category (excluding those public shareholders whose request for waiver of their right to receive the dividend for FY 2025-26 has been duly accepted by the Company) whose names appear on the Register of members/ beneficial owners as provided by the Depositories as on the Record Date, being **Friday, September 18, 2026** subject to applicable deduction of tax at source.

       The Promoters and Promoter Group shareholders have waived their right to receive the final dividend for FY 2025-26 in order to conserve resources for future expansion, while rewarding public shareholders.

    b. In terms of SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026, it has been mandated that with effect from April 1, 2024, that dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Hence kindly ensure the following details such as furnishing the PAN, KYC details (including Postal address with PIN, Email address, mobile number and bank account details), choice of nomination, contact details including mobile number, bank account details and specimen signature are updated with Registrar to avail dividend credit in bank account.

       Kindly ensure these details are updated with Registrar to avail uninterrupted service request and dividend credit in bank account.

    c. Shareholders may note that as per Income Tax Act, 2025, (the 'ITA 2025'), dividends paid or distributed by a Company shall be taxable in the hands of shareholders. Accordingly, the Company would be required to deduct applicable Tax at Source ('TDS') in respect of payment of approved dividend to its shareholders (resident as well as non-resident).

    d. To enable compliance with TDS requirements, Members are requested to complete and/ or update their Residential status, PAN, Category as per the ITA with their Depository Participants or in case shares are held in physical form, with the Company/Registrars and Transfer Agents by sending documents through e-mail on or before September 18, 2026 to enable the Company to determine the appropriate TDS/withholding tax rate applicable, verify the documents and provide exemption. A separate communication in this regard has been sent to the registered email address of the members by the Company.

i. For Resident Shareholders:

Tax shall be deducted at source under section 393(1) [Table Sl. no. 7] of ITA 2025 [corresponding to erstwhile Section 194 of the Income-tax Act, 1961 ("ITA 1961")], at the rate of 10% on the amount of final dividend for the financial year 2025-26 declared and paid by the Company during tax year 2026-27, subject to PAN details registered/updated by the Member.

However, in the following cases, TDS at the rate of 20% would be applicable as per ITA 2025. Section 397(2) of ITA 2025 [corresponding to erstwhile section 206AA of ITA 1961] - In case where, PAN is not available/ submitted, or PAN submitted is invalid or PAN is not linked with Aadhaar.

No tax shall be deducted at source on the dividend payable to a resident individual if the aggregate dividend to be received by the said resident individual member from the Company during a financial year does not exceed ₹10,000 (Rupees Ten Thousand Only); or if an eligible resident shareholder provides a valid declaration in Form 121 or other documents as may be applicable to different categories of shareholders. Notwithstanding the above, in case

PAN of any Member falls under the category of 'Inoperative or Invalid', the Company shall deduct TDS @ 20% as per Section 397(2) of ITA 2025.

Further, if a shareholder has obtained a lower or Nil withholding tax certificate from the tax authorities and provides a copy of the same to the Company, tax shall be deducted on the dividend payable to such shareholder at the rate specified in the said certificate.

ii. Non-resident Shareholders:

Tax is required to be deducted at source in the case of non-resident shareholders in accordance with the provisions of Section 393(2) [Table 2, Sl. No. 15 or 17] of the ITA 2025 [corresponding to erstwhile Section 196D/195 of ITA 1961] - 20% or rates in force (plus applicable surcharge and cess) subject to applicable Treaty rate.

However, as per section 159 of the ITA 2025, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement ('DTAA') read with applicable Multilateral Instrument ('MLI') provisions, if they are more beneficial to them.

e. A list of documents/ declarations required to be provided by the resident shareholders and list of documents/ declarations required to claim the benefit of DTAA by the non-resident shareholders are being made available on the Company's website at https://www.luxinnerwear.com/investors/company-announcement. Kindly note that the documents should be uploaded with KFin, the Registrar to an issue and Share Transfer Agent of the Company at https://ris.kfintech.com/form15 or email at einward.ris@kfintech.com

f. **No communication on the tax determination/ deduction shall be entertained after September 18, 2026.**

g. The documents submitted by the members will be verified and the Company will consider the same while deducting the appropriate taxes, if any, provided that these documents are in accordance with the provisions of the IT Act. A detailed communication from the Company has been mailed to the shareholders, on August 24, 2026 regarding the TDS communication. It is also available on the website of the Company at https://www.luxinnerwear.com/investors/company-announcement

h. In addition to the above, please note the following:

- In case you hold shares under multiple accounts under different status/ category but under a single PAN, the highest rate of tax as applicable to the status in which shares are held under the said PAN will be considered on the entire holding in different accounts.
- In case of joint shareholding, the withholding tax rates shall be considered basis the status of the primary beneficial shareholder.

It may be further noted that in case tax on dividend is deducted at a higher rate in the absence of receipt of any of the required details/ documents from the shareholders, the shareholders may consider filing their return of income and claiming an appropriate refund, as may be eligible. No claim shall lie against the Company for such taxes deducted.

i. The Company shall arrange to e-mail the soft copy of the TDS certificate, if applicable, to shareholders at the e-mail ID registered with KFin within the prescribed time as per the ITA 2025. The amount of TDS can also be viewed in Form 26AS on the website of the Income Tax Department of India https://www.incometax.gov.in/iec/foportal/

j. In the event of any income-tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the Shareholder/s, such Shareholder/s will be responsible for indemnifying the Company, and also provide the Company with all information/ documents and co-operation in any assessment/ appellate proceedings before the Tax/ Government authorities.

12. As per Section 113(1)(a) of the Act, Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutinizer through email at goenkamohan@gmail.com or may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format "Corporate Name EVENT No."

13. Regulation 40 of the SEBI Listing Regulations mandates that the transfer, transmission and transposition of securities of listed companies held in physical form shall be affected only in dematerialised mode. Further, SEBI, vide its Master circular dated February 06, 2026, has clarified that listed companies, with immediate effect, shall issue the securities only in dematerialised mode while processing investor service requests pertaining to issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/ splitting of securities certificate, consolidation of securities certificates/ folios, transmission, transposition etc. It may be noted that any service request can be processed only after the folio is KYC Compliant.

The shareholders may approach the Depository Participant for further clarification in this regard. Shareholders are requested to contact the Company's RTA, KFin Technologies Ltd for any queries in regard or contact Mrs. Smita Mishra, Company Secretary and Compliance Officer of the Company at the Registered Office of the Company situated at 39, Kali Krishna Tagore Street, Kolkata-700007 (Phone:033-4040-2121; Email: cs@luxinnerwear.com for further assistance.

14. Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, and the Register of Directors, Key Managerial Personnel along with their shareholding maintained under Section 170 of the Companies Act, 2013 (read with rules issued thereunder), will be available electronically for inspection by the Members from the date of circulation of this Notice up to date of the AGM. Members seeking to inspect such documents can send an email to investors@luxinnerwear.com.

15. Relevant documents referred to in the Notice will be available for inspection by the Members in electronic mode from the date of circulation of this Notice up to **date of the AGM, i.e. Friday, September 25, 2026**, Members can inspect the same by sending an email to investors@luxinnerwear.com or at the Registered Office of the Company on all working days **from 2.00 P.M. to 5.00 P.M. up to the date of AGM**.

16. In case you have any query relating to the Annual Accounts you are requested to send the same at investors@luxinnerwear.com at least 10 days before the AGM so as to enable the management to keep the information ready for replying at the meeting.

17. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holding should be obtained from the concerned Depository Participant and holding should be verified.

18. **Transfer to Investor Education and Protection Fund:**

(i) Transfer of unclaimed dividend

Pursuant to the provisions of Section 124 of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('the IEPF Rules') including any statutory modification(s) or re-enactment(s) thereof for the time being in force, dividend for the financial year ended March 31, 2019 and onwards, which remains unpaid or unclaimed for a period of seven (7) years from the date of its transfer to the unpaid dividend account of the Company would be transferred to Investor Education and Protection Fund (IEPF). Members who have so far not encashed the Dividend Warrants for the above years are advised to submit their claims to the Company's Registrar to an issue and Share Transfer Agents at their address given herein below immediately, quoting their Folio Number/DP ID and Client ID. The detailed dividend history and due dates for transfer of Unclaimed Dividend to IEPF are provided in the Report on Corporate Governance annexure to Directors' Report of Annual Report and is also available on the website of the Company at www.luxinnerwear.com.

During the financial year under review, the Company has transferred unpaid/unclaimed dividend, amounting to ₹59,180/- for Financial Year 2017-18 to the Investor Education and Protection Fund (IEPF).

(ii) Transfer of shares to IEPF

Further pursuant to the provisions of Section 124(6) of the Act, the IEPF Rules (including amendments thereof) read with Ministry of Corporate Affairs Circular No. 12/2017 dated October 16, 2017, all the shares in respect of which dividend has not been paid or claimed for 7 consecutive years or more shall be transferred by the Company in the name of IEPF.

The details of those Members who have not claimed dividend for consecutive period of seven years or more and the relevant details of shares due to be transferred to the IEPF Authority, is available on Company's website at www.luxinnerwear.com. The Company has given a public notice on July 10, 2026 published in Business Standard (English Newspaper) and Ei Samay (Bengali Newspaper). Individual notice was sent to the concerned Members, informing them, that their shares are liable to be transferred to IEPF Authority.

(iii) Claim from IEPF Authority

The shareholders who have not claimed/encashed the dividend in the last seven consecutive years from Financial Year 2018-19 are requested to claim the same to avoid transfer of shares to IEPF. Shareholders may note that both the unclaimed dividend amount transferred to IEPF and the shares transferred to the Demat Account of the IEPF Authority including all benefits accruing on such shares, if any, can be claimed back by them from the IEPF Authority and they may contact the Company or RTA and submit the required documents for issue of Entitlement Letter. The Members can attach the Entitlement Letter and other required documents and file the Form IEPF-5 form for claiming the dividend and/or shares via www.iepf.gov.in.

E-voting

19. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to inform that all the resolutions as stated in the notice can be transacted by electronic voting system and the Company has provided facility to the members to exercise their right to vote at the 31st AGM by electronic means through e-voting services provided by KFin Technologies Limited. The instructions for e-voting have been enclosed and sent along with the notice and the cut-off date for sending e-voting password to shareholders is fixed on August 21, 2026.

20. **Process for registering e-mail addresses to receive this notice along with credentials for remote e-voting: -**

    For shareholders holding securities in physical mode:
    Shareholders holding shares in physical form are hereby notified that based on the SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026, all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile numbers. Moreover, to avail of online services, the security holders can register e-mail ID. They can also register/update their contact details, bank details through submitting the requisite **Form ISR-1** along with the supporting documents. ISR-1 Form can be obtained by following the link: https://ris.kfintech.com/clientservices/isc/default.aspx. The detailed FAQ can be found on the link:

    https://ris.kfintech.com/faq.html

    Members holding shares in dematerialized mode:
    Members are requested to register/ update their email address or KYC details with their relevant Depository Participant.

21. **Procedure for Remote E-Voting And E-Voting at the AGM:**

    i) In compliance with the provisions of Section 108 and other applicable provisions, if any, of the Act, Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI Listing Regulations, the Company is pleased to provide the facility of remote e-voting to its Members in respect of the business to be transacted at the AGM.

    ii) The Members attending the AGM who have not cast their vote by remote e-voting shall be entitled to vote at AGM through e-voting system. Facility to cast vote at the AGM will be made available on the Video Conferencing screen and will remain active throughout the Meeting.

    iii) The members can opt for only one mode of voting i.e., remote e-voting or e-voting at the AGM. The Members who have cast their vote by remote e-voting may also attend the AGM.

    iv) In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

    v) The remote e-voting facility will be available during the following period:

    Commencement of remote e-voting: From 9:00 a.m. (IST) on September 21, 2026 (Monday)

    End of remote e-voting: Upto 5:00 p.m. (IST) on September 24, 2026 (Thursday)

    The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by KFIN upon expiry of the aforesaid period.

22. The voting rights of Members for remote e-voting and e-voting at AGM shall be in proportion to the paid-up value of their shares in the equity share capital of the Company, as recorded in the register of members or in the register of beneficial owners maintained by the depositories, **as on cut-off date i.e.**, **Friday, September 18, 2026** shall only be entitled to avail the facility of remote e-voting / e-voting at AGM. The person who is not a member/ beneficial owner as on the cut-off date should treat this Notice for information purpose only. Any person who becomes member of the Company after dispatch of the Notice of AGM and holding shares as on the cut-off date, may obtain the User ID and password in the manner as mentioned below:

    i. If the mobile number of the member is registered against Folio No./ DPID Client ID, the Member may send SMS: **MYEPWD**<space> E-Voting Event Number +Folio no. or DPID Client ID to +91-9212993399

    Example for NSDL: MYEPWD<SPACE>IN12345612345678

    Example for CDSL: MYEPWD<SPACE>1402345612345678

    Example for Physical: MYEPWD<SPACE> XXXX1234567890

    ii. If e-mail address or mobile number of the member is registered against Folio No. / DPID Client ID, then on the home page of https://evoting.kfintech.com , the member may click "Forgot Password" and enter Folio No. or DPID Client ID and PAN to generate a password.

    iii. Member may Call KFin's Toll free number 1-800-3094-001

    iv. Member may send an e-mail request to evoting@kfintech.com

23. If the member is already registered with KFin for e-voting, he can use his existing User ID and Password for casting the vote through remote e-voting.

24. In case of any query pertaining to e-voting, please visit Help & FAQs section available at KFIN website (https://evoting.

kfintech.com). In case of any other queries/ grievances connected to remote e-voting or shares, you may contact Mr. D Suresh Babu, an official of KFIN, at the toll-free number 1800-309-4001 or at email: evoting@kfintech.com.

25. We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective DP, and members holding shares in physical mode are requested to update their email addresses with the Company's RTA, KFin Technologies Limited at einward.ris@kfintech.com, to receive copies of the Annual Report 2025-26 in electronic mode.

    Additionally we wish to inform that our RTA had taken necessary steps at their end to process unclaimed dividends to the respective demat account holders through the simplified systematic approach such as they have searched for the updated bank account details across other ISINs and also with Depositories where successful dividend payments have been made, based on the same, they shall process unpaid dividends , for beneficial owners with no holdings at present in any of the ISIN being serviced by the RTA, the old dividends shall be paid by RTA after seeking bank details from Depositories, for beneficial owners where old dividends are unpaid, but the subsequent dividends are being paid after dematerialization, RTA shall get updated bank account details from latest BENPOS from Depositories and process such unpaid dividends, thereafter taking these necessary steps, RTA shall prepare list of beneficial owners where no bank account details could be found and unpaid dividends could not be processed. Such beneficial owners would be targeted for sending appropriate communication for updating their bank account details with RTA/Depository Participants in order to prevent transfer of shares/dividends to IEPF.

26. The Board of Directors in their meeting held on August 14, 2026 had appointed Mr. Mohan Ram Goenka, Partner of M/s. MR & Associates, Company Secretaries, as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting to conduct the process fairly and transparently and they have communicated their willingness to be appointed and will be available for the same purpose.

27. The Scrutinizer, after scrutinizing the voting through e-voting at AGM and through remote e-voting shall, within two working days from conclusion of the AGM, make a consolidated scrutinizer's report of the votes cast in favour or against, if any, and submit the same to the Chairperson of the meeting. The Chairperson shall declare the results. The declared results shall be available on the website of the Company (www.luxinnerwear.com) and the website of KFIN (https://evoting.kfintech.com) and shall also be displayed on the notice board at the registered office and the corporate office of the Company. The results shall simultaneously be communicated to the Stock Exchanges. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.

28. Members may follow the process detailed below for availing of various investor services.

Type of holder	The process to be followed	
Physical	For availing the following investor services, send a written request in the prescribed forms to the RTA of the Company, KFin Technologies Limited either by email to einward.ris@kfintech.com or by post to Unit: Lux Industries Limited, Selenium Tower B, Plot 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad, Telangana – 500032.	
	Form for availing investor services to register PAN, email address, bank details and other KYC details or changes/updates thereof for securities held in physical mode	Form ISR-1
	Update of signature of securities holder	Form ISR-2
	For nomination as provided in the Rule 19 (1) of Companies (Share capital and debenture) Rules, 2014	Form SH-13
	Declaration to opt-out	Form ISR-3
	Cancellation of nomination by the holder(s) (along with ISR-3) / Change of Nominee	Form SH-14
	Form for requesting issue of Duplicate Certificate and other service requests for shares/debentures/ bonds, etc. held in physical form	ISR 4
	The forms for updating the above details are available at https://www.luxinnerwear.com/download-forms	
Demat	Please contact your DP, register your email address, and bank account details in your demat account, as per the process advised by your DP.	

29. **Login method for e-Voting: Applicable only for Individual shareholders holding securities in Demat mode.**

As per the SEBI circular 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 to access e-Voting facility.

a. **Login method for Individual shareholders holding securities in demat mode is given below:**

NSDL	CDSL
1. User already registered for IDeAS facility: I. URL: https://eservices.nsdl.com II. Click on the "Beneficial Owner" icon under 'IDeAS' section. III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting." IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.	**1. Existing user who have opted for Easi / Easiest** I. URL: https://web.cdslindia.com/myeasitoken/home/login II. Click on New System Myeasi III. Login with user id and password. IV. Option will be made available to reach e-Voting page without any further authentication. V. Click on e-Voting service provider name to cast your vote.
2. User not registered for IDeAS e-Services I. To register click on link: https://eservices.nsdl.com II. Select "Register Online for IDeAS" III. Proceed with completing the required fields. After successful registration, please follow the steps given above to cast your vote.	**2. User not registered for Easi/Easiest** I. Option to register is available at https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration II. Proceed with completing the required fields.
3. By visiting the e-Voting website of NSDL I. URL: https://www.evoting.nsdl.com/ II. Click on the icon "Login" which is available under 'Shareholder/Member' section. III. Enter User ID (i.e., 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. V. 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.	**3. By visiting the e-Voting website of CDSL** I. URL: www.cdslindia.com II. Provide demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress.
4. NSDL Speede Shareholders/Members can also download the NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play	

b. **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. Click on e-Voting option and you will be redirected to NSDL/CDSL Depository site after successful authentication. 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.

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

c. **Helpdesk for Individual Shareholders holding securities in demat mode who need assistance for any technical issues related to login through Depository i.e., NSDL and CDSL:**

Members facing any technical issue – NSDL	Members facing any technical issue - CDSL
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	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 22-23058542/43.

d. **Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode**.

(A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

i. Launch internet browser by typing the URL: https://evoting.kfintech.com/ in the address bar.

ii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be **EVEN (E-Voting Event Number) 10100**, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.

iii. After entering these details appropriately, click on "LOGIN."

iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, $, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'Lux Industries Limited-AGM" and click on "Submit."

vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.

ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

x. You may then cast your vote by selecting an appropriate option and click on "Submit."

xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id goenkamohan@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name EVENT No."

30. **Procedure for Joining AGM Through VC/ OAVM**

- The Company is providing VC/OAVM facility to its members for joining/participating at the AGM. Members may join the Meeting through Desktops, Laptops, Smartphones, Tablets and iPads. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore, recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.

- Members are requested to follow the procedure given below to attend the AGM through VC / OAVM or view the live webcast:

  i) Launch internet browser (latest version of Chrome/ Firefox/Safari/ Internet Explorer 11 or MS Edge) by typing the URL: https://emeetings.kfintech.com .

  ii) Enter the login credentials (i.e., User ID and password for e-voting).

  iii) After logging in, click on "Video Conference" option.

  iv) Then click on camera icon appearing against the AGM event of Lux Industries Limited to attend the AGM.

- Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions.

- The facility for joining the AGM shall open 15 minutes before the time scheduled for the AGM and will continue till the conclusion of the AGM. The facility will be available to the 1,000 (one thousand) Members on a first-come-first-served basis. Large shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel and Auditors are allowed to attend the AGM without restriction on first-come-first-served basis.

- To ensure smooth transmission and co-ordination during the Q&A Session, the Company is providing the facility of Speaker Registration. Members who would like to express their views or ask questions during the AGM may register themselves by logging on to https://emeetings.kfintech.com and clicking on the '**Speaker Registration**' option available on the screen after logging in.

- The facility of **'Speaker Registration' will open from Saturday, September 19, 2026 (9:00 A.M.) and will end on Tuesday, September 22, 2026 (5:00 P.M.)**. Only those members who are registered will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and speakers, depending upon availability of time, as appropriate for smooth conduct of AGM.

- In case of any query, relating to the procedure for attending AGM through VC/OAVM or for any technical assistance, the members may call on toll free number: 1800 3094 001 or send an e-mail at einward.ris@kfintech.com.

- Body corporates are entitled to appoint authorized representative(s) to attend the AGM through VC/ OAVM and to cast their votes through remote e-voting/ e-voting at the AGM. In this regard, the body corporates are required to send a certified copy of the Board Resolution/ Authorization Letter/ Power of Attorney authorizing their representative(s) to attend the meeting and vote on their behalf through e-voting. The said resolution/ letter/ power of attorney shall be sent by the body corporate through its registered email-id to the Scrutinizer at goenkamohan@gmail.com with a copy marked to einward.ris@kfintech.com (KFIN's id).

31. E-voting (insta poll) at the Meeting:

- After the items of Notice have been discussed, e-voting through insta poll will be conducted under the supervision of the scrutinizer appointed for voting. A person, whose name is recorded in the register of members or in register of beneficial owners maintained by the depositories as on the cut-off date of **September 18, 2026**, and who has not cast their vote by remote e-voting, and being present in the AGM, shall be entitled to vote at the AGM.

- In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
- Facility to cast vote through Insta Poll will be made available on the Video Conferencing screen and will be activated once the Insta Poll is announced at the Meeting.

32. The voting rights of the members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as **on cut-off date being September 18, 2026**.
33. The Scrutinizer shall after the conclusion of the voting at AGM, first count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses who are not in the employment of the Company and not later than two working days from conclusion of AGM, submit a consolidated Scrutinizer's Report of total votes cast in favour or against, if any, forthwith to the Chairman of the Company who shall declare the Result.
34. The Scrutinizer's decision on the validity of the vote shall be final and binding.
35. The result declared along with the Scrutinizer's report shall be placed on the website of the Company (www.luxinnerwear.com) and KFin's website (https://evoting.kfintech.com) immediately after the result is declared and shall simultaneously be forwarded to the Stock Exchanges viz NSE and BSE, where the Company's shares are listed.
36. The recorded transcript of the AGM shall be maintained by the Company and also be made available on the website www.luxinnerwear.com.
37. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, and SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/191 dated December 20, 2023 read with other relevant circulars issues in this regard (as amended from time to time), has established a common Online Dispute Resolution Portal ('SMART ODR Portal') for resolution of disputes arising in the Indian Securities Market.

    Pursuant to above-mentioned circulars, the investor shall first take up his/her/their grievance with the Market Participant (Listed Companies, specified intermediaries, regulated entities) by lodging a complaint directly with the concerned Market Participant. If the grievance is not redressed satisfactorily, the investor may escalate the same through the SCORES Portal https://scores.sebi.gov.in/ in accordance with the process laid out. After exhausting the above options for resolution of the grievance, if the investor is still not satisfied with the outcome, he/she/they can initiate dispute resolution through the SMART ODR Portal.

By order of the Board of Directors
Lux Industries Limited

Sd/-
Smita Mishra
Company Secretary & Compliance Officer
M. No.: ACS 26489

Registered Office:
39, Kali Krishna Tagore Street
Kolkata-700007
Place: Kolkata
Date: August 14, 2026

Explanatory Statement to the Notice of 31st AGM

The following Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ("the Act") read with the rules made thereunder, Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Secretarial Standards -2 on General Meetings (SS-2) sets out all material facts relating to the business mentioned under Item Nos. 5 to 7 of the accompanying Notice:

Item 5: Re-appointment of Mr. Sadhu Ram Bansal (DIN: 06471984) as an Independent Director of the Company for the second term of 5 (five) consecutive years

Mr. Sadhu Ram Bansal (DIN: 06471984) was appointed as an Independent Director of the Company, in terms of Section 149 and other applicable provisions of the Act, and rules made thereunder, for a period of three years with effect from April 1, 2024 to March 31, 2027, and the said appointment was approved by the shareholders via Postal Ballot conducted by the Company, the results of which were published on June 24, 2024.

Section 149(10) of the Act provides that an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company but shall be eligible for re-appointment, for another term of up to five years, on passing of a Special Resolution by the shareholders. In terms of Section 149 read with Section 152 and Schedule IV of the Act, Mr. Sadhu Ram Bansal is eligible for reappointment for the second term as an Independent Director of the Company. The Company has received from Mr. Bansal, requisite consent, intimation and a declaration in connection with his appointment as an Independent Director. The Company has, in terms of Section 160(1) of the Companies Act, 2013, received in writing a notice from a member, proposing his candidature for the office of director.

Considering the rich experience and the contributions made by Mr. Bansal during his tenure, the Board of Directors, based on the recommendation of the Nomination & Remuneration Committee, at their respective meetings held on August 14, 2026, re-appointed Mr. Sadhu Ram Bansal as an Independent Director for a second term of 5 (five) consecutive years with effect from April 1, 2027 to March 31, 2032, subject to approval of the Members at the ensuing AGM. The brief profile of Mr. Bansal and other details as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard -2 on General Meetings (SS-2) is annexed to this Notice.

Mr. Bansal is a distinguished banking and finance professional with over 34 years of rich experience in Banking in various capacities. He has served as Chairman & Managing Director of Corporation Bank, Executive Director of Punjab National Bank, Field General Manager at Bank of Baroda, and Chief General Manager (on deputation) at India Infrastructure Finance Company Limited. He is a result oriented professional with expertise in credit and project appraisal across all segments. Further, his expertise in finance, board leadership, corporate governance, expansion, and strategic planning have been recognized as highly valuable for board-level responsibilities. He is presently associated with the Boards of 4 (Four) listed companies as an Independent Director and serving as Chairperson of the Audit Committee at KEI Industries Limited; Chairperson of the Audit Committee and Member of the Stakeholders' Relationship Committee at JK Lakshmi Cement Limited; and member of the Audit Committee at GMR Airports Limited.

He possesses the skills, experience, and capabilities required for the role of an Independent Director of the Company. The terms and conditions of his re-appointment as an independent director shall be open for inspection at the registered office of the Company by any member during normal business hours.

Except Mr. Sadhu Ram Bansal, none of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in Item No. 5 of this Notice.

The Board, based on the recommendation of the Nomination & Remuneration Committee, considers the re-appointment of Mr. Sadhu Ram Bansal as an Independent Director in the interest of the Company and recommends the Special Resolution as set out at Item No. 5 for approval of Members.

Item 6: Re-appointment of Mrs. Shashi Sharma (DIN: 02904948) as an Independent Director of the Company for the second term of 5 (five) consecutive years

Mrs. Shashi Sharma (DIN: 02904948) was appointed as an Independent Director of the Company, in terms of Section 149 and other applicable provisions of the Act, and rules made thereunder, for a period of three years with effect from April 1, 2024 to March 31, 2027, and the said appointment was approved by the shareholders via Postal Ballot conducted by the Company, the results of which were published on June 24, 2024.

Section 149(10) of the Act provides that an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company but shall be eligible for re-appointment, for another term of up to five years, on passing of a Special Resolution by the shareholders. In terms of Section 149 read with Section 152 and Schedule IV of the Act, Mrs. Shashi Sharma is eligible for reappointment for the second term as an Independent Director of the Company. The Company has received from Mrs. Shashi Sharma, requisite consent, intimation and a declaration in connection with her appointment as an Independent Director. The Company has, in terms of Section 160(1) of the Companies Act, 2013, received in writing a notice from a member, proposing her candidature for the office of director.

Considering the rich experience and the contributions made by Mrs. Sharma during her tenure, the Board of Directors, based on the recommendation of the Nomination & Remuneration Committee, at their respective meetings held on August 14, 2026 re-appointed Mrs. Shashi Sharma as an Independent Director for a second term of 5 (five) consecutive years with effect from April 1, 2027 to March 31, 2032, subject to approval of the Members at the ensuing AGM. The brief profile of Mrs. Sharma and other details as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard -2 on General Meetings (SS-2) is annexed to this Notice.

Mrs. Sharma is a Chartered Accountant and Commerce graduate from Shri Ram College of Commerce, Delhi University. She is a Certified Treasury Manager and an alumna of London Business School, with extensive leadership experience, including serving as Managing Director of Tourism Finance Corporation of India Limited and Chief Treasury & Investment Officer and Executive Director at IFCI Limited. She brings strong expertise in resource mobilization from debt markets and strategic liaison with banks, regulatory bodies, and multilateral organizations. She has also served as Director at Stock Holding Corporation of India Limited and as a member of SEBI's Corporate Bond Securitization Advisory Committee. She is presently serving as an Independent Director on the Board of Magadh Sugar & Energy Limited (a group of KK Birla) and Sona Biscuits Limited and serving as a member of the Audit Committee at Magadh Sugar & Energy Limited.

She possesses the skills, experience, and capabilities required for the role of an Independent Director of the Company. The terms and conditions of her re-appointment as an independent director shall be open for inspection at the registered office of the Company by any member during normal business hours.

Except Mrs. Shashi Sharma, none of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in Item No. 6 of this Notice.

The Board, based on the recommendation of the Nomination & Remuneration Committee, considers the re-appointment of Mrs. Shashi Sharma as an Independent Director in the interest of the Company and recommends the Special Resolution as set out at Item No. 6 for approval of Members.

Item 7: Re-appointment of Mr. Kumud Chandra Paricha Patnaik (DIN: 09696281) as an Independent Director of the Company for the second term of 5 (five) consecutive years

Mr. Kumud Chandra Paricha Patnaik (DIN:09696281) was appointed as an Independent Director of the Company, in terms of Section 149 and other applicable provisions of the Act, and rules made thereunder, for a period of three years with effect from April 1, 2024 to March 31, 2027, and the said appointment was approved by the shareholders via Postal Ballot conducted by the Company, the results of which were published on June 24, 2024.

Section 149(10) of the Act provides that an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company but shall be eligible for re-appointment, for another term of up to five years, on passing of a Special Resolution by the shareholders. In terms of Section 149 read with Section 152 and Schedule IV of the Act, Mr. Kumud Chandra Paricha Patnaik is eligible for reappointment for the second term as an Independent Director of the Company. The Company has received from Mr. Kumud Chandra Paricha Patnaik, requisite consent, intimation and a declaration in connection with his appointment as an Independent Director. The Company has, in terms of Section 160(1) of the Companies Act, 2013, received in writing a notice from a member, proposing his candidature for the office of director.

Considering the rich experience and the contributions made by Mr. Patnaik during his tenure, the Board of Directors, based on the recommendation of the Nomination & Remuneration Committee, at their respective meetings held on August 14, 2026, re-appointed Mr. Kumud Chandra Paricha Patnaik as an Independent Director for a second term of 5 (five) consecutive years with effect from April 1, 2027 to March 31, 2032, subject to approval of the Members at the ensuing AGM. The brief profile of Mr. Kumud Chandra Paricha Patnaik and other details as required under Regulation 36(3) of the

SEBI Listing Regulations and Secretarial Standard -2 on General Meetings (SS-2) is annexed to this Notice.

Mr. Patnaik is a retired Senior Indian Revenue Service officer with over 33 years of distinguished service. During his tenure, he served as Director General of Income Tax Investigation. He holds an M.A. in English Literature (Gold Medalist) from Berhampur University and has studied Law. He possesses extensive expertise in direct tax litigation, international taxation, company law, the Prevention of Money Laundering Act (PMLA), the Insolvency and Bankruptcy Code (IBC), and regulatory advisory matters. He currently practices as an Advocate and Corporate Advisor at Singhania & Co. LLP and serves as a Non-Executive and Independent Director on the Board of Abans Group and is serving as a Chairperson of the Audit Committee in Abans Financial Services Limited. In addition, he is a respected speaker and accomplished writer, with his poetry published in both English and Odia.

He possesses the skills, experience, and capabilities required for the role of an Independent Director of the Company. The terms and conditions of his re-appointment as an independent director shall be open for inspection at the registered office of the Company by any member during normal business hours.

Except Mr. Kumud Chandra Paricha Patnaik, none of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in Item No. 7 of this Notice.

The Board, based on the recommendation of the Nomination & Remuneration Committee, considers the re-appointment of Mr. Kumud Chandra Paricha Patnaik as an Independent Director in the interest of the Company and recommends the Special Resolution as set out at Item No. 7 for approval of Members.

Annexure to the Notice of AGM dated August 14, 2026

Details of the Directors seeking appointment /re-appointment at the ensuing AGM

[Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard 2 on General Meetings].

Name of the Director	Mr. Rahul Kumar Todi	Mr. Saket Todi
DIN	00054279	02821380
Date of Birth & Age	February 3, 1982 (44 years)	September 28, 1989 (36 years)
Designation and Category of Director	Executive Director & Whole time Director	Executive Director & Whole time Director
Date of first appointment	May 25, 2021	May 25, 2021
Qualification	Post-graduation in Business Management from GRD College, Coimbatore, Tamil Nadu.	Post-graduation in Brand Management from Mudra Institute of Communications (MICA).
Brief resume and expertise in functional area	Mr. Rahul Kumar Todi has 20+ years of rich experience in hosiery line of business. Mr. Rahul Kumar Todi's dynamic leadership steers Vertical C, housing distinguished brands such as Lux Classic, Lux Champion, GenX, and Lux Amore to name a few, with steadfast guidance driving innovation, and sustained market presence. He looks after the production function of the Tiruppur unit along with handling a wide range of responsibilities across businesses and his leadership tenure is enriched by the extensive experience gained in overseeing several functions including finance, personnel, operations, among many others.	Mr. Saket Todi has extensive expertise in marketing and has significantly contributed towards strengthening the premium brands in the retail channel - the 'ONN' brand and its export market. Mr. Saket Todi's visionary leadership steers Vertical A, housing eminent brands like Lux Cozi, ONN, Lux Parker, Pynk, and Lux Cozi Heatek to name a few, with focused leadership driving innovation and sustained growth momentum. He has been associated with the Company since 2014. His in-depth knowledge of marketing has helped the company to achieve greater success and increase profitability. He expanded the brand presence in 24+ countries by focusing on quality and thereby created a loyal customer base.
Terms of Appointment	As per the resolution at Item no. 3 of this Notice. Rahul Kumar Todi's office as director shall be subject to retirement by rotation.	As per the resolution at Item no. 4 of this Notice. Mr. Saket Todi's office as director shall be subject to retirement by rotation.
No. of equity shares held in the Company as on 31st March 2026	4,60,653	7,94,876
Directorship in other Companies as on 31st March 2026	NIL	▪ Biswanath Real Estate Private Limited ▪ Chitragupta Sales & Service Private Limited ▪ Rotex Intertrade Private Limited ▪ P.G. Infometic Private Limited ▪ Ashla Brands Private Limited ▪ Ashla Industries Private Limited

Name of the Director	Mr. Rahul Kumar Todi	Mr. Saket Todi
Listed Entities from which he has resigned as Director in past 3 years	NIL	NIL
Chairmanship / Membership of Committee in other Indian Public Limited Companies as on 31.03.2026 # (C= Chairman) (M= Member)	NIL	NIL
Membership/Chairmanship in the Committee of the Board of directors of the Company #	NIL	NIL
Relationship with other Directors	Nephew of Mr. Ashok Kumar Todi and Mr. Pradip Kumar Todi and Younger brother of Mr. Navin Kumar Todi and Cousin of Mr. Saket Todi and Udit Todi.	Son of Mr. Ashok Kumar Todi, Nephew of Mr. Pradip Kumar Todi and Cousin of Mr. Navin Kumar Todi, Mr. Rahul Kumar Todi and Mr. Udit Todi.
Number of Board meetings attended during the financial year 2025-26	4/5	5/5
Remuneration paid during the year 2025-26	₹1.80 Crores	₹1.80 Crores
Remuneration sought to be paid	₹1.80 Crores	₹1.80 Crores
Information as required under circular No. LIST/ COMP/14/2018-19 and NSE/CML/2018/24 dated June 20, 2018, issued by BSE and NSE, respectively.	Mr. Rahul Kumar Todi is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority.	Mr. Saket Todi is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority.

Chairmanship / Membership of Committee positions of only Audit Committee and Stakeholders Relationship Committee have been considered.

Annexure to the Notice of AGM dated August 14, 2026

Details of the Directors seeking appointment /re-appointment at the ensuing AGM

[Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard 2 on General Meetings].

Name of the Director	Mr. Sadhu Ram Bansal	Mrs. Shashi Sharma	Mr. Kumud Chandra Paricha Patnaik
DIN	06471984	02904948	09696281
Date of Birth & Age	January 03, 1956 (70 years)	August 01, 1960 (66 years)	March 07, 1961 (65 years)
Designation and Category of Director	Independent Director – Non-executive Director	Independent Director – Non-executive Director	Independent Director – Non-executive Director
Date of first appointment	April 01, 2024	April 01, 2024	April 01, 2024
Qualification	Post Graduate in English, Certified Associate of Indian Institute of Bankers (CAIIB) and Associate of Indian Institute of Banking & Finance (AIIBF)	Chartered Accountant (CA), Commerce graduate	LLB , M.A. in English Literature
Brief resume and expertise in functional area	Mr. Sadhu Ram Bansal is a Banking and Finance Professional and a competent administrator with over 34 years of extensive experience in Banking in various capacities. Mr. Bansal was the Chairman & Managing Director of Corporation Bank and Executive Director of Punjab National Bank. He held the position as the Field General Manager and other posts in Bank of Baroda and was Chief General Manager (on deputation) of India Infrastructure Finance Company Ltd. Mr. Bansal is a result oriented professional with expertise in credit and project appraisal across all segments. He is also a regular Speaker at various seminars and conferences organized by Industry Chambers like FICCI and CII, Management Institutes like IIM-A and International conferences in Singapore and Dubai.	Mrs. Shashi Sharma is a Chartered Accountant with a graduate degree in Commerce from Shri Ram College of Commerce, Delhi University. She is a Certified Treasury Manager and a distinguished alumna of the London Business School. Major milestones in her career include serving as Managing Director of Tourism Finance Corporation of India Ltd. as well as Chief Treasury and Investment Officer and Executive Director at IFCI Limited. Mrs. Sharma's diverse expertise includes resource mobilization from debt markets and strategic liaison with banks, regulatory bodies, and multilateral organizations. She has also held leadership roles as a director in Stock Holding Corporation of India Limited and served on SEBI's Corporate Bond Securitization Advisory Committee. Currently, she serves as an Independent Director on the Board of Sona Biscuits Limited and Magadh Sugar & Energy Limited (a group of KK Birla).	Mr. Kumud Chandra Paricha Patnaik is a distinguished retired Senior Indian Revenue Service Officer with a career spanning over 33 years. A Gold Medalist with a Master's degree in English Literature from Berhampur University and a practicing advocate, he began his professional journey as a lecturer in English before joining IRS and served as the Director General of Income Tax Investigation. Mr. Patnaik's expertise includes areas such as Direct Tax Dispute Resolution, Corporate Advisory, and International Taxation, while also leading significant investigations and managing a large workforce with exceptional skills. He serves as a Corporate Advisor at Singhania & Co LLP and as Non-Executive & Independent Director on the Board of Abans Group. Beyond his professional achievements, Mr. Patnaik is a respected speaker and writer, with poetry published in English as well as Odia.

Name of the Director	Mr. Sadhu Ram Bansal	Mrs. Shashi Sharma	Mr. Kumud Chandra Paricha Patnaik
	Mr. Bansal brings extensive experience across multiple industries, including manufacturing, education, infrastructure, and services. His expertise in finance, board leadership, corporate governance, expansion, and strategic planning has been recognized as highly valuable for board-level responsibilities. His presence in the Board reflects his strong alignment with the organization's vision, ensuring effective leadership and strategic growth.		
Terms of Appointment	Appointment for a second term of 5 (Five) consecutive years commencing from April 1, 2027 to March 31, 2032.	Appointment for a second term of 5 (Five) consecutive years commencing from April 1, 2027 to March 31, 2032.	Appointment for a second term of 5 (Five) consecutive years commencing from April 1, 2027 to March 31, 2032.
No. of equity shares held in the Company as on 31st March 2026	Nil	Nil	Nil
Directorship in other Companies as on 31st March 2026	▪ KEI Industries Limited ▪ JK Lakshmi Cement Limited ▪ GMR Airports Limited	▪ Magadh Sugar & Energy Limited ▪ Sona Biscuits Limited	▪ Abans Securities Private Limited ▪ Abans Broking Services Private Limited ▪ Abans Finance Private Limited ▪ Abans Financial Services Limited ▪ Abans Commodities (I) Private Limited
Listed Entities from which he/she has resigned as Director in past 3 years	1. Hindustan Insulator and Industries Limited 2. Udaipur Cement Works Limited	NIL	NIL
Chairmanship / Membership of Committee in other Indian Public Limited Companies as on 31.03.2026 # (C= Chairman) (M= Member)	▪ Chairperson of Audit Committee in KEI Industries Limited ▪ Chairperson of Audit Committee and Member of Stakeholders Relationship Committee in JK Lakshmi Cement Limited ▪ Member of Audit Committee in GMR Airports Limited	▪ Member of Audit Committee in Magadh Sugar and Energy Limited ▪ Member of Audit Committee in Sona Biscuits Limited	▪ Chairperson of Audit Committee in Abans Financial Services Limited

Name of the Director	Mr. Sadhu Ram Bansal	Mrs. Shashi Sharma	Mr. Kumud Chandra Paricha Patnaik
Membership/ Chairmanship in the Committee of the Board of directors of the Company #	Member of Audit Committee of Lux Industries Limited	Member of Stakeholders Relationship Committee of Lux Industries Limited	Member of Audit Committee and Stakeholders Relationship Committee of Lux Industries Limited
Relationship with other Directors	Nil	Nil	Nil
Number of Board meetings attended during the financial year 2025-26	5/5	5/5	5/5
Remuneration paid during the year 2025-26	Sitting Fees as approved by the Nomination and Remuneration Committee and Board of Directors	Sitting Fees as approved by the Nomination and Remuneration Committee and Board of Directors	Sitting Fees as approved by the Nomination and Remuneration Committee and Board of Directors
Remuneration sought to be paid	Sitting Fees as approved by the Nomination and Remuneration Committee and Board of Directors	Sitting Fees as approved by the Nomination and Remuneration Committee and Board of Directors	Sitting Fees as approved by the Nomination and Remuneration Committee and Board of Directors
Information as required under circular No. LIST/ COMP/14/2018-19 and NSE/CML/2018/24 dated June 20, 2018, issued by BSE and NSE, respectively.	Mr. Sadhu Ram Bansal is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority.	Mrs. Shashi Sharma is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority	Mr. Kumud Chandra Paricha Patnaik is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority.

Chairmanship / Membership of Committee positions of only Audit Committee and Stakeholders Relationship Committee have been considered.