



National Aluminium Company Limited

(A Government of India Enterprise)

CIN: L27203OR1981GOI000920

Regd. Office: NALCO Bhawan, Plot No. P/1, Nayapalli, Bhubaneswar – 751 013 (Odisha)

Website: www.nalcoindia.com, E-mail: company_secretary@nalcoindia.co.in, Tel. No.: 0674-2303197

NOTICE

Notice is hereby given that the 44th Annual General Meeting of the Company will be held on Friday, the 26th September, 2025 at 1100 hours through Video Conferencing ("VC")/Other Audio-Visual means ("OAVM") to transact the following business:

Ordinary Business:

1. To consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended 31st March, 2025, the reports of the Board of Directors and Auditors thereon.
2. To confirm payment of 1st and 2nd interim dividends and declare final dividend on equity shares for the financial year ended 31st March, 2025.
3. To appoint a Director in place of Shri Pankaj Kumar Sharma, Director (Production) (DIN: 10041341), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

4. **To appoint Shri Vivek Kumar Bajpai (DIN: 10717439) as Part-time Official Director of the Company.**

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

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 (herein after referred to as "the Act") and the Rules made thereunder, Shri Vivek Kumar Bajpai (DIN: 10717439), appointed as Part-time Official Director vide Ministry of Mines, Govt. of India Order no. 2/3/2021-Met-I dated 28.11.2024 and subsequently appointed as an Additional Director by the Board of Directors with effect from 28.11.2024 to hold office until the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of director of the Company, be and is hereby appointed as Part-time Official Director of the Company, liable to retire by rotation".

5. **To appoint Dr. Tapas Kumar Pattanayak (DIN: 10893970) as Director (HR) of the Company.**

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

"RESOLVED THAT, pursuant to the applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Dr. Tapas Kumar Pattanayak (DIN: 10893970), appointed as Director (HR) vide Ministry of Mines, Govt. of India Order no. 2/1/2024-Met-I dated 19.12.2024 and subsequently appointed as an Additional Director by the Board of Directors with effect from 02.01.2025 to hold office until the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of director of the Company, be and is hereby appointed as Director (HR) of the Company, liable to retire by rotation".

"FURTHER RESOLVED THAT, the detailed terms and conditions of Dr. Tapas Kumar Pattanayak (DIN: 10893970), appointed as Director (HR) shall be as determined by the Government of India, from time to time."

6. **To appoint Shri Brijendra Pratap Singh (DIN: 08665585) as Chairman-cum-Managing Director of the Company.**

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

"RESOLVED THAT, pursuant to the applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Shri Brijendra Pratap Singh (DIN: 08665585), appointed as Chairman-cum-Managing Director vide Ministry of Mines, Govt. of India Order no. 2/2/2024-Met-I dated 03.01.2025 and subsequently appointed as an Additional Director by the Board of Directors with effect from 08.01.2025 to hold office until the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of director of the Company, be and is hereby appointed as Chairman-cum-Managing Director of the Company, not liable to retire by rotation".

"FURTHER RESOLVED THAT, the detailed terms and conditions of Shri Brijendra Pratap Singh (DIN: 08665585), appointed as Chairman-cum-Managing Director shall be as determined by the Government of India, from time to time."

7. **To appoint Shri Abhay Kumar Behuria (DIN: 09694123) as Director (Finance) of the Company.**

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

"RESOLVED THAT, pursuant to the applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Shri Abhay Kumar Behuria (DIN: 09694123), appointed as Director (Finance) vide Ministry of Mines, Govt. of India Order no. 2/3/2024-Met-I dated 06.06.2025 and subsequently appointed as an Additional Director by the Board of Directors with effect from 11.06.2025 to hold office until the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under

Section 160 of the Companies Act, 2013 proposing his candidature for the office of director of the Company, be and is hereby appointed as Director (Finance) of the Company, liable to retire by rotation”.

“**FURTHER RESOLVED THAT**, the detailed terms and conditions of Shri Abhay Kumar Behuria (DIN: 09694123), appointed as Director (Finance) shall be as determined by the Government of India, from time to time.”

8. To re-appoint Dr. Ajay Narang (DIN: 00368054), as Part-time Non-official (Independent) Director of the Company.

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

“**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Dr. Ajay Narang (DIN: 00368054) who was appointed as an Additional Director of the Company in terms of Order no. 2/8/2020-Met.I (part-1) dated 01.04.2025 of Ministry of Mines, Government of India by the Board of Directors with effect from 01.04.2025 to hold office until the date of this AGM in terms of Section 161(1) of the Act and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of director of the Company, after completion of his 1st term of tenure of three years on 09.11.2024, be and is hereby re-appointed as Part-time Non-official (Independent) Director of the Company to hold office for a period of one year w.e.f. 01.04.2025 or until further orders, whichever is earlier.”

9. To re-appoint Shri Patel Sanjaykumar (DIN: 09545270), as Part-time Non-official (Independent) Director of the Company.

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

“**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Patel Sanjaykumar (DIN: 09545270) who was appointed as an Additional Director of the Company in terms of Order no. 2/8/2020-Met.I (part-1) dated 01.04.2025 of Ministry of Mines, Government of India by the Board of Directors with effect from 01.04.2025 to hold office until the date of this AGM in terms of Section 161(1) of the Act and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of director of the Company, after completion of his 1st term of tenure of three years on 21.03.2025, be and is hereby re-appointed as Part-time Non-official (Independent) Director of the Company to hold office for a period of one year w.e.f. 01.04.2025 or until further orders, whichever is earlier.”

10. To appoint Ms. Trupti Kamlesh Patel (DIN: 09392198), as Part-time Non-official (Independent) Director of the Company.

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

“**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. Trupti Kamlesh Patel (DIN: 09392198), who was appointed as an Additional Director of the Company in terms of Order no. 2/8/2020-Met.I (part-1) dated 01.04.2025 of Ministry of Mines, Government of India by the Board of Directors with effect from 01.04.2025 to hold office until the date of this AGM in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing her candidature for the office of director of the Company, be and is hereby appointed as Part-time Non-official (Independent) Director of the Company to hold office for a period of one year w.e.f. 01.04.2025 or until further orders, whichever is earlier.”

11. To ratify the remuneration of Cost Auditors for the financial year ending 31st March, 2026.

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

“**RESOLVED THAT**, pursuant to the provisions of Section 148 and other applicable provisions, if any of the Companies Act, 2013, read with the Rules made thereunder, the remuneration of ₹4 lakh plus applicable Goods and Services Tax and out of pocket expenses, as approved by the Board of Directors and set out in the explanatory statement annexed to the Notice convening this Meeting, to be paid to M/s. BSS & Associates, Cost Accountants (FRN: 001066), as Cost Auditors, appointed by the Board of Directors of the Company to conduct the audit of cost records of the Company for the financial year ending 31st March, 2026, be and is hereby ratified.”

“**FURTHER RESOLVED THAT**, Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be deemed necessary, proper or expedient to give effect to this resolution.”


12. To appoint M/s. Saroj Ray & Associates as the Secretarial Auditors of the Company.

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

“**RESOLVED THAT**, pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, the Rules made thereunder and Regulation 24A of the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 and based on the recommendation of the Board of Directors of the Company, consent of the members be and is hereby accorded for the appointment of M/s. Saroj Ray & Associates, Practicing Company Secretaries, Bhubaneswar, a peer reviewed firm (Firm Registration No. P2001OR013200), as the Secretarial Auditors of the Company for a period of five (5) years commencing from the financial year 2025-26 up to the financial year 2029-30.”

“**RESOLVED FURTHER THAT**, Board of Directors of the Company be and is hereby authorised to finalize the terms and conditions of the appointment, including the fee payable to M/s. Saroj Ray & Associates, Practicing Company Secretaries, Bhubaneswar for conducting the Secretarial Audit of the Company and to do all such acts, deeds, matters and things as may be deemed necessary, desirable or expedient to give effect to this resolution.”

By order of the Board of Directors
For National Aluminium Company Limited


(B. K. Sahu)
Company Secretary

Place: Bhubaneswar
Date: 02.09.2025

Notes:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024 read with General Circular No. 20/2020 dated 05.05.2020, issued by the Ministry of Corporate Affairs (MCA) and Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by SEBI (hereinafter collectively referred to as "the Circulars"), Annual General Meeting (AGM) of the Company is being held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and the Notice of this AGM and Annual Report for FY 2024-25 are being sent only through electronic mode to those members who have registered their e-mail addresses with the Depositories/Company/RTA.
2. In accordance with the Secretarial Standard-2 on General Meetings, issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification / Guidance on applicability of Secretarial Standards-1 and 2 dated 15th April, 2020, issued by the ICSI, proceedings of the AGM held through VC/OAVM shall be deemed to be conducted at the Registered Office of the Company i.e. NALCO Bhawan, Plot No. P/1, Nayapalli, Bhubaneswar-751013.
3. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") in respect of item nos. 4 to 12 of the Notice set out above is annexed. The Board of Directors of the Company considered that the Special Business under item no. 4 to 12 being considered unavoidable be transacted at 44th AGM of the Company through VC/OAVM.
4. The relevant details of Directors seeking re-appointment/appointment forms part of the Notice as required under Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations").
5. Institutional/corporate shareholders (i.e., other than individuals, HUF, NRIs etc.), are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution/Authorisation etc., authorising their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-Voting. The said Resolution/Authorisation shall be sent by e-mail on Scrutinizer's e-mail address at sraconsultants@gmail.com. Alternatively, the Corporate Members/Institutional shareholders (i.e., other than individuals, HUFs, NRIs, etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter, etc., by clicking on the "Upload Board Resolution/Authority Letter" displayed under the "e-Voting" tab.
6. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on its behalf and the proxy need not be a member of the company. Since this AGM is being held through VC/OAVM, pursuant to the MCA circulars read with the SEBI circulars, 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 and hence the proxy form, attendance slip and route map of AGM are not annexed to this notice.
7. The Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. In case of joint holders attending the AGM through VC/OAVM, only such joint holders who are higher in the order of their names as per the Register of Members of the Company, as of the **cut-off date i.e., Friday, the 19th September, 2025** will be entitled to vote at the Meeting.
9. In accordance with the aforesaid MCA Circulars and the SEBI Circulars, the Notice of the AGM along with the 44th Annual Report for FY 2024-25 are being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/ Depositories/Depository Participants. A letter will be sent by the Company to those shareholder(s) who have not registered their e-mail address with the Company/Registrar and Transfer Agent/Depositories/Depository Participants, providing the web-link, including the exact path where complete details of the Annual Report including the Notice of the AGM is available. The Company shall send physical copy of the 44th Annual Report for FY 2024-25 to those Members who request for the same at company_secretary@nalcoindia.co.in mentioning their Folio No./DP ID and Client ID. Notice convening the 44th AGM along with the 44th Annual Report for FY 2024-25 is also available on the website of the Company at www.nalcoindia.com, websites of BSE and NSE where the securities of the Company are listed, i.e. www.bseindia.com and www.nseindia.com and on the website of the Company's RTA i.e. M/s. Bigshare services Pvt. Ltd. at www.ivote.bigshareonline.com.
10. M/s. Bigshare Services Pvt. Ltd. (Bigshare), the Company's Registrar and Transfer Agents (RTA) of the Company will provide the facility for voting through remote e-voting for participating in the AGM through VC/OAVM and e-voting during the AGM.
11. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act and relevant documents referred to in the Notice or statement will be available electronically for inspection by the members before the AGM as well as during the AGM. Members seeking to inspect such documents can send an e-mail to company_secretary@nalcoindia.co.in.
12. The Register of Members and Share Transfer Books of the Company will remain closed from **Saturday, the 20th September, 2025 to Friday, the 26th September, 2025 (both days inclusive)**, subject to provisions of the Act for the purpose of payment of final dividend.
13. Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the Members w.e.f. April 01, 2020 and the Company is required to deduct TDS from dividend to be paid to the Members at prescribed rates in the Income Tax Act, 1961 ('the IT Act'). Members holding shares in electronic mode are requested to complete and/or update their KYC with their Depository Participants or members holding shares in physical form are requested to send their KYC documents with RTA in order to enable the Company to determine and deduct appropriate TDS/withholding tax.
14. In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, any fresh transfer requests for securities shall be processed in demat/ electronic form only. Members holding shares of the Company in physical form are requested to kindly get their shares converted into demat/electronic form to get inherent benefits of dematerialisation.
15. In a recent circular dated 02.07.2025, SEBI has allowed to open a special window for re-lodgement of transfer deeds, which were lodged prior to the deadline of 01.04.2019 and rejected/returned/not attended to due to deficiency in the documents/process/or otherwise and could not be re-lodged upto earlier extended cut-off date i.e. 31.03.2021. The special window for re-lodgment of transfer deeds shall be available for a period of six months from 07.07.2025 to 06.01.2026.

16. To prevent fraudulent transactions, members holding share in physical form are advised to exercise due diligence and notify the Company's RTA of any change in address, bank particulars or demise of any member as soon as possible in form ISR-1 & ISR-2 available on the Company's website. Members holding shares in demat mode are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
17. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the RTA, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings into one folio. Requests for consolidation of share certificates shall be processed in dematerialised form only.
18. SEBI has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to this, post exhausting the option to resolve their grievance with the RTA/Company directly and/or through the SEBI SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>).
19. SEBI has mandated that the dividend accruing to security holders (holding securities in physical form), whose folio(s) do not have PAN or Choice of Nomination or Contact Details or Mobile Number or Bank Account Details or Specimen Signature updated, shall be kept on hold and the payment shall be made only through electronic mode upon their furnishing all the aforesaid details in entirety.
20. Members are urged to support the Company's commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, and not registered their email addresses are requested to register their email addresses with their respective DPs. Members holding shares in physical mode are requested to update their email addresses by writing to Company's RTA at sujit@bigshareonline.com/vikas@bigshareonline.com and to receive copies of the Annual Report as well as other communications in electronic mode, in future. Members may follow the detailed process, indicated below for registration of email ID to receive the Annual Report and update bank account details for receipt of dividend etc.:

Type of holder	Process to be followed	
Physical	For availing the following investor services, send a written request in the prescribed form(s) [to be downloaded from www.nalcoindia.com] to the RTA of the Company, M/s. Bigshare Services Pvt. Ltd. either by email to sujit@bigshareonline.com / vikas@bigshareonline.com or by post to M/s. Bigshare Services Private Limited, Office No. S6-2, 6 th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai-400093.	
	Form for availing investor services to register PAN, email address, bank details and other KYC details or changes / update thereof for securities held in physical mode.	Form ISR-1
	Update signature of securities holder.	Form ISR-2
	For nomination as provided in Rule 19(1) of the Companies (Share Capital and Debentures) 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
Demat	Form for requesting issue of duplicate certificate and other service requests for shares / debentures / bonds, etc., held in physical form.	Form ISR-4
	Please contact your DP and register your email address, bank account details and other particulars in your demat account, as per the process advised by your DP.	

21. Shareholders can raise their grievance through the following links to the Company's RTA, Bigshare:
 - a) **Investor's Query:** <https://www.bigshareonline.com/InvestorLogin.aspx>
 - b) **iConnect:** <https://iconnect.bigshareonline.com/Account/Login>
22. Pursuant to Section 143(5) of the Act, Statutory Auditors of the Company are appointed by the Comptroller and Auditor General of India (C&AG). Further in terms of Sub-section (1) of Section 142 of the Act, remuneration of the Auditors has to be fixed by the Company in the Annual General Meeting or in such manner as the shareholders in General Meeting may determine. The members in its 34th AGM held on 26th September, 2015 had authorized the Board of Directors to fix remuneration of Statutory Auditors. Accordingly, the Board of Directors fixes remuneration of the Statutory Auditors appointed by C&AG every year. M/s. B M Chatrath & Co. LLP and M/s. SRB & Associates, Chartered Accountants Firms have been appointed as Joint Statutory Auditors of the Company by C&AG for the financial year 2024-25. The Board of Directors in their meeting held on 13.11.2024 has approved remuneration of Rs. 60.00 Lakh plus applicable GST as Statutory fees to the joint Statutory Auditors.
23. **Transfer of Unpaid/Unclaimed Dividend and Shares to IEPF Account:**
 - (a) Adhering to various requirements set out in the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has transferred to the demat account of IEPF, all shares in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more as on the due date of transfer. The Company has transferred the unpaid/unclaimed dividend amounts upto Interim Dividend of 2017-18 to the Investor Education and Protection Fund (IEPF), established by the Central Government. Further, Final dividend for the FY 2017-18 and Interim dividend for the FY 2018-19, are proposed to be transferred to IEPF on 05.10.2025 & 17.03.2026 respectively.
 - (b) Details of shares transferred to the IEPF Authority are available on the website of the Company and the same can be accessed through the link: <https://nalcoindia.com/wp-content/uploads/2025/05/Shares-transferred-to-IEPF.pdf>.
 - (c) Members may note that shares as well as unclaimed dividends can be claimed back from IEPF Authority. Concerned members/investors are advised to visit <https://www.mca.gov.in/content/mca/global/en/foportal/fologin.html> or contact the RTA for lodging claim for getting back shares and/or dividend from the IEPF Authority.

(d) Members, who have not encashed or have not received their dividend(s) are requested to contact the RTA for receipt of their dividend(s).

24. E-Voting:

- i) In compliance with Regulation 44 of the SEBI Listing Regulations read with SEBI Circular on “e-Voting facility provided by listed entities”, dated 9th December, 2020 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Company is providing facility of remote e-voting prior to the AGM and e-voting during the AGM, to enable its members to cast their votes electronically in respect of the Resolution(s) as set out in this Notice.
- ii) Pursuant to SEBI circular dated 9th December, 2020 on “e-Voting facility provided by Listed Companies”, e-voting process has been enabled for all the individual demat account holders by way of single login credential, through their demat accounts/websites of Depositories/DPs in order to increase the efficiency and volume of the voting process.
- iii) The manner of voting including voting remotely by (i) individual shareholders holding shares of the Company in demat mode, (ii) shareholders other than individual shareholders holding shares of the Company in demat mode and physical mode and (iii) custodians of shareholders, is explained in the instructions given under point no. (xi) herein below.
- iv) The Company has appointed, M/s. Saroj Ray & Associates, Company Secretaries as the Scrutinizer to conduct the e-voting process in a fair and transparent manner.
- v) The voting rights of the members shall be in proportion to their shareholding to the total issued and paid-up equity share capital of the Company as on the **Cut-off date i.e. Friday, the 19th September, 2025.**
- vi) The remote e-voting facility shall be available during the following period:

Commencement of remote e-voting : **Tuesday, the 23rd September, 2025 (9:00 a.m.)**

End of remote e-voting : **Thursday, the 25th September, 2025 (5:00 p.m.)**

- vii) During this period, only those persons whose names appear 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, the 19th September, 2025**, shall be entitled to cast their vote through remote e-voting. The remote e-voting facility shall be forthwith disabled by the RTA, M/s. Bigshare Services Pvt. Ltd after expiry of the said period.
- viii) Shareholders who have already voted prior to the meeting date would not be entitled to vote during the meeting.
- ix) A person who is not a member of the Company as on the said cut-off date, will not be entitled to vote and should treat this Notice for information only.
- x) Members holding shares either in physical form or dematerialized form, as on the cut-off date i.e. (including those members who may not have received this Notice due to non-registration of their email address with the RTA or the DPs, as aforesaid or have acquired shares after sending of this Notice through e-mail) may cast their votes electronically in respect of the Resolution(s) as set out in the Notice of the AGM through the remote e-voting prior to the AGM or e-voting during the AGM.
- xi) **The instructions of shareholders for remote e-voting are as under:**
 - a) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020 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.
 - b) Pursuant to above said SEBI circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual shareholders holding securities in Demat mode with CDSL	<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 URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2) After successful login, the Easi/Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of Bigshare (e-voting service provider) and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there are also links provided to access the website of other e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. For joining the meeting click on “VIEW EVENT DETAILS (CURRENT)” under ‘EVENTS’ option, select event for which you desire to attend the AGM under the dropdown option, click on the option “VOTE NOW” on right hand side top corner, you need to click on “VC/OAVM” link placed beside the “VIDEO CONFERENCE LINK” option. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration

	<p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin</p> <p>5) 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 e-Voting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.</p>
Individual shareholders holding securities in demat mode with NSDL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the website of other e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. For joining the meeting click on “VIEW EVENT DETAILS (CURRENT)” under ‘EVENTS’ option, select event for which you desire to attend the AGM under the dropdown option, click on the option ‘VOTE NOW’ on right hand side top corner, you need to click on “VC/OAVM” link placed beside the “VIDEO CONFERENCE LINK” option.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
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. 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 or joining virtual meeting & voting during the meeting.

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

- c) 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 022- 23058738 and 022-23058542-43.
Individual shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800-1020-990 and 1800-22-44-30

- d) **Login method for e-Voting for shareholder other than individual shareholders holding shares in demat mode and physical mode is given below:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “LOGIN” button under the ‘INVESTOR LOGIN’ section to Login on E-Voting Platform.
- Please enter your ‘USER ID’ (User id description is given below) and ‘PASSWORD’ which is shared separately on your register email id.

- iv) Shareholders holding shares in CDSL demat account should enter 16 Digit Beneficiary ID as user id.
 - v) Shareholders holding shares in NSDL demat account should enter 8 Character DP ID followed by 8 digit Client ID as user id.
 - vi) Shareholders holding shares in physical form should enter Event No. + Folio Number registered with the Company as user id.
 - vii) If you have not received any user id or password: Email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).
 - viii) Click on 'I AM NOT A ROBOT (CAPTCHA)' option and login.
 - ix) If shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.
 - x) If you have forgotten the password: Click on 'LOGIN' under 'INVESTOR LOGIN' tab and then Click on 'Forgot your password?'
 - xi) Enter "User ID" and "Registered email ID" Click on I AM NOT A ROBOT (CAPTCHA) option and click on 'Reset'.
 - xii) In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).
- e) **Voting method for shareholders on i-Vote E-voting portal:**
- i) After successful login, Bigshare e-Voting system page will appear.
 - ii) Click on "VIEW EVENT DETAILS (CURRENT)" under 'EVENTS' option on investor portal.
 - iii) Select event for which you desire to vote under the dropdown option.
 - iv) Click on "VOTE NOW" option which is appearing on the right hand side top corner of the page.
 - v) Cast your vote by selecting an appropriate option "IN FAVOUR", "NOT IN FAVOUR" or "ABSTAIN" and click on "SUBMIT VOTE". A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote.
 - vi) Once you confirm the vote, you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is cast, it cannot be changed subsequently.
 - vii) Shareholder can "CHANGE PASSWORD" or "VIEW/UPDATE PROFILE" under "PROFILE" option on investor portal.
- f) **Custodian registration process for i-Vote E-Voting Website:**
- i) You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>.
 - ii) Click on "REGISTER" under "CUSTODIAN LOGIN", to register yourself on Bigshare i-Vote e-Voting Platform.
 - iii) Enter all required details and submit.
 - iv) After Successful registration, message will be displayed with "User id and password will be sent via email on your registered email id".
 - v) If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.
 - vi) If you have forgotten the password: Click on 'LOGIN' under 'CUSTODIAN LOGIN' tab and further Click on 'Forgot your password?'
 - vii) Enter "User ID" and "Registered email ID" Click on I AM NOT A ROBOT (CAPTCHA) option and click on 'RESET'.
 - viii) In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address.
- g) **Voting method for Custodian on i-Vote E-voting portal:**
- i) After successful login, Bigshare e-Voting system page will appear.
 - ii) First you need to map the investor with your user ID under "DOCUMENTS" option on custodian portal.
 - iii) Click on "DOCUMENT TYPE" dropdown option and select document type power of attorney (POA).
 - iv) Click on upload document "CHOOSE FILE" and upload power of attorney (POA) or board resolution for respective investor and click on "UPLOAD".
 - v) The power of attorney (POA) or board resolution has to be named as the "InvestorID.pdf" (Mention Demat account number as Investor ID).
 - vi) Your investor is now mapped and you can check the file status on display.
 - vii) To cast your vote select "VOTE FILE UPLOAD" option from left hand side menu on custodian portal.
 - viii) Select the Event under dropdown option.
 - ix) Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on "UPLOAD". Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
 - x) Custodian can "CHANGE PASSWORD" or "VIEW/UPDATE PROFILE" under "PROFILE" option on custodian portal.

h) **Helpdesk for queries regarding e-voting:**

Login type	Helpdesk details
Shareholders other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at:1800-22-54-22.

xii) **Procedure for joining the AGM through VC/ OAVM for shareholders, other than individual shareholders holding shares in demat mode and physical mode is given below:**

For shareholders, other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, Bigshare E-voting system page will appear.
- Click on "VIEW EVENT DETAILS (CURRENT)" under 'EVENTS' option on investor portal.
- Select event for which you desire to attend the AGM under the dropdown option.
- For joining virtual meeting click on the option VOTE NOW on right hand side top corner. Then you need to click on "VC/OVM" link placed beside of "VIDEO CONFERENCE LINK" option.
- Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

xiii) **The instructions for Members for e-voting on the day of the AGM are as under:**

- The Members can join the AGM in the VC/OAVM mode from 10:30 am onwards by visiting the link at <https://ivote.bigshareonline.com> under Investor login of Bigshare and using the e-voting credentials provided in the e-mail received from Bigshare. Members can also cast their vote during the voting period to be provided on the date of AGM. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- A member can opt for only single mode of voting i.e., through remote e-voting or e-voting during the AGM.
- Members who have voted through remote e-voting in respect of the resolutions as set out in the Notice of AGM, may attend the AGM but shall not be entitled to cast their vote again during the AGM.
- Helpdesk for queries regarding virtual meeting:

In case shareholders/ investors have any queries regarding virtual meeting, they may refer the Frequently Asked Questions ('FAQs') available at <https://ivote.bigshareonline.com>, under download section or they can email to ivote@bigshareonline.com or call at: 1800-22-54-22.

xiv) **Process for Speaker Registration:**

- Members, holding shares as on the cut-off date i.e. **Friday, the 19th September, 2025** and who would like to speak or express their views or ask questions during the AGM may register themselves as speakers.
- 'Speaker Registration' window will be open from **Sunday, the 21st September, 2025 (9:00 a.m.) up to Tuesday, the 23rd September, 2025 (5:00 p.m.)**.
- Eligible members may kindly register themselves as speakers by sending the following details at agmparticipant@bigshareonline.com during the period when 'Speaker Registration' window is open:
 - Name of shareholder:
 - DP Id & Client Id /Folio No.:
 - Name of the Company: **National Aluminium Company Limited**

Note: In absence of above correct information, the speaker registration will not be possible.

- Those members who have registered themselves as speakers will only be allowed to speak/express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time at the AGM.

xv) **Declaration of voting results:**

The results declared along with the Scrutinizer's report will be forwarded to BSE Limited and National Stock Exchange of India Limited and displayed at the Registered Office of the Company and simultaneously uploaded on the Company's website viz. www.nalcoindia.com and that of RTA viz. www.bigshareonline.com.

ANNEXURE TO NOTICE

Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013

Item No. 4: To appoint Shri Vivek Kumar Bajpai (DIN:10717439) as Part-time Official Director of the Company.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and Articles of Association of the Company, the Board of Directors of the Company appointed Shri Vivek Kumar Bajpai (DIN: 10717439), Part-time Official Director of the Company as an Additional Director with effect from 28.11.2024.

Shri Vivek Kumar Bajpai has assumed the duties for the post of Part-time Official Director of the Company w.e.f. 28.11.2024 vide order No. 2/3/2021-Met-I dated 28.11.2024 of the Ministry of Mines, Government of India.

Shri Vivek Kumar Bajpai would hold office up to the date of this Annual General Meeting. The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Shri Vivek Kumar Bajpai for the office of Director of the Company.

The brief profile and other details as required under the Act/Secretarial Standard-1 and SEBI (LODR) Regulations, 2015 are provided in **Annexure-1**.

Relevant documents in respect of the said item are available in electronic form for inspection by the Members upto the date of AGM.

Shri Vivek Kumar Bajpai is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the shareholders.

Item No. 5: To appoint Dr. Tapas Kumar Pattanayak (DIN:10893970) as Director (HR) of the Company.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and Articles of Association of the Company, the Board of Directors of the Company appointed Dr. Tapas Kumar Pattanayak (DIN: 10893970), Director (HR) of the Company as an Additional Director with effect from 02.01.2025.

Dr. Tapas Kumar Pattanayak has assumed the duties for the post Director (HR) of the Company w.e.f. 02.01.2025 vide Order no. 2/1/2024-Met-I dated 19.12.2024 of the Ministry of Mines, Government of India.

Dr. Tapas Kumar Pattanayak would hold office up to the date of this Annual General Meeting. The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Dr. Tapas Kumar Pattanayak for the office of Director of the Company.

The brief profile and other details as required under the Act/Secretarial Standard-1 and SEBI (LODR) Regulations, 2015 are provided in **Annexure-1**.

Relevant documents in respect of the said item are available in electronic form for inspection by the Members upto the date of AGM.

Dr. Tapas Kumar Pattanayak is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

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

Item No. 6: To appoint Shri Brijendra Pratap Singh (DIN: 08665585) as Chairman-cum-Managing Director of the Company.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and Articles of Association of the Company, the Board of Directors of the Company appointed Shri Brijendra Pratap Singh (DIN: 08665585), Chairman-cum-Managing Director of the Company as an Additional Director with effect from 08.01.2025.

Shri Brijendra Pratap Singh has assumed the duties for the post of Chairman-cum-Managing Director of the Company w.e.f. 08.01.2025 vide Order no. 2/2/2024-Met-I dated 03.01.2025 of the Ministry of Mines, Government of India.

Shri Brijendra Pratap Singh would hold office up to the date of this Annual General Meeting. The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Shri Brijendra Pratap Singh for the office of Director of the Company.

The brief profile and other details as required under the Act/Secretarial Standard-1 and SEBI (LODR) Regulations, 2015 are provided in **Annexure-1**.

Relevant documents in respect of the said item are available in electronic form for inspection by the Members upto the date of AGM.

Shri Brijendra Pratap Singh is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Chairman-cum-Managing Director.

The Board recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval of the shareholders.

Item No. 7: To appoint Shri Abhay Kumar Behuria (DIN: 09694123) as Director (Finance) of the Company.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and Articles of Association of the Company, the Board of Directors of the Company appointed Shri Abhay Kumar Behuria (DIN: 09694123), Director (Finance) of the Company as an Additional Director with effect from 11.06.2025.

Shri Abhay Kumar Behuria has assumed the duties for the post of Director (Finance) of the Company w.e.f. 11.06.2025 vide Order no.2/3/2024-Met-I dated 06.06.2025 of the Ministry of Mines, Government of India.

Shri Abhay Kumar Behuria would hold office up to the date of this Annual General Meeting. The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Shri Abhay Kumar Behuria for the office of Director of the Company.

The brief profile and other details as required under the Act/Secretarial Standard-1 and SEBI (LODR) Regulations, 2015 are provided in **Annexure-1**.

Relevant documents in respect of the said item are available in electronic form for inspection by the Members upto the date of AGM.

Shri Abhay Kumar Behuria is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

The Board recommends the Ordinary Resolution set out at Item No. 7 of the Notice for approval of the shareholders.

Item No. 8: To re-appoint Dr. Ajay Narang (DIN:00368054), as Part-time Non-official (Independent) Director of the Company.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company, the Board of Directors of the Company appointed Dr. Ajay Narang as an Additional Director of the Company with effect from 1st April, 2025, after completion of his 1st term of office of three years on 09.11.2024.

Dr. Ajay Narang has been re-appointed as a Part-time Non-official (Independent) Director by Govt. of India vide Order no. 2/8/2020-Met.I (part-1) dated 01.04.2025. Dr. Ajay Narang would hold office up to the date of this Annual General Meeting. The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Dr. Ajay Narang for the office of Part-time Non-official (Independent) Director of the Company.

The Board of Directors has proposed re-appointment of Dr. Ajay Narang as Part-time Non-official (Independent) Director of the Company. In the opinion of the Board, Dr. Ajay Narang fulfills the conditions as set out in Section 149(6) and Schedule-IV of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 for being appointed as Part-time Non-official (Independent) Director.

During the 1st tenure of three years, Dr. Ajay Narang guided and contributed immensely in the fields of CSR, HR, finance, accounts and investor grievances mechanism. The President of India has reappointed him for a period of one-year from 01.04.2025.

The brief profile and other details as required under the Act/Secretarial Standard-1 and SEBI (LODR) Regulations, 2015 are provided in **Annexure-1**.

Relevant documents in respect of the said item are available in electronic form for inspection by the Members upto the date of AGM.

Dr. Ajay Narang is not disqualified from being re-appointed as a Part-time Non-official (Independent) Director in terms of Section 164 of the Act and has given his consent to act as Part-time Non-official (Independent) Director.

The Board recommends the Special Resolution set out at Item No. 8 of the Notice for approval of the shareholders.

Item No. 9: To re-appoint Shri Patel Sanjaykumar (DIN: 09545270), as Part-time Non-official (Independent) Director of the Company.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company, the Board of Directors of the Company appointed Shri Patel Sanjaykumar as an Additional Director of the Company with effect from 1st April, 2025, after completion of his 1st term of office of three years on 21.03.2025.

Shri Patel Sanjaykumar has been re-appointed as Part-time Non-official (Independent) Director by Govt. of India vide Order no. 2/8/2020-Met.I (part-1) dated 01.04.2025. Shri Patel Sanjaykumar would hold office up to the date of this Annual General Meeting. The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Shri Patel Sanjaykumar for the office of Part-time Non-official (Independent) Director of the Company.

The Board of Directors has proposed re-appointment of Shri Patel Sanjaykumar as Part-time Non-official (Independent) Director of the Company. In the opinion of the Board, Shri Patel Sanjaykumar fulfills the conditions as set out in Section 149(6) and Schedule-IV of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 for being appointed as Part-time Non-official (Independent) Director.

During the 1st tenure of three years, Shri Patel Sanjaykumar guided and contributed immensely in the fields of CSR, HR, finance, accounts and investor grievances mechanism. The President of India has reappointed him for a period of one-year from 01.04.2025.

The brief profile and other details as required under the Act/Secretarial Standard-1 and SEBI (LODR) Regulations, 2015 are provided in **Annexure-1**.

Relevant documents in respect of the said item are available in electronic form for inspection by the Members upto the date of AGM.

Shri Patel Sanjaykumar is not disqualified from being re-appointed as Part-time Non-official (Independent) Director in terms of Section 164 of the Act and has given his consent to act as Part-time Non-official (Independent) Director.

The Board recommends the Special Resolution set out at Item No. 9 of the Notice for approval of the shareholders.

Item No. 10: To appoint Ms. Trupti Kamlesh Patel (DIN: 09392198), as Part-time Non-official (Independent) Director of the Company.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and Article 63 of the Articles of Association of the Company, the Board of Directors of the Company appointed Ms. Trupti Kamlesh Patel as an Additional Director with effect from 01.04.2025.

Ms. Trupti Kamlesh Patel has been appointed as Part-time Non-official (Independent) Director by Govt. of India vide Order no. 2/8/2020-Met.I (part-1) dated 01.04.2025. Ms. Trupti Kamlesh Patel would hold office up to the date of this Annual General Meeting. The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Ms. Trupti Kamlesh Patel for the office of Part-time Non-official (Independent) Director of the Company.

The Board of Directors has proposed appointment of Ms. Trupti Kamlesh Patel as Part-time Non-official (Independent) Director of the Company. In the opinion of the Board, Ms. Trupti Kamlesh Patel fulfills the conditions as set out in Section 149(6) and Schedule-IV of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 for being appointed as Part-time Non-official (Independent) Director.

The brief profile and other details as required under the Act/Secretarial Standard-1 and SEBI (LODR) Regulations, 2015 are provided in **Annexure-1**.

Relevant documents in respect of the said item are available in electronic form for inspection by the Members upto the date of AGM.

Ms. Trupti Kamlesh Patel is not disqualified from being appointed as Part-time Non-official (Independent) Director in terms of Section 164 of the Act and has given her consent to act as Part-time Non-official (Independent) Director.

The Board recommends the Special Resolution set out at Item No.10 of the Notice for approval of the shareholders.

Item No. 11: To ratify the remuneration of Cost Auditors for the financial year ending 31st March, 2026.

The Board of Directors have appointed M/s. BSS & Associates, Cost Accountants (FRN: 001066) as Cost Auditors of the Company to conduct cost audit of the cost records for the financial year ending 31st March, 2026. The Board of Directors have also approved remuneration of ₹4 lakh plus applicable Goods and Services Tax plus out of pocket expenses to be paid to the Cost Auditors for the financial year ending 31st March, 2026.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for ratifying the decision of the Board of Directors for fixation of remuneration to the Cost Auditors for the financial year ending 31st March, 2026.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item no. 11 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 11 of the Notice for approval of the shareholders.

Item No. 12: To appoint M/s. Saroj Ray & Associates as the Secretarial Auditors of the Company.

In terms of amended Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and applicable provisions of the Companies Act, 2013 ("the Act"), the Company is required to appoint Secretarial Auditors for a period of 5 years commencing w.e.f. 01.04.2025, to conduct the Secretarial Audit of the Company in terms of Section 204 and other applicable provisions of the Act read with Regulation 24A and other applicable provisions of the SEBI Listing Regulations read with applicable SEBI Circulars.

The Company had approached the Bhubaneswar chapter of Institute of Company Secretaries of India (ICSI) to shortlist eligible practicing CS firms on the basis of the eligibility criteria stipulated by the company. The shortlisted firms were invited to participate in a LTE floated in GeM portal for finalizing appointment of Secretarial Auditor.

The Board, at its meeting held on 28.08.2025, considered the appointment of M/s. Saroj Ray & Associates, Practicing Company Secretaries, Bhubaneswar as the Secretarial Auditors of the Company. After due consideration and review, the Board recommends for approval of the Members, the appointment of M/s. Saroj Ray & Associates, Practicing Company Secretaries, Bhubaneswar as the Secretarial Auditors of the Company for a period of five (5) years commencing from the financial year 2025-26 up to the financial year 2029-30, for conducting secretarial audit of the Company and for providing other services required under the Act and SEBI (LODR) Regulations, 2015.

M/s. Saroj Ray & Associates, Practicing Company Secretaries, Bhubaneswar, is having more than 24 years of experience and is a peer reviewed firm vide certificate issued by ICSI dated 18th January, 2024. The firm has given consent to be appointed as Secretarial Auditors and confirmed that, if appointed, it will be in accordance with amended Regulation 24A of the SEBI Listing Regulations and other relevant applicable SEBI Circulars issued in this regard. It has also furnished a declaration that they have not taken up any prohibited non-secretarial audit assignment for the Company.

The proposed remuneration to be paid to M/s. Saroj Ray & Associates, Practicing Company Secretaries, Bhubaneswar for a period of five (5) years commencing from the financial year 2025-26 up to the financial year 2029-30 for Secretarial Audit and other services is ₹7,13,525/- plus applicable taxes and reimbursement of out-of-pocket expenses. The Board is of the view that, above audit fee is reasonable considering the size and scale of the Company.

None of the Directors, Key Managerial Personnel of the Company, or their respective relatives are in any way concerned or interested, financially or otherwise, in the resolution set out under Item No. 12 of the Notice.

The Board recommends the Ordinary Resolution set out in Item No. 12 for approval of the Shareholders.

By order of the Board of Directors
For National Aluminium Company Limited



(B. K. Sahu)
Company Secretary

Place: Bhubaneswar
Date: 02.09.2025



**Details of Directors seeking re-appointment/appointment in the
44th Annual General Meeting to be held on Friday, the 26th September, 2025
(In terms of Regulation 36 of the SEBI (LODR) Regulations, 2015)**

DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT (Ordinary Business in the Notice)	
1. Shri Pankaj Kumar Sharma, Director (Production):	
Father's Name	Shri Kishore Lal Sharma
Date of Birth	30.06.1969
Date of Appointment	01.02.2023
Qualifications	B.Tech (Electronics)
List of outside Directorships held	M/s. Khanij Bidesh India Limited
Membership of Committees of the Board	a) Audit Committee - Member b) CSR & Sustainability Development Committee- Member c) Technology Committee- Member d) HR Committee- Member e) Risk Management Committee- Member f) CoD for Projects & New Ventures- Member
Membership of Committees in other companies	Nil
Shareholding in the Company	Shri Pankaj Kumar Sharma holds no share in the Company.
Disclosure of Relationship <i>inter-se</i> between Directors, Manager and other Key Managerial Personnel	There is no <i>inter-se</i> relationship with others Directors or KMPs.
Brief Resume and Nature of Expertise in Specific Functional Area	Shri Pankaj Kumar Sharma has joined Board of Directors of the National Aluminium Company Limited (NALCO) as Director (Production) on 01.02.2023. He graduated from IIT (BHU) in the year 1992 in B.Tech (Electronics) and joined NMDC Limited as Executive Trainee (Electronics) in the same year. He has varied and rich experience of working in all facets of the Open Cast Mining Industry. Since joining NALCO, his strategic direction has been instrumental in achieving record-breaking milestones, including the Company's highest-ever excavation, power generation and surpassing the rated Smelter capacity. His proven expertise is playing pivotal role in propelling NALCO's future growth and operational excellence.
Listed entities from which the person has resigned in the past three years	Nil
DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT (Special Business in the Notice)	
2. Shri Vivek Kumar Bajpai, Part-time Official Director – Appointment:	
Father's Name	Shri Kamlesh Chandra Bajpai
Date of Birth	01.01.1976
Date of Appointment	28.11.2024
Qualifications	B.Tech in Mechanical Engineering
List of outside Directorships held	Hindustan Zinc Limited, Bharat Gold Mines Limited.
Membership of Committees of the Board	a) Ethics and Corporate Governance Committee- Chairman b) CoD for Projects & New Ventures- Member
Membership of Committees in other companies	Hindustan Zinc Limited - Stakeholders Relationship Committee - Member
Shareholding in the Company	Shri Vivek Kumar Bajpai holds no share in the Company.
Disclosure of Relationship <i>inter-se</i> between Directors, Manager and other Key Managerial Personnel	There is no <i>inter-se</i> relationship with others Directors or KMPs.

Brief Resume and Nature of Expertise in Specific Functional Area	<p>Shri Vivek Kumar Bajpai is an Indian Railway Service Mechanical Engineers Cadre Officer (IRSME) of 1999 Batch. He did B. Tech in Mechanical Engineering from Gorakhpur University and had worked in the Railways in various capacities, including as a chief Project Manager in COFMOW and headed Turnkey Projects pertaining to Automation, Upgradation and Capacity Augmentation needs of various Railway Units.</p> <p>Shri Bajpai before joining the Ministry of Mines, worked as Additional Development Commissioner (Handlooms) in the Ministry of Textiles with the responsibility for Pan India implementation of handloom schemes and monitoring various cluster-based intervention for welfare of handloom workers.</p> <p>Presently, Shri Bajpai is working as Joint Secretary in the Ministry of Mines, Government of India, which involves administration of PSUs under the Ministry, International Cooperation in the fields of minerals and metals, and supporting exploration activities under National Mineral Exploration Trust (NMET), Media engagements of the Ministry, work related to administering OAMDR Act etc. Shri Bajpai is also a Director on the Board of Hindustan Zinc Limited w.e.f. 24.07.2024 and Managing Director of Bharat Gold Mines Limited w.e.f. 13.09.2024.</p>
Listed entities from which the person has resigned in the past three years	Nil
3.	Dr. Tapas Kumar Pattanayak, Director (HR) – Appointment:
Father's Name	Shri Banshidhar Pattanayak
Date of Birth	16.11.1967
Date of Appointment	02.01.2025
Qualifications	a) Post-Graduation (Personnel Management and Industrial Relations) b) PHD (Personnel Management and Industrial Relations)
List of outside Directorships held	Nil
Membership of Committees of the Board	a) Stakeholders Relationship Committee - Member b) CSR and Sustainability Development Committee - Member c) HR Committee - Member d) Ethics and Corporate Governance Committee - Member
Membership of Committees in other companies	Nil
Shareholding in the Company	Dr. Tapas Kumar Pattanayak holds no share in the Company.
Disclosure of Relationship <i>inter-se</i> between Directors, Manager and other Key Managerial Personnel	There is no <i>inter-se</i> relationship with others Directors or KMPs.
Brief Resume and Nature of Expertise in Specific Functional Area	<p>Dr. Tapas Kumar Pattanayak has joined Board of Directors of the National Aluminium Company Limited (NALCO) as Director (HR) on 02.01.2025. Dr. Pattanayak has completed his Post Graduation & Doctorate in Personnel Management and Industrial Relations from Utkal University. He also holds Law degree from Utkal University.</p> <p>Dr. Pattanayak started his professional career from Hindustan Copper Limited in the year 1991. Before joining NALCO, he was working as Executive Director (HR) in Indian Oil Corporation Limited (IOCL). He is having more than 3 decades of varied and rich working experience in the areas related to Human Resources and Industrial Relations.</p> <p>A staunch advocate of people-centric leadership, Dr. Pattanayak remains committed to promoting progressive and inclusive HR practices aimed at fostering organizational growth and enhancing employee well-being.</p>
Listed entities from which the person has resigned in the past three years	Nil

4.	Shri Brijendra Pratap Singh, Chairman-cum-Managing Director - Appointment:	
	Father's Name	Late Shri Shyam Bihari Sinha
	Date of Birth	01.03.1968
	Date of Appointment	08.01.2025
	Qualifications	a) B. Tech (Mining Machinery Engineering) b) MBA (Marketing)
	List of outside Directorships held	a) Utkarsha Aluminium Dhatu Nigam Limited b) Khanij Bidesh India Limited
	Membership of Committees of the Board	CoD for Projects & New Ventures- Chairman
	Membership of Committees in other companies	Nil
	Shareholding in the Company	Shri Brijendra Pratap Singh holds no share in the Company.
	Disclosure of Relationship <i>inter-se</i> between Directors, Manager and other Key Managerial Personnel	There is no <i>inter-se</i> relationship with others Directors or KMPs.
5.	Brief Resume and Nature of Expertise in Specific Functional Area	<p>Shri Brijendra Pratap Singh is a graduate in Mining Machinery Engineering from IIT Dhanbad (formerly ISM Dhanbad) in the year 1989 and holding MBA degree in Marketing. He started his career in the steel industry at the Iron Ore Mine of Bhilai Steel Plant (BSP) in the year 1989. He has a remarkable working experience of over 35 years in mines and steel.</p> <p>Before joining NALCO as Chairman-cum-Managing Director, Shri Singh was Director-in-Charge for Burnpur and Durgapur Steel Plant and member on the Board of SAIL. He had a unique blend of experience, excelling in mining operations and holding key positions in four of SAIL's integrated steel plants i.e. BSP (Bhilai Steel Plant), BSL (Bokaro Steel Limited), DSP (Durgapur Steel Plant) and ISP (IISCO Steel Plant). During his tenure at SAIL, he demonstrated expertise in both frontline operations and leadership. His comprehensive expertise spans mining, Blast Furnace, Sinter Plant, Maintenance and Plant Operations.</p> <p>Shri Singh's strategic vision and deep industry expertise have been instrumental in advancing the Company's brownfield expansion and capacity augmentation, driving the growth and sustainability of the Company.</p>
	Listed entities from which the person has resigned in the past three years	Nil
5.	Shri Abhay Kumar Behuria, Director (Finance) – Appointment:	
	Father's Name	Shri Basudev Behuria
	Date of Birth	05.08.1968
	Date of Appointment	11.06.2025
	Qualifications	a) B.com (Hons) b) Fellow Member of ICAI, Cost Accountants c) Executive Diploma in Business Valuation
	List of outside Directorships held	Nil
	Membership of Committees of the Board	a) Stakeholders Relationship Committee - Member b) CSR and Sustainability Development Committee - Member c) Risk Management Committee - Member d) Ethics and Corporate Governance Committee - Member e) CoD for Projects & New Ventures - Member
	Membership of Committees in other companies	Nil
	Shareholding in the Company	Shri Abhay Kumar Behuria holds no share in the Company.
	Disclosure of Relationship <i>inter-se</i> between Directors, Manager and other Key Managerial Personnel	There is no <i>inter-se</i> relationship with others Directors or KMPs.

Brief Resume and Nature of Expertise in Specific Functional Area	<p>Prior to joining NALCO, Shri Abhay Kumar Behuria was heading the financial operation as Executive Director (Finance & Accounts) at Rourkela Steel Plant, a flagship integrated Steel Plant of SAIL with an approximate turnover of ₹26 thousand crores.</p> <p>Shri Abhay Kumar Behuria, a finance leader with over three decades of experience at the Maharatna Company Steel Authority of India Limited (SAIL), he has excelled in key roles across Mines, Project Finance, and Integrated Steel Plants. Known for his strategic insight and operational excellence, he has spearheaded significant financial improvements and digital transformations, contributing to SAIL's growth and profitability.</p> <p>Shri Behuria holds a First-Class B. Com (Hons.) from Utkal University and is a Fellow Member of the Institute of Cost Accountants of India (ICMAI). His expertise is further enhanced by an Executive Diploma in Business Valuation from the Board of Advanced Studies & Research of ICMAI. Recognized for his exceptional performance, Shri Behuria was honoured with the prestigious Jawahar Award 2013-14.</p> <p>Shri Behuria launched programs such as "PRAYAAS" and "ADHIGAM" to enhance the skills and knowledge of finance executives. Simultaneously, his initiatives to foster cost awareness among employees through a series of workshops have significantly positively impacted the cost of production.</p>
Listed entities from which the person has resigned in the past three years	Nil
6.	Dr. Ajay Narang, Part-time Non-official (Independent) Director – Re-appointment:
Father's Name	Shri Gurcharan Das Narang
Date of Birth	10.01.1967
Date of Re-appointment	01.04.2025
Expertise in specific functional areas	Allopathic General Physician.
Qualifications	B.Sc. and MBBS
List of outside Directorships held	a) Vask Infoedge Private Limited b) GDKN Infra Private Limited
Membership of Committees of the Board	a) Audit Committee - Member b) Nomination and Remuneration Committee - Member c) Technology Committee - Chairman d) Risk Management Committee - Chairman e) HR Committee- Chairman f) Ethics and Corporate Governance Committee - Member
Member of Committees in other companies	Nil
Shareholding in the Company	Dr. Ajay Narang holds no share in the Company.
Disclosure of Relationship <i>inter-se</i> between Directors, Manager and other Key Managerial Personnel	There is no <i>inter-se</i> relationship with others Directors or KMPs.
Brief Resume and Nature of Expertise in Specific Functional Area	<p>The President of India has re-appointed Dr. Ajay Narang for a period of one-year from 01.04.2025. Dr. Narang has more than thirty years of experience in Industry and Business, both in India and United States, having been on the Board of Directors of corporations over the span of his career. Earlier, he has worked in the IT Management sector, providing services to US clients.</p> <p>By qualification, Dr. Narang is an allopathic General Physician & also holds a Bachelor's degree in Science. He strives to give back to society by engaging in actionable activism and a range of non-profit activities. He has been on the Board of Directors of Hindusthan Samachar, Delhi. He also held the position of All India Vice President of Laghu Udyog Bharati, an All-India Organization in the service of MSMEs.</p> <p>He is a Trustee & the President of Vishwa Samvaad Kendra Trust, Bhopal. Govt. of Madhya Pradesh has entrusted him as the President of Jan Bhagidari Samiti of the prestigious Maharani Laxmi Bai Government Girls' Post Graduate Autonomous College, Bhopal.</p> <p>He actively participated as Employers' Representative in the 106th tripartite International Labour Conference – ILC of International Labour Organization – ILO at Geneva, Switzerland.</p>

	Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	NALCO being a Govt. Company, the skill and capabilities for the role of Independent Director are identified by DPE/ Administrative Ministry.
	Listed entities from which the person has resigned in the past three years	Nil
7.	Shri Patel Sanjaykumar, Part-time Non-official (Independent) Director – Re-appointment:	
	Father's Name	Shri Ramanlal Somabhai Patel
	Date of Birth	18.05.1970
	Date of Re-appointment	01.04.2025
	Expertise in specific functional areas	Social work and Management.
	Qualifications	Graduate in Science (Chemistry)
	List of outside Directorships held	NIL
	Membership of Committees of the Board	a) Audit Committee - Chairman b) Nomination and Remuneration Committee - Member c) Stakeholders Relationship Committee- Member d) CSR and Sustainability Development Committee- Chairman e) Technology Committee - Member f) HR Committee - Member
	Membership of Committees in other companies	Nil
	Shareholding in the Company	Shri Patel Sanjaykumar holds no share in the Company.
	Disclosure of Relationship <i>inter-se</i> between Directors, Manager and other Key Managerial Personnel	There is no <i>inter-se</i> relationship with others Directors or KMPs.
	Brief Resume and Nature of Expertise in Specific Functional Area	Shri Patel is a graduate in Science (Chemistry) from Gujarat University. He is presently holding the position of Chairman of Agricultural Produce Market Committee (APMC), Khambhat since 2018. He is also the President of Ralej Kedavni Mandal Ralej and Syndicate member of Sardar Patel University, V. V Nagar since 2018.
	Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	NALCO being a Govt. Company, the skill and capabilities for the role of Independent Director are identified by DPE/ Administrative Ministry.
	Listed entities from which the person has resigned in the past three years	Nil
8.	Ms. Trupti Kamlesh Patel, Part-time Non-official (Independent) Director – Appointment:	
	Father's Name	Shri Naginbhai Kalidas Patel
	Date of Birth	10.07.1973
	Date of appointment	01.04.2025
	Expertise in specific functional areas	Social work, Human Rights and Paralegal services.
	Qualifications	Diploma in Civil Engineering
	List of outside Directorships held	Nil
	Membership of Committees of the Board	a) Audit Committee- Member b) Nomination and Remuneration Committee - Chairperson c) Stakeholders Relationship Committee- Chairperson d) CSR and Sustainability Development Committee - Member e) Risk Management Committee - Member f) Ethics and Corporate Governance Committee - Member
	Membership of Committees in other companies	Nil
	Shareholding in the Company	Ms. Trupti Kamlesh Patel holds no share in the Company.

Disclosure of Relationship <i>inter-se</i> between Directors, Manager and other Key Managerial Personnel	There is no <i>inter-se</i> relationship with others Directors or KMPs.
Brief Resume and Nature of Expertise in Specific Functional Area	Ms. Trupti Kamlesh Patel holds Diploma in Civil Engineering from Gujarat Technology University (GTU). She has worked as Architecture's Guidance in private industry for 10 years. She has also worked as Joint Treasurer of State Mahila Morcha, Secretary in DAMINI Women's Foundation (NGO) and Ex-observer in Human Rights Association for Protection, D.N.H & Daman Diu. She is Paralegal Volunteer of State Legal Services Authority Daman. She has been conducting social work for woman and child. Ms. Patel was on the Board of Directors of Bharat Sanchar Nigam Limited as Independent Director from November, 2021 to November, 2024.
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	NALCO being a Govt. Company, the skill and capabilities for the role of Independent Director are identified by DPE/ Administrative Ministry.
Listed entities from which the person has resigned in the past three years	Nil
