Date: September 3, 2026

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex
Bandra East, Mumbai – 400051
Symbol: "DPABHUSHAN"

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
BSE SCRIP Code – "544161"

Respected Sir / Ma'am,

Sub: Submission of Notice of 09th Annual General Meeting.

This is to inform you that the 09th Annual General Meeting of the Company will be held on Friday, September 25, 2026 at 04:00 P.M. IST at Hotel Balaji, Central Sailana Road, Near Amrit Garden, Opposite GTB Academy School, Barbad Mandir, Ratlam - 457 001, Madhya Pradesh to transact the businesses mentioned in the Notice of 09th Annual General Meeting.

There being no physical shareholders in the Company, the Register of members and share transfer books of the Company will not be closed. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Friday, September 18, 2026, shall be entitled to avail the facility of remote e-voting as well as voting through polling paper on the date of the AGM.

We have attached herewith the Notice of 09th Annual General Meeting of our Company for kind perusal of Stakeholders.

For **D. P. Abhushan Limited**

SANTOSH KATARIA
Digitally signed by SANTOSH KATARIA
Date: 2026.09.03 18:31:19 +05'30'

D. P. Abhushan Limited DP

Santosh Kataria
Chairman and Managing Director
DIN: 02855068

Encl: Notice of 09th AGM

NOTICE OF 9TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Ninth (9th) Annual General Meeting (AGM) of the Members of D. P. Abhushan Limited will be held on Friday, September 25, 2026 at 04.00 P.M. IST at Hotel Balaji, Central Sailana Road, Near Amrit Garden, Opposite GTB Academy School, Barbad Mandir, Ratlam - 457 001, Madhya Pradesh to transact the following businesses:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026 together with the reports of the Board of Directors and Statutory Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as Ordinary Resolutions:

   "RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To appoint Mr. Santosh Kataria (DIN: 02855068), Chairman and Managing Director, who retires by rotation and being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

   Explanation: Based on the terms of appointment, executive and non-executive directors are subject to retirement by rotation. Mr. Santosh Kataria (DIN: 02855068), Chairman and Managing Director who was appointed as Director for the current term, and is the longest-serving member on the Board, retires by rotation and, being eligible, seeks re-appointment.

   To the extent that Mr. Santosh Kataria (DIN: 02855068), Chairman and Managing Director is required to retire by rotation, he would need to be reappointed as such. Therefore, shareholders are requested to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

   "RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Santosh Kataria (DIN: 02855068), Chairman and Managing Director, who retires by rotation at this meeting, be and is hereby re-appointed as such to the extent he requires to be retired by rotation."

SPECIAL BUSINESSES:

3. To consider Re-appointment of Mr. Santosh Kataria (DIN: 02855068) as Chairman & Managing Director of the Company and if thought fit to pass the following resolution as Special Resolutions:

   "RESOLVED THAT pursuant to the provisions of Sections 196, 196(3), 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or amendment(s) or re-enactment thereof for time being in force) and Regulation 17(1C), 17(6)(e) and other applicable Regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force) and upon recommendations of the Nomination & Remuneration Committee and the Board of Directors (hereinafter referred to as the 'Board') of the Company and subject to such other approval(s), permission(s) and sanction(s) as may be required in this regard, the consent of the members of the Company be and is hereby accorded for the re-appointment of Mr. Santosh Kataria (DIN: 02855068) as Chairman & Managing Director for a further period of 5 years with effect from October 01, 2026 on such terms and conditions including salary and perquisites (hereinafter referred to as "remuneration") as set out in the explanatory statement annexed to this notice with the power to the board to alter and modify the same, in accordance with the provisions of the Act and in the best interest of the Company;

   RESOLVED FURTHER THAT notwithstanding anything contained in any previous resolutions and subject to the provisions of Section 197, read with Schedule V and other applicable provisions of the Companies Act, 2013, as amended from time to time, in the event of loss or inadequacy of profits in any financial year, the Company be and is hereby authorised to pay remuneration to Mr. Santosh Kataria (DIN: 02855068), including the remuneration set out in the Explanatory Statement annexed hereto, notwithstanding that such remuneration may exceed the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, to the extent permissible under applicable law and fulfilment of all applicable conditions prescribed under the Companies Act, 2013 and Schedule V thereto

   RESOLVED FURTHER THAT in terms of Section 190 of the Companies Act, 2013, no formal contract of service with Mr. Santosh Kataria (DIN: 02855068) will be executed and this resolution along with its explanatory statement be considered as Memorandum setting out terms and conditions of re-appointment and remuneration of

Mr. Santosh Kataria (DIN: 02855068) as Chairman and Managing Director;

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions, including modification and amendment of any revisions, thereof and to undertake all such steps, as may be deemed necessary in this matter;

RESOLVED FURTHER THAT the Executive Directors and the Company Secretary of the Company, either jointly or severally be and are hereby authorized to file the said resolution with the Registrar of Companies, Gwalior, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution."

4. To consider Re-appointment of Mr. Anil Kataria (DIN: 00092730) as Whole-time Director of the Company and if thought fit to pass the following resolution as Special Resolutions:

"RESOLVED THAT pursuant to the provisions of Sections 196, 196(3), 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or amendment(s) or re-enactment thereof for time being in force) and Regulation 17(1C), 17(6)(e) and other applicable Regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force) and upon recommendations of the Nomination & Remuneration Committee and the Board of Directors (hereinafter referred to as the 'Board') of the Company and subject to such other approval(s), permission(s) and sanction(s) as may be required in this regard, the consent of the members of the Company be and is hereby accorded for the re-appointment of Mr. Anil Kataria (DIN: 00092730) as Whole-time Director of the Company for a further period of 5 years with effect from October 01, 2026 on such terms and conditions including salary and perquisites (hereinafter referred to as "remuneration") as set out in the explanatory statement annexed to this notice with the power to the board to alter and modify the same, in accordance with the provisions of the Act and in the best interest of the Company;

RESOLVED FURTHER THAT notwithstanding anything contained in any previous resolutions and subject to the provisions of Section 197, read with Schedule V and other applicable provisions of the Companies Act, 2013, as amended from time to time, in the event of loss or inadequacy of profits in any financial year, the Company be and is hereby authorised to pay remuneration to Mr. Anil Kataria (DIN: 00092730), including the remuneration set out in the Explanatory Statement annexed hereto, notwithstanding that such remuneration may exceed the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, to the extent permissible under applicable law and fulfilment of all applicable conditions prescribed under the Companies Act, 2013 and Schedule V thereto;

RESOLVED FURTHER THAT in terms of Section 190 of the Companies Act, 2013, no formal contract of service with Mr. Anil Kataria (DIN: 00092730) will be executed and this resolution along with its explanatory statement be considered as Memorandum setting out terms and conditions of re-appointment and remuneration of Mr. Anil Kataria (DIN: 00092730) as Whole-time Director;

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions, including modification and amendment of any revisions, thereof and to undertake all such steps, as may be deemed necessary in this matter;

RESOLVED FURTHER THAT the Executive Directors and the Company Secretary of the Company, either jointly or severally be and are hereby authorized to file the said resolution with the Registrar of Companies, Gwalior, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution.

5. To Alter the Articles of Association of the Company by Insertion of New Article 165 relating to "Marking of Specified Securities as Non-Transferable pursuant to Applicable Laws"

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

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, including the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s), amendment(s), re-enactment(s) thereof for the time being in force), and subject to such approvals, consents, permissions and sanctions as may be necessary, the consent of the Members of the Company be and is hereby accorded to alter the Articles of Association of the Company by adding a new Article 165 immediately after the existing Article 164, with the following heading and text:

"Article 165 – Marking of Specified Securities as Non-Transferable pursuant to Applicable Laws

Notwithstanding anything contained in these Articles or any agreement entered into by the Company or any holder of securities, where any specified securities of the Company are required to be locked-in pursuant to the provisions of applicable law, including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time, and where creation of such lock-in is not feasible in the depository system due to the existence of any pledge, hypothecation, lien, encumbrance or any other reason recognized under applicable law or the operational framework prescribed by the depositories, such specified securities may, instead of being marked as locked-in, be recorded and maintained by the concerned depository as "Non-Transferable" for the duration of the applicable lock-in period.

The Company shall be entitled to issue such instructions, certifications, confirmations, declarations and communications to the depositories, the Registrar to the Issue and/or Registrar and Share Transfer Agent, stock exchanges, the Securities and Exchange Board of India, lenders, pledgees or any other person or authority, as may be necessary or expedient for giving effect to such marking of securities as non-transferable and for ensuring compliance with applicable law.

Every holder of specified securities of the Company shall, by virtue of holding such securities, be deemed to have consented to and accepted the marking of such securities as non-transferable in accordance with applicable law and the operational framework prescribed by the depositories. Such holder shall not transfer, sell, assign, gift, otherwise dispose of, or create or permit any transfer of beneficial ownership in respect of such securities during the applicable lock-in period, except in accordance with applicable law.

Where any specified securities are subject to an existing pledge or other encumbrance at the time of such marking, the marking of such securities as non-transferable shall not, by itself, extinguish, invalidate or adversely affect the rights of the pledgee or any other secured creditor under the relevant security documents. However, any transfer of such securities, including pursuant to invocation or enforcement of the pledge or other security interest, shall remain subject to the restrictions imposed under applicable law and the operational framework prescribed by the depositories during the applicable lock-in period.

Upon expiry of the applicable lock-in period, the Company shall be entitled to instruct the concerned depository to remove the non-transferable marking from such securities in accordance with applicable law and the operational procedures prescribed by the depositories."

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee thereof or any officer(s) authorised by the Board) be and is hereby authorised to do all such acts, deeds, matters and things, and to sign and execute all such documents, applications, forms, returns, declarations and writings, and to make such filings with the Registrar of Companies or any other statutory or regulatory authority, as may be necessary, desirable or expedient for the purpose of giving effect to this resolution, including settling any question, difficulty or doubt that may arise in relation thereto."

Registered office:
138, Chandani Chowk, Ratlam, Madhya Pradesh – 457 001

For and on behalf of Board of Directors
For, D. P. ABHUSHAN LIMITED

Place: Ratlam
Date: August 22, 2026

Ms. Atika Jain
Company Secretary & Compliance Officer
Membership No: 76622

IMPORTANT NOTES:

1. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a Member of the Company.

   A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

   The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting (on or before Wednesday, September 23, 2026 at 04:00 P.M. IST). A proxy form for the AGM is enclosed. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable.

   During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company, provided that not less than three days of notice in writing is given to the Company.

2. The relevant details, pursuant to Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard II on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking re-appointment at this Annual General Meeting ("AGM") is furnished as annexure to this notice.

3. Members/Proxies should bring their Attendance slip duly signed and completed for attending the meeting. The signature of the attendance slip should match with the signature(s) registered with the Company. Members holding shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification.

4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting or to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by E-mail through their registered E-mail address to csanandlavingia@gmail.com with copies marked to the Company at cs@dpjewellers.com and to National Securities Depository Limited (NSDL) at evoting@nsdl.com.

5. In case of joint holders attending the meeting together, only holder whose name appearing first will be entitled to vote.

6. The Register of Members and Share Transfer Books of the Company will not be closed and the Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Friday, September 18, 2026, will be entitled to vote at the AGM.

7. The route map showing directions to reach the venue of the AGM is provided at the end of this Notice.

8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, Altered articles of Association and the relevant documents referred to in the Notice, will be available for inspection by the members at the AGM.

9. Members seeking any information with regard to the accounts or any matter to be placed at the AGM or who would like to ask questions or registered themselves as Speaker, are requested to write to the Company mentioning their name, demat account number/folio number, E-mail id, mobile number at cs@dpjewellers.com on or before Tuesday, September 15, 2026 so as to enable the management to keep the information ready. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

10. All documents specifically referred to in this Notice are opened for inspection at the registered office of the Company between 02.00 p.m. to 04.00 p.m. on all working days (except Saturdays, Sundays and Holidays) up to the date of AGM.

11. Members are requested to intimate changes, if any, pertaining to their name, postal address, E-mail address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held in electronic form and to Bigshare Services Private Limited ("BSPL") in case the shares are held in physical form.

12. 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 period of time. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

13. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to BSPL.

14. In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular dated May 12, 2020 read with Circular dated January 15, 2021, the Notice of AGM along with Annual Report 2025-26 is being sent only through electronic mode to those Members whose E-mail addresses are registered with the Company/ Depositories. Member may note that Notice and Annual Report 2025-26 has been uploaded on the website of the Company at www.dpjewellers.com. Further, a letter providing the web-link, including the exact path, where complete details of the Annual Report shall also be sent to those shareholder(s) who have not so registered. The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited and BSE Limited at www.nseindia.com and www.bseindia.com respectively, the AGM Notice is also available on the website of NSDL i.e. www.evoting.nsdl.com. The Company proposes to send documents, such as the Notice of the Annual General Meeting and Annual Report etc. henceforth to the Members in electronic form at the e-mail address provided by them and made available to the Company by the Depositories from time to time. The un-audited half-yearly and quarterly Financial Results of the Company are uploaded on the website of the Company.

15. Those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below;

    (a) In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by E-mail to cs@dpjewellers.com.

    (b) In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@dpjewellers.com.

    (c) Alternatively, member may send an e-mail request to evoting@nsdl.com for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.

    (d) In terms of 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 required to update their mobile number and E-mail ID correctly in their demat account in order to access e-Voting facility.

    (e) It is clarified that for permanent submission of e-mail address, the shareholders are however requested to register their E-mail address, in respect of electronic holdings with the depository through the concerned depository participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, BSPL, having its office at Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, India, by following the due procedure.

16. Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their depository participants / the Company's Registrar and Share Transfer Agent, BSPL to enable servicing of notices / documents / annual Reports electronically to their e-mail address.

17. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members can contact their DP in case the shares are held in electronic form and to BSPL in case the shares are held in physical form.

18. Members are requested to: -

    - Note that copies of Annual Report will not be distributed at the Annual General Meeting.
    - Bring copy of Annual Report, Notice and Attendance Slip duly completed and signed, at the meeting.

- Quote the Folio/Client ID & DP ID Nos. in all correspondence.
- Deliver duly completed and signed Attendance Slip at the entrance of the meeting venue as entry to the hall will be strictly on the basis of the entry slip available at the counter at the venue to be exchanged with the attendance slip.
- Members, who hold shares in dematerialized form are requested to bring their Client ID and DP ID Nos. for easier identification of attendance at the meeting.

19. Note that no gifts/coupons will be distributed at the Annual General Meeting.

20. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their dividends from the Company, within the stipulated timeline. The Details of Shareholders whose Dividend is unpaid or unclaimed are uploaded on the Website of the Company at www.dpjewellers.com.

21. PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS:

    a) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 8, 2020, April 13, 2020, May 5, 2020 and SEBI Circular dated May 12, 2020, the Company is providing facility to cast their vote electronically, through the remote e-voting services provided by National Securities Depository Limited (NSDL), on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below. Resolution(s) passed by Members through remote e-voting and voting at the AGM is/are deemed to have been passed as if they have been passed at the AGM. For this purpose, the Company has entered into an agreement with NSDL, as the Authorised e-voting agency for facilitating voting through electronic means.

    b) There being no physical shareholders in the Company, the Register of members and share transfer books of the Company will not be closed. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Friday, September 18, 2026, shall be entitled to avail the facility of remote e-voting. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

    c) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through poll paper. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, September 18, 2026.

    d) The facility for voting through polling paper shall be made available at the AGM and the Members attending the AGM and holding shares either in physical form or in dematerialized form, as on the cut-off date being the day of Friday, September 18, 2026 and who have not already cast their vote by remote e-voting, shall be able to exercise their right to vote at the AGM.

    e) A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Friday, September 18, 2026, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or through poll paper on the date of the AGM.

    f) The remote e-voting will commence on 09:00 a.m. on Tuesday, September 22, 2026 and will end on 05:00 P.M. on Thursday, September 24, 2026. During this period, the members of the Company holding shares as on the Cut-off date i.e. Friday, September 18, 2026 may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.

    g) Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

    h) The Board of Directors has appointed M/s. ALAP & Co. LLP, Practicing Company Secretaries (FRN: L2023GJ013900) as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM and in a fair and transparent manner.

i) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of polling paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

j) The Scrutinizer shall, after the conclusion of voting at the 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 not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

k) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.dpjewellers.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the National Stock Exchange of India Limited and BSE Limited.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

The remote e-voting period begins on Tuesday, September 22, 2026 at 9:00 A.M. and ends on Thursday, September 24, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, September 18, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, September 18, 2026.

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

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

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

In terms of 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 in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period
	2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are 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

Type of shareholders	Login Method
	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 hold with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
	4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user 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 evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
	3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) 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. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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 abovementioned website.

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

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID
	For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID
	For example, if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company
	For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

   d) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csanandlavingia@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

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

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members who will be present in the AGM through VC/OAVM facility and have not casted their vote on the resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

CONTACT DETAILS

Company	**D. P. ABHUSHAN LIMITED** 138, Chandani Chowk, Ratlam, Madhya Pradesh- 457 001 T. No. +91-7412-490 966//247122 Fax No. +91-7412-247 022; E-mail: cs@dpjewellers.com; Web: www.dpjewellers.com
Registrar and Transfer Agent	**BIGSHARE SERVICES PRIVATE LIMITED** Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, India T. No.: +91-22-6263 8200; E-mail: investor@bigshareonline.com; Web: www.bigshareonline.com
E-Voting Agency & VC / OAVM	E-mail: evoting@nsdl.com NSDL help desk 022 - 4886 7000
Scrutinizer	M/s. ALAP & Co. LLP Practicing Company Secretaries - Mr. Anand S Lavingia Email: csanandlavingia@gmail.com; Tel No.: +91 79 3578 9144

Registered office:
138, Chandani Chowk, Ratlam, Madhya Pradesh – 457 001
Place: Ratlam
Date: August 22, 2026

For and on behalf of Board of Directors
For, D. P. ABHUSHAN LIMITED
Ms. Atika Jain
Company Secretary & Compliance Officer
Membership No.: 76622

EXPLANATORY STATEMENT

(Pursuant to Section 102(1) of the Companies Act, 2013 and Secretarial Standard II on General Meetings)

Item No. 3:

Re-appointment of Mr. Santosh Kataria (DIN 02855068) as Chairman and Managing Director of the Company: SPECIAL RESOLUTIONS

The Board of Directors of the Company, on the recommendations made by Nomination and Remuneration Committee (“NRC”), in their Meeting held on August 22, 2026, has, subject to approval of members, re-appointed Mr. Santosh Kataria (DIN: 02855068) as Chairman and Managing Director, for further period of 5 (five) years with effect from October 01, 2026, on terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee of the Board which is set out hereunder.

Mr. Santosh Kataria is not disqualified from being appointed as Chairman and Managing Director in terms of Section 164 of the Act and has given his consent to act as Director.

The Nomination and Remuneration Committee has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

It is proposed to seek the members’ approval for the re-appointment of and remuneration payable to Mr. Santosh Kataria (DIN: 02855068) as a Chairman and Managing Director of the Company, in terms of the applicable provisions of the Act.

Further, in terms of SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018 the remuneration of the Promoter Executive Directors shall not exceed ₹ 5,00,00,000 (Rupees Five crore) or 2.5% of net profits whichever is higher or there is more than one Executive Directors, the aggregate annual remuneration to such directors is exceeds 5% of the net profit. The prescribed resolution required approval of Shareholders of the company as special resolution under these regulations.

Further, pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, the Company may, in the event of loss or inadequacy of profits in any financial year, pay the remuneration proposed herein Mr. Santosh Kataria (DIN: 02855068), notwithstanding that such remuneration may exceed the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, to the extent permissible under applicable law and subject to fulfilment of the applicable conditions and requirements prescribed thereunder.

Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure

Requirement) Amendment Regulations, 2018, the appointment of Mr. Santosh Kataria (DIN: 02855068) as Chairman and Managing Director of the Company is now being placed before the Members for their approval by way of Special Resolutions.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 are given hereunder;

General Information

Nature of Industry: The Company is engaged in business of trading and manufacturing of Gold/Silver/Platinum studded jewellery.

Date or expected date of commencement of commercial production: The Company has already commenced its commercial production since its incorporation; in fact, it was engaged in commercial production in the form of Partnership Firm before its conversion in to Company.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Financial performance based on given indicators:

(Rupees in Lakh)

Particulars	F.Y. 2025-26	F.Y. 2024-25
Revenue from Operations	4,06,512.83	3,31,079.01
Other Income	519.80	155.52
Total Income	4,07,032.64	3,31,234.54
Less: Total Expenses before Depreciation, Finance Cost and Tax	3,76,065.24	3,13,781.80
Profit before Depreciation, Finance Cost and Tax	30,967.4	17,452.74
Less: Depreciation	1,075.61	911.18
Less: Finance Cost	1,621.90	1,443.92
Profit Before Tax	28,269.89	15,097.65
Less: Current Tax	7,110.76	3,881.12
Less: Current Tax Expense Relating to Prior years	7.62	16.28
Less: Deferred tax Liability (Asset)	(32.54)	(69.30)
Profit after Tax	21,184.04	11,269.55

Foreign investments or collaborations, if any: No collaborations have been made by the Company with any of foreign entity. Further, as at March 31, 2026, total holding of NRI Shareholders was 20850 Equity Shares and total holding of Foreign Portfolio Investors was 72547.

Information about the appointee

Background Details: Mr. Santosh Kataria, aged 48 years, is Promoter – Chairman and Managing Director of the Company. He has pursued Bachelors of Engineering (Polymer). He has more than 25 years of experience in the jewellery industry. Mr. Santosh Kataria combines technical expertise with deep-rooted business acumen. As the Chairman & Managing Director of D. P. Abhushan Limited, he plays a pivotal role in the company's strategic expansion, operational management, and sustained growth. His leadership has been instrumental in steering the company toward new milestones while upholding its legacy of trust and excellence.

Past Remuneration: In the financial year 2025-26, Mr. Santosh Kataria was paid total remuneration and perquisite of Rupees 60 Lakh as Chairman and Managing Director.

Recognition or awards: Nil.

Job Profile and his suitability: Mr. Santosh Kataria is responsible for handling strategic expansion, operational management, and sustained growth. His experience and knowledge have helped the Company to a great extent.

Terms and Conditions of Remuneration: Up to Rupees 120.00 Lakh per annum with such increments as may be decided by the Board from time to time.

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Santosh Kataria, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Mr. Santosh Kataria has pecuniary relationship to the extent he is Promoter – Chairman and Managing Director - Shareholder of the Company Further, Mr. Santosh Kataria has also pecuniary relationship to the extent he provides unsecured loans to the Company, as and when required.

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018, the terms of appointment and remuneration specified above are now being submitted to the Members for their approval. Further, remuneration proposed above shall be valid for a period of five years w.e.f. October 01, 2026 until revised further.

The Board of Directors is of the view that the re-appointment of Mr. Santosh Kataria as Chairman and Managing Director will be beneficial to the operations of the Company and accordingly recommends the Special Resolution at Item No.

3 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Santosh Kataria, Mr. Anil Kataria, Mrs. Renu Kataria and their relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard II issued by ICSI is attached at the end of this Explanatory Statement and must be read as the part of this Notice.

Item No. 4:

Re-appointment of Mr. Anil Kataria (DIN: 00092730) as Whole-time Director of the Company:

SPECIAL RESOLUTIONS

The Board of Directors of the Company, on the recommendations made by Nomination and Remuneration Committee ("NRC"), in their Meeting held on August 22, 2026, has, subject to approval of members, re-appointed Mr. Anil Kataria (DIN: 00092730) as Whole-time Director, for further period of 5 (five) years with effect from October 1, 2026, on terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee of the Board which is set out hereunder.

Mr. Anil Kataria is not disqualified from being appointed as Whole-time Director in terms of Section 164 of the Act and has given his consent to act as Director.

The Nomination and Remuneration Committee has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

It is proposed to seek the members' approval for the re-appointment of and remuneration payable to Mr. Anil Kataria (DIN: 00092730) as a Whole-time Director of the Company, in terms of the applicable provisions of the Act.

Further, in terms of SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018 the remuneration of the Promoter Executive Directors shall not exceed ₹ 5,00,00,000 (Rupees Five crore) or 2.5% of net profits whichever is higher or there is more than one Executive Directors, the aggregate annual remuneration to such directors is exceeds 5% of the net profit. The prescribed resolution required approval of Shareholders of the company as special resolution under these regulations.

Further, pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, the Company may, in the event of loss or inadequacy of profits in any financial year, pay the remuneration proposed herein to Mr. Anil Kataria (DIN: 00092730), notwithstanding that such remuneration may exceed the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, to the extent permissible under applicable law and subject to fulfilment of the applicable conditions and requirements prescribed thereunder.

Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018, the appointment of Mr. Anil Kataria (DIN: 00092730) as Whole-time Director of the Company is now being placed before the Members for their approval by way of Special Resolutions.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 are given hereunder;

General Information

Nature of Industry: The Company is engaged in business of trading and manufacturing of Gold/Silver/Platinum studded jewellery.

Date or expected date of commencement of commercial production: The Company has already commenced its commercial production since its incorporation; in fact, it was engaged in commercial production in the form of Partnership Firm before its conversion in to Company.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Financial performance based on given indicators:

(Rupees in Lakh)

Particulars	F.Y. 2025-26	F.Y. 2024-25
Revenue from Operations	4,06,512.83	3,31,079.01
Other Income	519.80	155.52
Total Income	4,07,032.64	3,31,234.54
Less: Total Expenses before Depreciation, Finance Cost and Tax	3,76,065.24	3,13,781.80
Profit before Depreciation, Finance Cost and Tax	30,967.4	17,452.74
Less: Depreciation	1,075.61	911.18
Less: Finance Cost	1,621.90	1,443.92
Profit Before Tax	28,269.89	15,097.65
Less: Current Tax	7,110.76	3,881.12
Less: Current Tax Expense Relating to Prior years	7.62	16.28

(Rupees in Lakh)

Particulars	F.Y. 2025-26	F.Y. 2024-25
Less: Deferred tax Liability (Asset)	(32.54)	(69.30)
Profit after Tax	21,184.04	11,269.55

Foreign investments or collaborations, if any: No collaborations have been made by the Company with any of foreign entity. Further, as at March 31, 2026, total holding of NRI Shareholders was 20850 Equity Shares and total holding of Foreign Portfolio Investors was 72547.

Information about the appointee

Background Details: Mr. Anil Kataria, aged 56 years, is Promoter – Whole-time Director of the Company. He has pursued Master of Commerce degree. A seasoned leader with three decades of experience in the jewellery industry, Mr. Anil Kataria is the driving force behind D. P. Abhushan Limited's growth and success. Inheriting a rich legacy from his forefathers, he possesses an in-depth understanding of the trade, blending traditional values with modern business strategies. As the Whole Time Director of D. P. Abhushan Limited, he plays a pivotal role in the company's strategic expansion, operational management, and sustained growth. His leadership has been instrumental in establishing the company as a trusted name in the jewellery industry.

Past Remuneration: In the financial year 2025-26, Mr. Anil Kataria was paid total remuneration and perquisite of Rupees 60 Lakh as Whole-time Director.

Recognition or awards: Nil.

Job Profile and his suitability: Mr. Anil Kataria is responsible for handling strategic expansion, operational management, and sustained growth. His leadership has been instrumental in establishing the company as a trusted name in the jewellery industry.

Terms and Conditions of Remuneration:

Up to Rupees 120.00 Lakh per annum with such increments as may be decided by the Board from time to time.

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Anil Kataria, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Mr. Anil Kataria has pecuniary relationship to the extent he is Promoter – Whole-time Director – Shareholder of the Company. Further, Mr. Anil Kataria has also pecuniary relationship to the extent he provides unsecured loans to the Company, as and when required.

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018, the terms of appointment and remuneration specified above are now being submitted to the Members for their approval. Further, remuneration proposed above shall be valid for a period of five years w.e.f. October 01, 2026 until revised further.

The Board of Directors is of the view that the re-appointment of Mr. Anil Kataria as Whole-time Director will be beneficial to the operations of the Company and accordingly recommends the Special Resolution at Item No. 4 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Anil Kataria himself, Mr. Santosh Kataria, Mrs. Renu Kataria and their relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard II issued by ICSI is attached at the end of this Explanatory Statement and must be read as the part of this Notice.

Item 5:

To Alter the Articles of Association of the Company by Insertion of New Article 165 relating to "Marking of Specified Securities as Non-Transferable pursuant to Applicable Laws": SPECIAL RESOLUTIONS

The Securities and Exchange Board of India ("SEBI"), vide its circulars and operational directions issued from time to time in relation to the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), has prescribed an operational framework for cases where specified securities are required to be subject to a statutory lock-in but creation of such lock-in in the depository system is not feasible on account of an existing pledge, hypothecation, lien, encumbrance or any other reason recognised under applicable law or the operational framework prescribed by the depositories. In such cases, the depositories may mark such specified securities as "Non-Transferable" for the duration of the applicable lock-in period.

In order to align the Articles of Association of the Company with the applicable regulatory framework and to facilitate compliance with the requirements of the SEBI ICDR Regulations, SEBI circulars, the operational procedures prescribed by the depositories and other applicable laws, it is proposed to alter the Articles of Association of the Company by inserting a new Article 165 immediately after the existing Article 164. The proposed Article expressly provides for the marking of specified securities as "Non-Transferable" in circumstances where creation of lock-in is not feasible in the depository system, while preserving the rights of pledgees or other secured creditors and ensuring that any transfer of such securities remains subject to the applicable statutory restrictions.

The proposed alteration is intended to enable the Company to issue necessary instructions and confirmations to the depositories, Registrar to the Issue and/or Registrar and Share Transfer Agent, stock exchanges, SEBI and other concerned authorities, wherever required, for ensuring compliance with the applicable legal and regulatory requirements.

Pursuant to Section 14 of the Companies Act, 2013, alteration of the Articles of Association of the Company requires the approval of the Members by way of a Special Resolution.

A copy of the existing Articles of Association of the Company together with the proposed amended Articles incorporating the new Article 165 will be available for inspection by the Members in accordance with the provisions of the Companies Act, 2013 and the applicable Secretarial Standards up to the date of the Annual General Meeting and shall also be made available electronically for inspection by the Members upon request.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Special Resolution, except to the extent of their shareholding, if any, in the Company.

The Board of Directors recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the Members.

Registered office:
138, Chandani Chowk, Ratlam, Madhya Pradesh – 457 001

For and on behalf of Board of Directors
For, D. P. ABHUSHAN LIMITED

Place: Ratlam
Date: August 22, 2026

Ms. Atika Jain
Company Secretary & Compliance Officer
Membership No: 76622

Disclosure under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 issued by ICSI for Item No. 2 to 4

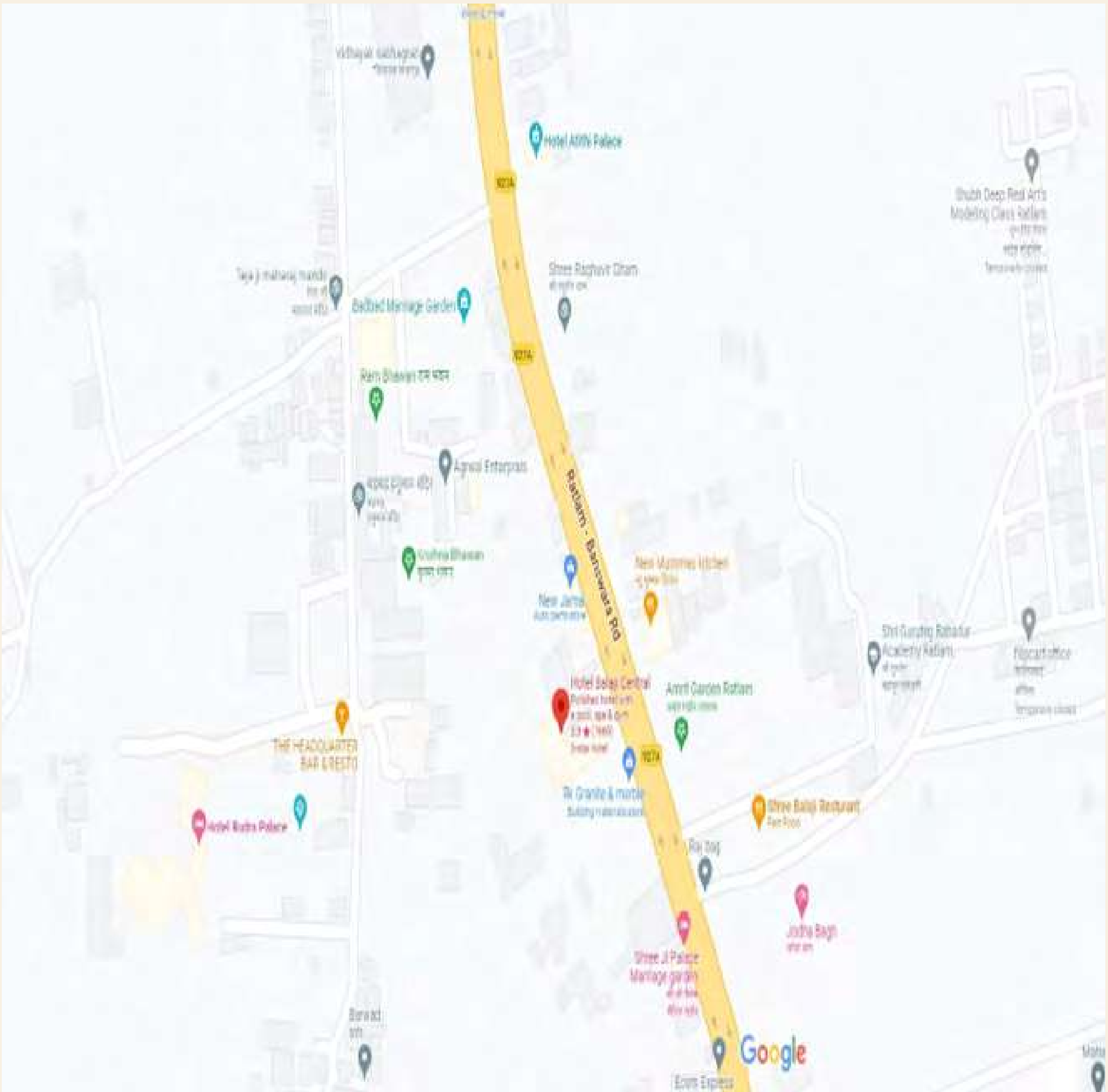
Name	Mr. Santosh Kataria	Mr. Anil Kataria
Date of Birth	February 5, 1978	June 16, 1970
Qualification	Bachelor of Engineering	Post Graduate in Commerce
Experience – Expertise in specific functional areas – Job profile and suitability	A visionary leader with over 25 years of experience in the jewellery industry, Mr. Santosh Kataria combines technical expertise with deep-rooted business acumen. Holding a Bachelor of Engineering (Polymers), he brings a unique blend of knowledge from both the plastics and jewellery sectors, driving innovation and operational excellence. Born into a family with a rich legacy in jewellery, Mr. Kataria honed his skills under the guidance of his forefathers. His father, Mr. Ratan Lal Kataria, was a partner in D.P. Jewellers since 2003, laying the foundation for his expertise. Mr. Santosh Kataria has been actively associated with the family's partnership firm, M/s D. P. Jewellers, since 2010, further strengthening his mastery in the trade. As the Chairman & Managing Director of D. P. Abhushan Limited, he plays a pivotal role in the company's strategic expansion, operational management, and sustained growth. His leadership has been instrumental in steering the company toward new milestones while upholding its legacy of trust and excellence.	A seasoned leader with three decades of experience in the jewellery industry, Mr. Anil Kataria is the driving force behind D. P. Abhushan Limited's growth and success. Armed with a Master of Commerce degree and inheriting a rich legacy from his forefathers, he possesses an in-depth understanding of the trade, blending traditional values with modern business strategies. The son of Late Shri Manohar Lal Kataria, Mr. Anil Kataria has been an integral part of the family's jewellery business since the beginning of his career. He has been associated with the esteemed partnership firm, M/s D. P. Jewellers, since 2003, further solidifying his expertise in the sector. As the Founder and Whole Time Director of D. P. Abhushan Limited, he plays a pivotal role in the company's strategic expansion, operational management, and sustained growth. His leadership has been instrumental in establishing the company as a trusted name in the jewellery industry. Beyond his corporate responsibilities, Mr. Kataria is deeply engaged in industry and community leadership. He serves as the President of IBJA (Indian Bullion & Jewellers Association, Madhya Pradesh) and as the Chairman of JITO (Jain International Trade Organization) Ratlam Chapter, reflecting his commitment to the advancement of the trade and social welfare.
No. of Shares held as on March 31, 2026	807330 Equity Shares	6071230 Equity Shares
Terms & Conditions	Refer Explanatory Statement for Item No. 3 of this Notice	Refer Explanatory Statement for Item No. 4 of this Notice
Remuneration Last Drawn	Rupees 60Lakh for F.Y. 2025-26	Rupees 60 Lakh for F.Y. 2025-26
Remuneration sought to be paid	Refer Explanatory Statement for Item No. 3 of this Notice	Refer Explanatory Statement for Item No. 4 of this Notice
Number of Board Meetings attended during the Financial Year 2025-26	10 out of 12	11 out of 12
Date of Original Appointment	May 2, 2017	January 26, 2022
Date of Appointment in current terms	To be re-appointed w.e.f. October 1, 2026	To be re-appointed w.e.f. October 1, 2026
Directorships held in public companies including deemed public companies*	D. P. Abhushan Limited	D. P. Abhushan Limited
Memberships / Chairmanships of committees of public companies**	Membership – 2 Committees	Nil
Inter-se Relationship with other Directors.	Brother (cousin) of Mr. Anil Kataria, Whole-time Director of the company and Brother-in-law (cousin) of Mrs. Renu Kataria, Non-executive Director of the Company.	Brother (cousin) of Mr. Santosh Kataria, Chairman & Managing Director of the company and Brother-in-law of Mrs. Renu Kataria, Non-executive Director of the Company.

* Excluding Section 8 and Foreign Companies.

**Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee.

Registered office: 138, Chandani Chowk, Ratlam, Madhya Pradesh – 457 001	For and on behalf of Board of Directors **For, D. P. ABHUSHAN LIMITED**
Place: Ratlam Date: August 22, 2026	**Ms. Atika Jain** Company Secretary & Compliance Officer Membership No: 76622

Route Map



Day and Date: Friday, September 25, 2026

Time: 04:00 P.M.

Venue: Hotel Balaji, Central Sailana Road, Near Amrit Garden, Opposite GTB Academy School, Barbad Mandir, Ratlam – 457 001, Madhya Pradesh

D. P. ABHUSHAN LIMITED

ATTENDANCE SLIP

Regd. Folio No./DP Id No.*/Client Id No.*	
(*Applicable for investor holding shares in electronic form.)	
No. of Shares held	
Name and Address of the First Shareholder	
(IN BLOCK LETTERS)	
Name of the Joint holder (if any)	

I/we hereby record my/our presence at the Ninth Annual General Meeting of Members of D. P. Abhushan Limited held on Friday, September 25, 2026 at 04:00 P.M. IST at Hotel Balaji, Central Sailana Road, Near Amrit Garden, Opposite GTB Academy School, Barbad Mandir, Ratlam – 457 001, Madhya Pradesh.

______________________________________	___________________________
Member's/Proxy's Name in Block Letters	Member's/Proxy's Signature

Notes: Please fill up this attendance slip and hand it over at the entrance of the venue of meeting.

--Please tear here--

PROXY FORM

(Form No. MGT-11 – Pursuant to section 105(6) of the Companies Act, 2013 Rules made thereunder)

Name of the member(s)	
Registered Address	
E-mail Id	
Folio No/Client Id	

I/We, being the member (s) of..................................shares of the D. P. Abhushan Limited, hereby appoint

1. Name: ____

   Address: ____

   E-mail Id:____ Signature: __________________________ or failing him

2. Name: ____

   Address: ____

   E-mail Id:____ Signature: __________________________ or failing him

3. Name: ____

   Address: ____

   E-mail Id:____ Signature: _____________________________________

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Ninth Annual General Meeting of Members of D. P. Abhushan Limited to be held on Friday, September 25, 2026 at 04.00 P.M. IST at Hotel Balaji, Central Sailana Road, Near Amrit Garden, Opposite GTB Academy School, Barbad Mandir, Ratlam - 457 001, Madhya Pradesh and/or any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Vote (Please mention no. of shares		
		For	Against	Abstain
Ordinary businesses				
1.	To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2026.			
2.	To appoint Mr. Santosh Kataria (DIN: 02855068), Chairman & Managing Director, who retires by rotation and being eligible, offers himself for re-appointment.			
Special Business				
3.	To consider Re-appointment of Mr. Santosh Kataria (DIN: 02855068) as Chairman & Managing Director of the Company			
4.	To consider Re-appointment of Mr. Anil Kataria (DIN: 00092730) as Whole-time Director of the Company			
5.	To Alter the Articles of Association of the Company by Insertion of New Article 165 relating to "Marking of Specified Securities as Non-Transferable pursuant to Applicable Laws"			

Signed this.............................day of.................2026

___________________________	______________________________	Affix Revenue Stamp of not less than ₹ 1
Signature of shareholder	Signature of Proxy holder(s)	

Note:

This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the Annual General Meeting (on or before Wednesday, September 23, 2026 at 04:00 P.M.).