



ACCORD SYNERGY LTD

## **NOTICE OF EGM**

**NOTICE** is hereby given to the shareholders (the “Shareholders” or the “Members”) of Accord Synergy Limited (“Accord”/ “the Company”) pursuant to Section 108 and other applicable provisions, if any, of the Companies Act, 2013, and the rules and regulations made thereunder [including any statutory modification(s) or re-enactments thereof for the time being in force], Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any amendments, statutory modification(s), and/or re-enactment(s) thereof, for the time being in force] (the “SEBI Listing Regulations”), Secretarial Standards (“SS-2”) issued by the Institute of Company Secretaries of India on General Meeting, and other applicable laws and regulations, as amended from time to time [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], that an Extra Ordinary General Meeting (“EGM”) of the Company will be held on Wednesday, June 3, 2026 at 12.30 p.m. through Video Conferencing/ Other Audio Visual Means to transact the following special business:

### **ITEM NO. 1**

#### **TO CONSIDER AND APPROVE THE ISSUE OF EQUITY SHARES BY WAY OF PREFERENTIAL ISSUE ON PRIVATE PLACEMENT BASIS.**

To consider and if thought fit, to pass, the following resolution as a **Special resolution**.

**“RESOLVED THAT** (i) pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and such other applicable rules and regulations made thereunder [including any amendments, statutory modification(s) or re-enactment(s) thereof for the time being in force] (hereinafter referred to as the “Act”); (ii) the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 [including any amendment(s), statutory modification(s), and/or re-enactment(s) thereof, for the time being in force] (“the SEBI ICDR Regulations”), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any amendment(s), statutory modification(s), and/or re-enactment(s) thereof, for the time being in force] (“the SEBI Listing Regulations”), the listing agreements entered into by the Company with National Stock Exchange of India Limited (“the Stock Exchange”) on which the equity shares of the Company having face value of ₹ 10 (Rupees Ten only) each are listed, and subject to any other rules, regulations,



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guidelines, notifications, circulars and clarifications issued thereunder, from time to time, by the Ministry of Corporate Affairs, the Securities and Exchange Board of India (“SEBI”) and/or any other competent authorities from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals, consents, and permissions as may be necessary or required, if any, from appropriate regulatory authorities, and subject to such conditions and modifications as may be imposed or prescribed while granting such approvals, consents and permissions, and consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to mean and include the Audit Committee or any other Committee constituted/empowered/ to be constituted by the Board from time to time to exercise its powers including the powers conferred by this Resolution), to create, issue, offer and allot, on a preferential basis, in terms of the SEBI ICDR Regulations, **4,00,000 (Four Lakh), fully paid up equity shares** of the Company having face value of ₹ 10 (Rupees Ten only) per equity share (“Equity Shares”) at a price of ₹ 42.35 (Rupees Forty-Two and Thirty-Five Paise Only) per Equity Share (“Subscription Shares”), which is not less than the price determined in accordance with Chapter V of the SEBI ICDR Regulations (“issue Price”) as on the Relevant Date (i.e., May 4, 2026, being the date 30 days prior to the date of Extra-Ordinary General Meeting scheduled to be held on June 3, 2026) determined in accordance with applicable law, to Dr. Faruk Patel (“Proposed Allottee”) on such terms and conditions as may be determined by the Board in accordance with Chapter V of the SEBI ICDR Regulations.

“RESOLVED FURTHER THAT in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the Floor Price for the Subscription Shares to be issued and allotted as above is Monday, May 4, 2026 (“Relevant Date”), being the date 30 (thirty) days prior to the date of this Extra-Ordinary General Meeting (Wednesday, June 3, 2026) on which this special resolution is proposed to be passed.”

“RESOLVED FURTHER THAT the Members do hereby take note of the recommendation of the Committee of Independent Directors made at its meeting held on May 06, 2026, in relation to the proposed preferential issue, which may result in a change in control, pursuant to Regulation 166A of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, and further take note of the valuation report issued by the Independent Registered Valuer, considered for determination of the issue price in compliance with the applicable provisions of the SEBI ICDR Regulations, 2018.”



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**“RESOLVED FURTHER THAT** aforesaid issue of the Equity Shares shall be subject to the conditions prescribed under the Act and the SEBI ICDR Regulations including the following:

1. The Equity Shares will be listed and traded on the Stock Exchange, where the Equity Shares of the Company is listed, subject to the receipt of necessary regulatory permissions and approvals, as the case may be.
2. The consideration for allotment of Equity Shares shall be paid to the Company from the Bank account of the Proposed Allottee.
3. The price determined above shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.
4. The Equity Shares to be issued and allotted shall be fully paid up and rank pari-passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.
5. The Equity Shares shall be allotted by the Company to the Proposed Allottee in dematerialized form within a period of 15 (Fifteen) days from the date of receipt of members approval, provided that, where the issue and allotment of the said Equity Shares is pending on account of pendency of approval of any Regulatory Authority (including, but not limited to stock exchange and/or SEBI) or the Government of India, the issue and allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of last of such approvals.
6. The entire pre-preferential equity shareholding of the Proposed Allottees, if any, shall be subject to lock-in as per Regulation 167(6) of the SEBI ICDR Regulations.
7. The Equity Shares to be offered/issued and allotted shall be subject to lock in for such period as provided under the provisions of Chapter V of SEBI ICDR Regulations.
8. The Equity Shares to be allotted shall be in dematerialized form only.
9. The Equity Shares to be allotted to the Proposed Allottees shall be listed on the stock exchange where the existing Equity Shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals as the case may be.
10. In accordance with the provisions of Regulation 161 of the SEBI ICDR Regulations, the “Relevant Date” for the purpose of determination of the floor price of the Subscription Shares to be issued and allotted is Monday, May 4, 2026.
11. An amount equivalent to 100% of the total consideration for the Equity Shares will be payable at the time of subscription to the Equity Shares, as prescribed under Regulation 169 of the SEBI (ICDR) Regulations.



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12. The allotment of the Subscription Shares is subject to Proposed Allottees not having sold any Equity Shares of the Company during 90 (ninety) trading days preceding the Relevant Date i.e., Monday, May 4, 2026.

**“RESOLVED FURTHER THAT** the pre-preferential allotment shareholding of Proposed Allottees, if any, in the Company shall also be subject to lock-in as per the provisions of the SEBI ICDR Regulations;”

**“RESOLVED FURTHER THAT** Board be and is hereby authorized to accept any modification(s) in the terms of issue of Subscription Shares, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the shareholders of the Company.”

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to appoint such professionals and/or intermediaries, including external advisers, experts, legal advisers, managers, etc., to assist the Company, if required for the said preferential issue and finalize the terms and conditions of their appointment and sign and execute necessary letters, deeds, documents and agreements as may be required.

**“RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation (i) to effect any modification(s), change(s), variation(s), alteration(s), addition(s) and/or deletion(s) of the relevant terms and conditions related to the issue of Subscription Shares, as may be required by any regulatory authorities or otherwise; (ii) to issue a letter of offer/ private placement offer cum application letter to the Proposed Allottee(s) (in Form PAS-4 as prescribed under the Companies Act, 2013); (iii) to record the name of the Proposed Allottee(s) and details of the offer letter in Form PAS-5 in accordance with the Act; (iv) to issue and allot the Subscription Shares to the Proposed Allottee(s); (v) authorise the credit of Subscription Shares allotted to the demat accounts of the Proposed Allottee(s); (vi) issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing [including modification(s) to the terms of the issue]; (vii) entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Proposed Transaction) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit and to settle all questions, difficulties or doubts that may arise in regard to the offer; (viii) issue and allotment of the Subscription Shares and listing thereof with the Stock Exchange, apply to Stock Exchange for obtaining the in-principle approval in accordance with Regulation 160(f) of the SEBI ICDR Regulations and Regulation 28 of the SEBI Listing Regulations, listing approval of the Subscription Shares, trading approval of the



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Subscription Shares, and other activities as may be necessary for obtaining listing and trading approvals from the Stock Exchange; (ix) file necessary forms with the appropriate authorities or expedient in this regard and undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law, including the SEBI ICDR Regulations and the SEBI Listing Regulations; (x) obtain any and all regulatory approvals, take all necessary actions and file all necessary applications, make representations with any regulatory authority, whether in person or through any representative in order to seek and obtain the requisite approvals for the Proposed Transaction; and (xi) take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification(s) to the foregoing without being required to seek any fresh approval of the Members and the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution and the decision of the Board shall be final and conclusive.”

“**RESOLVED FURTHER THAT** the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s) as Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s);”

“**RESOLVED FURTHER THAT** all actions taken by the Board or committee(s) of the Board duly constituted for this purpose in connection with any matter referred to above or contemplated in the foregoing resolution are hereby approved, ratified and confirmed in all respects.”

Place: Vadodara

Date: May 6, 2026.

**Registered Office:**

302, Shine Plaza, Natubhai Circle,  
Race Course, Vadodra Vadodara 390007

By order of the Board of Directors  
For **Accord Synergy Limited**

BETULLA  
ASDULLA  
KHAN

**Betulla Khan**

Managing Director

DIN : 01914482

Digitally signed by  
BETULLA ASDULLA  
KHAN  
Date: 2026.05.06  
17:52:59 +05'30

## NOTES:

1. Pursuant to the General Circulars 2/2022 and 19/2021, other circulars issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and other circulars issued by SEBI (hereinafter collectively referred to as “the Circulars”), companies are allowed to hold EGM through VC, without the physical presence of Members at a common venue. Hence, in compliance with the Circulars, the EGM of the Company is being held through VC.
2. A Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since the EGM is being held in accordance with the Circulars through VC, the facility for the appointment of proxies by the Members will not be available.
3. Participation of Members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
4. Pursuant to the provisions of Section 113 of the Companies Act, Body Corporates/ Institutional / Corporate Members intending for their authorized representatives to attend the meeting are requested to send to the Company, on [cs@accordsynergy.com](mailto:cs@accordsynergy.com) with a copy marked to [info@chiragshahassociates.com](mailto:info@chiragshahassociates.com) and [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) from their registered Email ID a scanned copy (PDF / JPG format) of certified copy of the Board Resolution / Authority Letter authorizing their representative to attend and vote on their behalf at the meeting.
5. Members can join the EGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1,000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
6. 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 April 15, 2020 issued by the ICSI, the proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.
7. In line with the aforesaid Circulars, the Notice of EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories as on Friday, May 1, 2026. Members may note that Notice has been uploaded on the website of the Company at [www.adanigreenenergy.com](http://www.adanigreenenergy.com). The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) respectively and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

8. In view of the 'Green Initiatives in Corporate Governance' introduced by MCA and in terms of the provisions of the Companies Act, 2013, Members who are holding shares of the Company in physical mode, are required to register their email addresses, so as to enable the Company to send all notices/ reports/ documents/ intimations and other correspondences, etc., through emails in the electronic mode instead of receiving physical copies of the same. Members holding shares in dematerialized form, who have not registered their email addresses with Depository Participant(s), are requested to register / update their email addresses with their Depository Participant(s).
9. A statement setting out the material facts as required under Section 102 of the Companies Act, 2013 ("Act") is annexed hereto.
10. Since the EGM is being held electronically, physical attendance of the Members has been dispensed with and accordingly the facility for appointment of proxies by the Members will not be available for the EGM. Therefore, the proxy form, attendance slip and route map have not been annexed with this notice.

**11. Process and manner for shareholders opting for voting through electronic means:**

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration

Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. 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) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM/AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at <https://www.accordsynergy.com/>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

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

**The remote e-voting period begins on May 31, 2026 at 9:00 A.M. and ends on June 2, 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. May 27, 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 May 27, 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 and joining virtual meeting 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.	<p>For OTP based login you can click on <a href="https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal</p>

	<p>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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <p>  App Store        Google Play     </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p>

	Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> 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 or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for e-Voting and joining virtual meeting 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?**

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, 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.*

Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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***

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

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

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.

How to retrieve your ‘initial password’?

<p>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'.</p> <p>If your email ID is not registered, please follow steps mentioned below in <b>process for those shareholders whose email ids are not registered.</b></p>
<p>If you are unable to retrieve or have not received the "Initial password" or have forgotten your password: Click on "<a href="#">Forgot User Details/Password?</a>"(If you are holding shares in your demat account with NSDL or CDSL) option available on <a href="http://www.evoting.nsdl.com">www.evoting.nsdl.com</a>.  <a href="#">Physical User Reset Password?</a>" (If you are holding shares in physical mode) option available on <a href="http://www.evoting.nsdl.com">www.evoting.nsdl.com</a>.</p> <p>If you are still unable to get the password by aforesaid two options, you can send a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> mentioning your demat account number/folio number, your PAN, your name and your registered address etc.</p> <p>Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.</p>
<p>After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.</p>
<p>Now, you will have to click on "Login" button.</p>
<p>After you click on the "Login" button, Home page of e-Voting will open.</p>

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
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 [info@chiragshahassociates.com](mailto:info@chiragshahassociates.com) with a copy marked to [evoting@nsdl.com](mailto: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](http://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](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to (Name of NSDL Official) at [evoting@nsdl.com](mailto: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 (Company email id).
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 (Company email id). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto: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 EGM/AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/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 EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/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 EGM/AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (company email id). The same will be replied by the company suitably.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE ACT AND OTHER APPLICABLE LAWS**

### **ITEM No. 1: TO CONSIDER AND APPROVE THE ISSUE OF EQUITY SHARES BY WAY OF PREFERENTIAL ISSUE ON PRIVATE PLACEMENT BASIS**

The Board of Directors of the Company ("Board") at its meeting held on Wednesday, May 6, 2026, subject to the approval of the Members by way of passing a Special Resolution and subject to other necessary approval(s), as may be required, approved to create, offer, issue and allot, by way of preferential issue on a private placement basis, in one or more tranches, in compliance with the provisions of Sections 23(1)(b), 42 and 62(1)(c) of the Companies Act, 2013 ("the Act") and Rules made there under and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, ("SEBI ICDR Regulations"), of the securities to the proposed allottee ("Proposed Allottee") 4,00,000 (Four Lakh) equity shares ("Equity Shares") of the face value of ₹ 10/- each, at an issue price of ₹ 42.35/- (Rupees Forty-Two and Thirty-Five Paise Only) (including a premium of ₹ 32.35/- (Rupees Thirty-Two and Thirty-Five Paise Only) per Equity Share, for cash, aggregating to ₹ 1,69,40,000/- (Rupees One Crore Sixty-Nine Lakh Forty Thousand Only) to Dr. Faruk Patel, on such terms and conditions as may be determined by the Board. The Board of Directors of the Company ("Board"), at its meeting held on October 2, 2025, had subject to the approval of the Members of the Company and such other approvals as may be required, approved the proposal to create, issue, offer and allot by way of a preferential issue on a private placement basis, for cash consideration to

In accordance with the applicable provisions of the Companies Act, 2013 read with rules made thereunder along with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), as amended from time to time, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("SEBI Listing Regulations"), the approval of Members of the Company by way of a special resolution is required to issue equity shares of the Company on a preferential basis.

### **THE DISCLOSURES IN ACCORDANCE WITH THE ACT AND CHAPTER V OF THE SEBI ICDR REGULATIONS AND OTHER APPLICABLE PROVISIONS OF LAW ARE SET FORTH BELOW:**

#### **a) Objects of the Preferential Issue**

**Declaration on Utilization of Funds Raised through Preferential Allotment**  
Out of the total ₹1,69,40,000/- (Rupees One Crore Sixty-Nine Lakh Forty Thousand Only) crore raised via preferential issue:

<b>Object of Issue</b>	<b>Amount to be utilized</b>
To meet the working capital requirements of the Company, including funding telecom infrastructure solutions such as network deployment, fiberization, turnkey project execution, and Operations & Maintenance (O&M) services for both public sector undertakings and private telecom operators.	Rs. 1,52,46,000
General corporate purposes	Rs. 16,94,000

**b) Relevant date with reference to which price has been arrived at.**

In terms of the provisions of Chapter V of the SEBI ICDR Regulations, the Relevant Date for determining the floor price for the preferential issue is **Monday, May 4, 2026**, being the date 30 (thirty) days prior to the date of passing of this resolution, which is Wednesday, June 3, 2026.

**c) Monitoring of Utilization of Funds.**

As the issue size is less than ₹100 Crore (Rupees One Hundred Crore), in accordance with Regulation 162A of the SEBI ICDR Regulations, the Company is not required to appoint a Credit Rating Agency, as the Monitoring Agency to oversee the use of proceeds from the Preferential Issue.

**d) Kinds of securities offered and the price at which security is being offered, and the total/ maximum number of securities to be issued.**

These Special Resolutions authorize the Board to issue and allot, by way of preferential issue on a private placement basis, in one or more tranches, in compliance with SEBI ICDR Regulations, 4,00,000 (Four Lakh) equity shares ("Equity Shares") of the face value of ₹ 10/- each, at an issue price of ₹ 42.35/- (Rupees Forty-Two and Thirty-Five Paise Only) (including a premium of ₹ 32.35/- (Rupees Thirty-Two and Thirty-Five Paise Only) per Equity Share, for cash, aggregating to ₹ 1,69,40,000/- (Rupees One Crore Sixty-Nine Lakh Forty Thousand Only)

**e) Principal terms of assets charged as securities.**

No, assets of the Company are charged as securities for the said preferential issue.

**f) Basis or justification on which the price (including premium, if any) has been arrived if any**

**I. Pricing as per Market Approval approach**

The equity shares of the Company are frequently traded, the price determined as per Regulation 164(1) of the SEBI ICDR Regulations, a minimum issue price of the specified

securities in preferential issues has to be calculated as:

a) the 90 trading days volume weighted average price (VWAP) of the related equity shares quoted on the recognized stock exchange preceding the relevant date; or

b) the 10 trading days volume weighted average price (VWAP) of the related equity shares quoted on a recognized stock exchange preceding the relevant date; whichever is higher.

**II. Articles of Association:-** The Articles of Association of the Company do not prescribe any method for determination of the floor price for the proposed Preferential Issue

**III. Valuation Report in case change in control**

As per regulation 166A of the SEBI ICDR Regulations, any preferential issue, which may result in a change in control or allotment of more than five per cent of the post issue fully diluted share capital of the issuer, to an allottee or to allottee(s) acting in concert, shall require a valuation report from an independent registered valuer and consider the same for determining the price. In view of the same, the company has obtained valuation report from independent registered valuer. The Valuation Report also notes that the benefits of control are inherently embedded in the valuation, and there is no separate adjustment for control premium made while arriving at the fair value of equity shares of the Company.

The Valuation Report shall be available for inspection by the Members at the meeting and is also available on the Company's website and will be accessible at link: <https://www.accordsynergy.com/>

**Name and Address of the Valuer who performed valuation:**

Name :- MUKESH KUMAR JAIN, Registered Valuer (S & FA)

Registration number:- IBBI/RV/03/2019/12285

Address:- C-203, EDGE, Opp. Maruti Suzuki Arena, Mova, Raipur-492007

Phone- 99376-25943

Mail- camkjco@gmail.com

Accordingly, the Issue price per equity shares to be issued to the allottees i.e., INR 42.35/-, which is not less than the floor price determined in accordance with the ICDR Regulations.

**g) Amount which the Company intends to raise by way of such securities/size of the issue:**

The Equity Shares are proposed to be issued for cash at an issue price of ₹ 42.35/- (Rupees Forty-Two and Thirty-Five Paise Only) (including a premium of ₹ 32.35/- (Rupees Thirty-Two and Thirty-Five Paise Only) per Equity Share, for cash, aggregating to ₹ 1,69,40,000/- (Rupees

One Crore Sixty-Nine Lakh Forty Thousand Only).

**h) Number of persons to whom preferential allotment has already been made during the financial year, in terms of number of securities as well as price:**

During the Financial Year 2025-26, the Company has not made any preferential allotment hence the clause is not applicable.

**i) Undertakings as to re-computation of price and lock-in of specified securities**

As the equity shares of the Company have been listed for a period of more than 90 (ninety) trading days as on the Relevant Date, the provision of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of Subscription Shares shall not be applicable. However, the Company shall re-compute the price of the Subscription Shares to be allotted under the preferential allotment in terms of the provisions of SEBI ICDR Regulations if it is required to do so. If the amount payable on account of the re-computation of price is not paid within the time stipulated in SEBI ICDR Regulations, the Subscription Shares to be allotted under the Preferential Issue shall continue to be locked-in till the time such amount is paid.

**j) Payment of Consideration:**

In terms of the provisions of Regulation 169(1) of the SEBI ICDR Regulations, 100% consideration of Equity Shares shall be paid by the Proposed Allottee at the time of allotment of such Equity Shares.

Accordingly, the entire consideration for Equity Shares is required to be paid to the Company at the time of allotment of Equity Shares to the Proposed Allottee.

The consideration for the Equity Shares shall be payable in cash and has to be paid by the Proposed Allottee from their respective bank accounts and in case of joint holders, shall be received from the bank account of the person whose name appears first in the application.

**k) Dues toward SEBI, Stock Exchange or Depositories:**

There are no outstanding dues of the Company payable towards SEBI, Stock Exchange or Depositories as on the date of this Notice.

**l) The class or classes of persons to whom the allotment is proposed to be made**

The preferential issue of Equity Shares is proposed to be made to the Proposed Allottee i.e Dr. Faruk Patel, belonging to the Promoter & Promoter group.

**m) Intent of the Promoters, Directors or Key Managerial Personnel or Senior Management of the Company to subscribe to the preferential issue**

Dr. Faruk Patel intends to participate in the preferential issue. Upon completion of the open offer, he shall be classified as a Promoter of the Company. *Except Dr. Faruk Patel*, none of the

other Promoters, Directors or Key Managerial Personnel or Senior Management of the Company intended to subscribe to the preferential issue.

**n) Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects.**

NIL.

**o) Proposed time frame within which the preferential issue shall be completed**

In terms of Regulation 170(1) of the SEBI ICDR Regulations, preferential allotment of Equity Shares to Proposed Allottees pursuant to the special resolution will be completed within a period of 15 (fifteen) days from the date of passing of special resolution.

Provided that where the allotment is pending on account of pendency of any application for approval or permission by any regulatory authority, if applicable, the allotment would be completed within 15 (fifteen) days from the date of such approval or within such further period as may be prescribed or allowed by SEBI, Stock Exchange or other concerned authorities.

**p) Listing**

The Company will make an application to the Stock Exchange, for listing of the aforementioned Equity Shares. The above shares, once allotted, shall rank pari passu with the then-existing equity shares of the Company in all respects.

**q) Recommendations and voting pattern of the committee of independent directors of the Company:**

The Committee of Independent Directors ("IDC"), at its meeting held on May 06, 2026, has considered the proposal of the Company to undertake the Preferential Issue to the Investor. The IDC considered that the Issue Price of INR 42.35/- per Equity shares has been determined taking into account the Valuation Report, which provided the price in accordance with the provisions under Chapter V of the ICDR Regulations. Thus, IDC considered the Preferential Issue, including the Issue Price as fair and reasonable in accordance with the ICDR Regulations. The voting pattern of the meeting of the IDC is set out below:

<b>Sr. No.</b>	<b>Name of the Independent Director</b>	<b>Assent</b>	<b>Dissent</b>
1.	Rajnikant Prabhudas Mandavia	Assent	---
2.	Nishesh Kumar Sinha	Assent	---

**r) Shareholding pattern of the Company before and after the preferential issue**

The shareholding pattern of the Company before and after the proposed preferential issue to Promoter Group and Public are likely to be as follows:

Sr. No.	Category	Pre-Issue		Post Issue	
		No. of Equity shares	% age	No. of Equity shares	% age
A	Promoter's Holding				
1	Indian				
	Individual	24,99,500	71.99	28,99,500	74.88
	Bodies Corporate	-			
	Sub-Total	24,99,500	71.99	28,99,500	74.88
2	Foreign Promoter	-			
	Sub-Total (A)	<b>24,99,500</b>	<b>71.99</b>	<b>28,99,500</b>	<b>74.88</b>
B	Non-Promoter Holding				
1	Institutional Investor				
2	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	5,54,500	15.97	5,54,500	14.32
	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	3,38,000	9.74	3,38,000	8.73
	Non Resident Indians (NRIs)	6,000	0.17	6,000	0.15
	Bodies Corporate	6,000	0.17	6,000	0.15
	Any Other (specify)	68,000	1.96	68,000	1.77
	Subtotal (B)	<b>9,72,500</b>	<b>28.01</b>	<b>9,72,500</b>	<b>25.12</b>
	Grand Total	<b>34,72,000</b>	<b>100</b>	<b>38,72,000</b>	<b>100</b>

- s) **Particulars of the Proposed Allottee and the identity of the natural persons who are the ultimate beneficial owners of the equity shares proposed to be allotted and/or who ultimately control the Proposed Allottee, the percentage of post preferential issue capital that may be held by them and change in control, if any, in the Issuer consequent to the preferential issue:**

Dr. Faruk Patel, an individual, is the proposed allottee in the preferential issue. Being an individual subscriber, Dr. Faruk Patel is the ultimate beneficial owner of the equity shares proposed to be allotted to him and exercises direct control over such shareholding.

Name of the Proposed Allottees	Pre-issue Shareholding Structure		No. of Equity Shares to be allotted	Post-issue Shareholding Structure	
	Number	% of shares		% of shares	% of shares
Dr. Faruk Patel	Nil	Nil	4,00,000	400000	10.33%

The percentage of post-preferential issue capital to be held by him shall be determined based on the number of equity shares allotted pursuant to the preferential issue.

#### **Change in control**

Further, pursuant to the completion of the open offer and allotment under the preferential issue, Dr. Faruk Patel shall be classified as a Promoter of the Company. The preferential issue, along with the open offer will result in a change in control of the Company. The necessary compliance has been made in compliance with SEBI Takeover Regulation.

#### **t) Lock-in Period**

The Equity Shares proposed to be allotted on a preferential basis shall be locked in accordance with Chapter V of the SEBI ICDR Regulations.

- i. The entire pre-preferential shareholding of the Proposed Allottees shall be subject to lock-in from the Relevant Date up to a period of 90 trading days from the date of trading approval, as per the requirement of the SEBI ICDR Regulations.
- ii. The Equity Shares proposed to be issued to Proposed Allottees of the Company, shall be subject to lock-in for a period of 6 months from the date of trading approval granted for such Equity Shares, as per the requirement of SEBI ICDR Regulations.
- iii. The proposed allotment of Equity Shares to the proposed allottee i.e Dr. Faruk Patel, , shall be subject to lock-in for a period of 18 months from the date grant of trading approval by the Stock Exchange, as per the requirement of SEBI ICDR Regulations.

#### **u) The current and proposed status of the Proposed Allottees post the preferential issues namely, promoter or non-promoter**

Dr. Faruk Patel is currently classified as a non-promoter.

Pursuant to the completion of the open offer and the preferential issue, he shall be reclassified as a Promoter of the Company.

#### **v) Practising Company Secretary's Certificate**

A Certificate from Mr. Chirag Shah, Practising Company Secretary (Membership No.: FCS- 5545) Practising Company Secretary, certifying that the preferential issue is being made in accordance with the requirements of Chapter V of the SEBI ICDR Regulations shall be made available for

inspection by the Members during the meeting and will also be made available on the Company's website at <https://www.accordsynergy.com/>.

**w) Valuation and justification for the allotment proposed to be made for consideration other than cash:** Not applicable as the Company has not proposed to issue the Equity Shares for consideration other than cash.

**x) Number of persons to whom allotment on a preferential basis has already been made during the year, in terms of the number of securities as well as price**

During the year, no preferential allotment has been made to any person as of the date of this Notice.

**y) Principle terms of assets charged as securities**

Not applicable

**z) Material terms of raising such securities**

All material terms have been set out above.

**aa) Undertakings**

- I. The Proposed Allottees has confirmed that they have not sold any equity shares of the Company during the 90 trading days preceding the Relevant Date as per Regulation 159(1) of SEBI (ICDR) Regulations.
- II. The Company is in compliance with the conditions for continuous listing and is eligible to make the preferential issue under Chapter V of the SEBI ICDR Regulations.
- III. None of the Directors or Promoters and the Company are categorized as wilful defaulter(s) or fraudulent borrower(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India. Consequently, the disclosures required under Regulation 163(1)(i) if the SEBI ICDR Regulations are not applicable.
- IV. None of the Company's Promoters and Directors are fugitive economic offenders as defined under the SEBI ICDR Regulations.
- V. The Company has obtained the Permanent Account Number (PAN) of Propose Allottees, before an application seeking in-principle approval is made by the Company to the Stock Exchange where its equity shares are listed.

In accordance with the provisions of Sections 23, 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations, approval of the Members for issue and allotment of the said Equity Shares to Proposed Allottees are being sought by way of a Special Resolution as set out in the said Item No. 1 of the Notice.

The issue of the Equity Shares under the preferential issue would be within the Authorized Share Capital of the Company.

The Board of Directors believes that the proposed preferential issue is in the best interest of the Company and its Members and, therefore, recommends the resolution at Item No. 1 of the accompanying Notice for approval by the Members of the Company as a Special Resolution.

None of the Directors, Key Managerial Personnel or their relatives thereof are in any way financially or otherwise concerned or interested in the passing of this Special Resolution as set out in Item No. 1 of this Notice.

By order of the Board of Directors

Place: Vadodara  
Date: May 6, 2026.

**Registered Office:**  
302, Shine Plaza, Natubhai Circle,  
Race Course, Vadodra Vadodara 390007

By order of the Board of Directors  
For **Accord Synergy Limited**

BETULLA  
ASDULLA  
KHAN

Digitally signed by  
BETULLA ASDULLA  
KHAN  
Date: 2026.05.06  
17:55:14 +05'30'

**Betulla Khan**  
Managing Director  
DIN : 01914482