

Corp. Office :-
392, 'E' Ward,
Assembly Road, Shahupuri,
Kolhapur - 416 001, Maharashtra, INDIA.
T 0231 - 2658375

Works :-
Plot No. C - 18,
Five Star MIDC, Kagal,
Kolhapur - 416 216, Maharashtra, INDIA.
T 0231 - 2305311, 2305312
W www.synergygreenind.com
PAN : AAOCS8603A
CIN : L27100PN2010PLC137493
GSTIN : 27AAOCS8603A1ZD



19th February, 2026

To,
The BSE Limited,
Corporate Relationship Department,
1st Floor New Trading Building,
Rotunda Building,
P.J. Towers, Dalal Street,
Fort, Mumbai - 400 001

To,
Corporate Communications,
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot No.C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400051.

Scrip Code: 541929

Security ID: SGIL

Subject : Postal Ballot Notice- Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and in continuation of our letter dated 11th February, 2026, we are enclosing herewith the Postal Ballot Notice together with Explanatory Statement, seeking approval of the Members for the special resolutions as mentioned in the Postal Ballot Notice dated 11th February, 2026.

The Postal Ballot Notice along with the Explanatory Statement, is being sent to the Members whose names have appeared in the Register of Members or in the Register of Beneficial Owners received from MUFG Intime India Pvt. Ltd., Registrar & Transfer Agent of the Company and the Depositories as on Friday, 13th February, 2026 (Cut-off date).

The Company has engaged the services of National Securities India Limited (NSDL) for providing e-voting facility to the Members. The e-voting facility will be available from 9.00 a.m. on Friday, 20th February, 2026 to 5.00 p.m. on Saturday, 21st March, 2026. The consolidated voting results of the postal ballot and e-voting will be declared on or before Monday, 23rd March, 2026.

The Notice of Postal Ballot is also made available on the website of the Company, viz. www.synergygreenind.com.

Kindly take the same on record.

Yours Faithfully,
For Synergy Green Industries Limited

Nilesh M. Mankar
Company Secretary and Compliance Officer
Membership No. A39928

Encl: As above.



Synergy Green Industries Limited

CIN: L27100PN2010PLC137493

Regd. office: E Ward, Shahupuri, Assembly Road, Kolhapur-416001

Tel: 91-0231-2658375

nmm@synergygreenind.com

www.synergygreenind.com

POSTAL BALLOT NOTICE

Dear Members,

Notice is hereby given to the shareholder of Synergy Green Industries Limited ('The Company') pursuant to the provisions of Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("CA 2013") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and applicable Regulations under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with the General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December 2021, 3/2022 dated 5th May 2022, 11/2022 dated 28th December 2022 and 09/2023 dated 25 September 2023, 09/2024 dated 19th September, 2024 and General Circular No. 03/2025 dated 22nd September, 2025 issued by the Ministry of Corporate Affairs (including any statutory modifications, amendments or reenactments thereto) and other applicable laws and regulations including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force and as may be enacted hereinafter, that the consent of the members ("Members") is sought for the resolutions appended herein below which are proposed to be passed through postal ballot by way of remote electronic voting ("e- voting" or "remote e-voting") ("Notice").

The proposed resolutions along with the Explanatory Statement to the Notice pursuant to Section 102 and other applicable provisions of the Companies Act 2013, if any, setting out the Explanatory Statement and the reasons thereof, is also annexed hereto for your consideration.

The Notice is being sent to the members in electronic form only instead of a hard copy of the Notice of Postal Ballot. Members are requested to follow the procedure as stated in the notes to this Notice and instructions for casting of votes by remote e-voting and communicate their assent or dissent through the remote e-voting facility only.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with applicable Rules framed under Companies Act, 2013, the Company is pleased to provide remote e-voting facility to all its Members, to enable them to cast their votes electronically to those members whose e-mail addresses are registered with the Company / Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. 13th February, 2026 ("Cut-off date").

The Company has engaged the services of National Securities Depository Ltd. ("NSDL") for the purpose of providing e-voting facility to enable the Members to cast their votes electronically. The e-voting facility is available from Friday, February 20, 2026 [9.00 A.M. (IST) onwards] till Saturday, March 21, 2026 [upto 5.00 P.M. (IST)]. For this purpose, please read the instructions for remote e-voting carefully, as mentioned in the Notes. Assent or dissent of the Members on the resolutions mentioned in the Notice would only be taken through the remote e-voting system.

The Company has appointed M/s. DVD & Associates, Practicing Company Secretary, Pune to act as a Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The Scrutinizer shall submit his final report and other papers within the prescribed time to Chairman & Managing Director or Company Secretary of the Company after completion of scrutiny of the e-voting, and the results of the Postal Ballot shall be declared within statutory timelines. The result of the Postal Ballot along with the Scrutinizers' Report will be placed on the Company's website i.e. www.synergygreenind.com and shall be communicated to the BSE Limited and National Stock Exchange of India Limited on which the shares of the Company are listed.

You are requested to peruse the proposed resolutions along with the explanatory statement and thereafter record your assent or dissent by means of remote e-voting facility, as provided by the Company.

RESOLUTION 1:

To consider and approve the appointment of Mr. Deepak Vidyadhar Dhadoti (DIN: 00511739) as Independent Director for first term.

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

“RESOLVED THAT pursuant to the provisions of Section 149 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 and other applicable provisions, if any, of SEBI (LODR) Regulations 2015, including any statutory modifications or re-enactments thereof for the time being in force and on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, **Mr. Deepak Vidyadhar Dhadoti (DIN: 00511739)** who was appointed as an Additional Director (Non-Executive and Independent Category) of the Company by the Board of Directors w.e.f. April 01, 2026, and who has submitted a declaration that he meets the criteria of independence under Section 149 of the Act, and Regulation 16(1)(b) of the listing regulations, and in respect of whom the Company has received a Notice in writing under Section 160(1) of the Act, proposing his candidature for the office of a Director, as an Independent Director, not liable to retire by rotation, to hold office for a first term of Five (5) years commencing w.e.f. April 01, 2026 to March 31, 2031.” (both days inclusive).”

“RESOLVED FURTHER THAT Mr. Sachin R. Shirgaokar, Chairman & Managing Director or Mr. Sohan S. Shirgaokar, Joint Managing Director be and are hereby authorized to give effect to this resolution and to do all such acts deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

RESOLUTION 2:

To consider and approve the appointment of Mrs. Meghana Ashok Mulye (DIN: 02591433) as Independent Director for first term.

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

“RESOLVED THAT pursuant to the provisions of Section 149 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 and other applicable provisions, if any, of SEBI (LODR) Regulations 2015, including any statutory modifications or re-enactments thereof for the time being in force and on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, **Mrs. Meghana Ashok Mulye (DIN: 02591433)** who was appointed as an Additional Director (Non-Executive and Independent Category) of the Company by the Board of Directors w.e.f. April 01, 2026, and who has submitted a declaration that he meets the criteria of independence under Section 149 of the Act, and Regulation 16(1)(b) of the listing regulations, and in respect of whom the Company has received a Notice in writing under Section 160(1) of the Act, proposing his candidature for the office of a Director, as an Independent Director, not liable to retire by rotation, to hold office for a first term of five (5) years commencing w.e.f. April 01, 2026 to March 31, 2031.” (both days inclusive).”

RESOLUTION 3:

To consider and approve reappointment of Mr. Sachin R. Shirgaokar, (DIN: 00254442) Chairman & Managing Director and reconsider his remuneration for the period of 3 years w.e.f. 01.04.2026

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 & 198 of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013 and other applicable provisions if any, of the Companies Act, 2013 and the rules made thereunder and pursuant to the provisions of the Articles of Association of the Company and in supersession of the earlier resolution passed in this regard, the approval of the members be and is hereby accorded for the reappointment of Mr. Sachin Rajendra Shirgaokar (DIN: 00254442) as “Chairman & Managing Director” for a period of 3 years with effect from April 01, 2026 who shall look after day to day activities of the factory situated at Five Star MIDC upon such specific terms and conditions as specified in the agreement executed with Mr. Sachin Rajendra Shirgaokar.”

“RESOLVED FURTHER THAT in supersession of all earlier resolutions passed till date and pursuant to provision of Section 197 & Schedule V of the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, other applicable provisions, if any, of the Act, and pursuant to recommendation of Nomination and Remuneration Committee and the Board of Directors in their respective meetings held on February 10, 2026 & February 11, 2026 respectively, the consent of the members be and is hereby accorded to approve the remuneration of Mr. Sachin Rajendra Shirgaokar (DIN: 00254442), as Chairman & Managing Director of the Company w.e.f. April 01, 2026 for a period of 3 years as detailed below;

Remuneration:

Basic Rs.6,90,000/- (Rupees Six Lakh Ninety Thousand only) per month.

Commission:

Commission not exceeding 4% on Net profit of the Company as computed under the provisions of Section 198 of the Companies Act, 2013 or any amendment to the Act, as may be effected from time to time.

Perquisites:

1. Leave Travel Allowance not exceeding 30% of Basic Salary i.e. Rs.2,07,000/- p.m.
2. House Rent Allowance (HRA) 40% of Basic Salary Rs.2,76,000/- p.m.
3. Conveyance Allowance Rs.1,43,250/- p.m.
4. Expenditure towards furnishing self-occupied property with other facilities and amenities or alternately provision of free furnished accommodation.
5. Personal Accident Insurance: The Annual Premium not exceeding Rs.1,00,000/- (Rupees One Lakh only) per annum.
6. Bonus as applicable to other senior executives of the Company.
7. Reimbursement of medical expenses actually incurred for Managing Director, his spouse, dependent children and dependent parents which is not covered in Medclaim insurance.
8. Leave Travel Reimbursement to the Managing Director and his spouse, dependent children and dependent parents.
9. Fees of clubs which will include admission and life membership fees, including personal club fees.
10. Medclaim Insurance: The annual Premium not exceeding Rs.1,00,000/- (Rupees One Lakh only) per annum.

Retirement Benefits:

- 1 Company’s contribution to Superannuation Fund will be paid Not exceeding 15% of salary as extended to other Senior Executives of the Company to the fund created with External Institution and until such fund is created, the same should be paid in actual as a part of salary every month.

- 2 Gratuity: Not exceeding one month's salary for each completed year of service computed on the basis of last drawn salary.
- 3 The Company's contribution in respect of Provident Fund and Superannuation Fund shall not exceed 27% of the monthly salary as laid down under Income Tax Act, 1961.

Other perquisites:

1. Mobile phone and Telephone to be paid by the Company.
2. Leave facilities as applicable to other Senior Executives of the Company.
3. Reimbursement of gas, electricity and water charges, subject to limits prescribed under Income tax Act, 1961.
4. Such other benefits or amenities as may be applicable to other Senior Executives of the Company.
5. All expenses for the maintenance, running and upkeep of the motor car for business purpose to be borne and paid by the Company.

“RESOLVED FURTHER THAT the Board of Directors of the Company are hereby authorized to vary the remuneration of Mr. Sachin Rajendra Shirgaokar, (DIN: 00254442), Chairman & Managing Director, anytime in the future, to the extent of the maximum limits specified in Part II of Schedule V of the Companies Act, 2013, read with Companies (Appointment and Managerial Personal) Rules, 2014, by passing a resolution in their meeting.”

“RESOLVED FURTHER THAT the Board of Directors is at full liberty in its description to fix, vary, alter the emoluments, allowances and or perquisites etc. within the above-mentioned limits.”

“RESOLVED FURTHER THAT if in any year the Company has no profits or its profits are inadequate, Mr. Sachin Rajendra Shirgaokar, (DIN: 00254442), Chairman & Managing Director, shall be paid above remuneration as Minimum Remuneration as detailed above, by way of Salary, perquisites, allowances & performance bonus, benefits etc. taken together.”

“RESOLVED FURTHER THAT in case of Adequacy of Profits, Mr. Sachin Rajendra Shirgaokar, (DIN: 00254442), Chairman & Managing Director shall be paid remuneration within the maximum limit of 10% of the Profits of the Company as computed in accordance with the provisions of Section 198 of the Companies Act, 2013 and the said limit of 10% shall apply to all the whole time directors of the Company taken together viz. Managing Director, Joint Managing Director & Executive Director.”

“RESOLVED FURTHER THAT Mr. Sachin R. Shirgaokar, (DIN: 00254442) Chairman & Managing Director or Mr Sohan S. Shirgaokar, (DIN: 00217631) Joint Managing Director of the Company be and are hereby authorised to sign and file forms prescribed under the Company Act, 2013 and the Rules made there under.”

RESOLUTION 4:

To consider and approve the reappointment of Mr. Vendavagali Srinivasa Reddy, (DIN: 03425960) Wholetime Director for the period of 3 years and reconsider his remuneration w.e.f. 01.04.2026

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 & 198 of the Companies Act, 2013 and Companies (Appointment and Remuneration of Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013 and other applicable provisions if any, of the Companies Act, 2013 and the rules made thereunder and pursuant to the provisions of the Articles of Association of the Company and in supersession of the earlier resolution passed in this regard, the approval of the members be and is hereby accorded for the reappointment of Mr. Vendavagali Srinivasa Reddy (DIN: 03425960) as “Wholetime Director” for a period of 3 years with effect from April 01, 2026 who shall look after day to day activities of the factory situated at Five Star MIDC upon such specific terms and conditions as specified in the agreement executed with Mr. Vendavagali Srinivasa Reddy.”

“RESOLVED FURTHER THAT in supersession of all earlier resolutions passed till date and pursuant to provision of Section 197 & Schedule V of the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, other applicable provisions, if any, of the Act, and pursuant to recommendation of Nomination and Remuneration Committee and the Board of Directors in their respective meetings held on February 10, 2026 & February 11, 2026 respectively, the consent of the members be and is hereby accorded to approve the remuneration of Mr. Vendavagali Srinivasa Reddy, (DIN 03425960) Wholetime Director of the Company w.e.f. April 01, 2026 for a period of 3 years as detailed below;

Remuneration:

Basic Rs.6,50,000/- (Rupees Six Lakh Fifty Thousand only) per month.

Commission:

Commission not exceeding 2% on Net profit of the Company as computed under the provisions of Section 198 of the Companies Act, 2013 or any amendment to the Act, as may be effected from time to time.

Perquisites:

1. Leave Travel Allowance not exceeding 20% of Basic Salary i.e. Rs.1,30,000/- p.m.
2. House Rent Allowance (HRA) 40% of Basic Salary Rs.2,60,000/- p.m.
3. Conveyance Allowance Rs.1,12,000/- p.m.
4. Expenditure towards furnishing self-occupied property with other facilities and amenities or alternately provision of free furnished accommodation.
5. Personal Accident Insurance: The Annual Premium not exceeding Rs.1,00,000/- (Rupees One Lakh only) per annum.
6. Bonus as applicable to other senior executives of the Company.
7. Reimbursement of medical expenses actually incurred for Executive Director, his spouse, dependent children and dependent parents which is not covered in Mediclaim insurance.
8. Leave Travel Reimbursement to the Executive Director and his spouse, dependent children and dependent parents.
9. Fees of clubs which will include admission and life membership fees, including personal club fees.
10. Mediclaim Insurance: The annual Premium not exceeding Rs.1,00,000/- (Rupees One Lakh only) per annum.

Retirement Benefits:

- 1 Provident Fund: Company's contribution towards Provident Fund, subject to current provisions of Employees Provident Funds and Miscellaneous Provisions Act.
- 2 Company's contribution to Superannuation Fund will be paid Not exceeding 15% of salary as extended to other Senior Executives of the Company to the fund created with External Institution and until such fund is created, the same should be paid in actual as a part of salary every month.
- 3 Gratuity: Not exceeding one month's salary for each completed year of service computed on the basis of last drawn salary.
- 4 The Company's contribution in respect of Provident Fund and Superannuation Fund shall not exceed 27% of the monthly salary as laid down under Income Tax Act, 1961.

Other perquisites:

1. Mobile phone and Telephone to be paid by the Company.
2. Leave facilities as applicable to other Senior Executives of the Company.
3. Reimbursement of gas, electricity and water charges, subject to limits prescribed under Income tax Act, 1961.
4. Such other benefits or amenities as may be applicable to other Senior Executives of the Company.
5. All expenses for the maintenance, running and upkeep of the motor car for business purpose to be borne and paid by the Company.

“RESOLVED FURTHER THAT the Board of Directors of the Company, on the recommendation of Nomination and Remuneration Committee, is hereby authorized to vary the remuneration of Mr. Vendavagali Srinivasa Reddy, (DIN: 03425960), Wholetime Director, anytime in the future, to the extent of the maximum limits specified in Part II of Schedule V of the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personal) Rules, 2014, by passing a resolution in their meeting.”

“RESOLVED FURTHER THAT the Board of Directors is at full liberty in its description to fix, vary, alter the emoluments, allowances and or perquisites etc. within the above-mentioned limits.”

“RESOLVED FURTHER THAT if in any year the company has no profits or its profits are inadequate, Mr. Vendavagali Srinivasa Reddy, (DIN: 03425960), Wholetime Director, shall be paid above remuneration as Minimum Remuneration as detailed above, by way of Salary, perquisites, allowances & performance bonus, benefits etc. taken together.”

“RESOLVED FURTHER THAT in case of adequacy of profits, Mr. Vendavagali Srinivasa Reddy, (DIN: 03425960), Wholetime Director shall be paid remuneration within the maximum limit of 10% of the Profits of the company as computed in accordance with the provisions of Section 198 of the Companies Act, 2013 and the said limit of 10% shall apply to all the Wholetime directors of the Company taken together viz. Chairman & Managing Director, Joint Managing Director & Executive Director.”

“RESOLVED FURTHER THAT Mr. Sachin R. Shirgaokar, (DIN: 00254442) Chairman & Managing Director or Mr. Sohan S. Shirgaokar, (DIN: 00217631) Joint Managing Director of the Company be and are hereby authorised to sign and file forms prescribed under the Company Act, 2013 and the Rules made there under.”

RESOLUTION 5:

To consider and approve the re-appointment of Mr. Sohan S. Shirgaokar (DIN:00217631) with change in his designation from “Joint Managing Director” to “Non-Executive Director” of the Company

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

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, and in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, consent of the Members be and is hereby accorded to re-appointment of Mr. Sohan S. Shirgaokar (DIN:00217631) as a **Non-Executive Director** of the Company for a period of five (5) years with effect from 1st April, 2026 to 31st March, 2031.”

“RESOLVED FURTHER THAT Mr. Sohan S. Shirgaokar shall not be entitled to any remuneration from the Company in his capacity as Non-Executive Director except sitting fees and other remuneration as applicable to other Non Executive Directors, if any.”

“RESOLVED FURTHER THAT the Board authorizes the Mr. Sachin R. Shirgaokar, Chairman & Managing Director or Mr. Nilesh Mankar, Company Secretary to place the matter before the Members of the Company for approval at the ensuing General Meeting, obtain necessary consent and disclosures from Mr. Sohan S. Shirgaokar including Form DIR-2 and Form MBP-1, file necessary e-forms including e-Form DIR-12 with the Registrar of Companies, make disclosures to the Stock Exchanges under Regulation 30 of the SEBI (LODR) Regulations, 2015 and do all such acts, deeds and things as may be necessary to give effect to this resolution.”

**By Order of the Board of Directors
For Synergy Green Industries Limited
Sd/-
Nilesh Mankar
Company Secretary & Compliance Officer
Memb. No.A39928**

**Date: February 11, 2026
Place: Kolhapur**

NOTES:

1. The Explanatory Statement pursuant to the provisions of Sections 102 and 110 of the Act read with Rule 22 of the Rules stating material facts and reasons for the proposed resolution is annexed hereto.
2. Pursuant to the **“Green Initiative in the Corporate Governance”** taken by Ministry of Corporate Affairs, Govt. of India, in 2011, the Postal Ballot Notice is being sent to all the Members/ Beneficiaries, whose names appear in the Register of Members/ Statement of beneficial owners as received from the Depositories i.e. National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) as on the close of business hours on February 13, 2026 i.e. Record Date. Any person who is not a Member as on the said record date should treat this Notice for information purposes only.
3. The Scrutinizer will submit the report to the Chairman and Managing Director or Company Secretary of the Company after completion of scrutiny of the Postal Ballot Process.
4. The results of the Postal Ballot will be announced by the Chairman and Managing Director or Company Secretary of the Company on or before Monday, March 23, 2023. The results will also be posted on the website of Company (www.synergygreenind.com).
5. The Special Resolutions mentioned above shall be declared as passed if the number of votes cast in its favor are not less than three times the number of votes cast, if any, against the said Resolution and the Ordinary Resolutions shall be declared passed, if the number of votes cast in its favor exceeds the number of votes cast, if any, against the resolution.

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.	<ol style="list-style-type: none"> 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

	<p>be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <ol style="list-style-type: none"> If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer 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. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>   </div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 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. 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. 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. 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.
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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 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 use 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'.
 - (ii) 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.
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 devendracs@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 Ms. Apeksha Gojamgunde 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 nmm@synergygreenind.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 nmm@synergygreenind.com. 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 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.

Corp. Office :-
392, 'E' Ward,
Assembly Road, Shahupuri,
Kolhapur - 416 001, Maharashtra, INDIA.
T 0231 - 2658375

Works :-
Plot No. C - 18,
Five Star MIDC, Kagal,
Kolhapur - 416 216, Maharashtra, INDIA.
T 0231 - 2305311, 2305312
W www.synergygreenind.com
PAN : AAOC8603A
CIN : L27100PN2010PLC137493
GSTIN : 27AAOC8603A1ZD



EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

For Item 1:

Dr. Mallappa Rachappa Desai, Independent Director of the Company, have completed his second consecutive term of appointment as Independent Director in accordance with the provisions of Section 149 of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and accordingly cease to hold office as Independent Director with effect from **March 31, 2026**.

The Board places on record its sincere appreciation for the valuable guidance, professional expertise and contributions made by him during his tenure.

Based on the recommendation of the Nomination and Remuneration Committee (NRC), the Board of Directors at its meeting held on **February 10, 2026 and February 11, 2026 respectively** considered and approved the proposal for appointment of **Mr. Deepak Vidyadhar Dhadoti (DIN: 00511739)** as Independent Directors of the Company, subject to approval of the Members by way of Special Resolution for a term of **five (5) consecutive years** commencing from **April 01, 2026 to March 31, 2031**, and whose office shall not be liable to retire by rotation.

The Company has received from the proposed appointees:

- Consent to act as Director in Form DIR-2;
- Declarations confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI LODR Regulations;
- Confirmation that they are not disqualified from being appointed as Directors in terms of Section 164 of the Companies Act, 2013;
- Intimation that they are registered in the Independent Directors' databank maintained by the Indian Institute of Corporate Affairs (IICA), wherever applicable.

The Nomination and Remuneration Committee and the Board are of the opinion that the proposed appointees possess the requisite skills, experience, integrity and expertise and that their appointment would be in the best interest of the Company.

Brief profiles of the proposed Independent Directors are provided below:

Mr. Deepak Dhadoti is the Founder, Chairman and Managing Director of the Servocontrols Group of Industries and is a distinguished engineer and entrepreneur with extensive experience in precision engineering and aerospace manufacturing. Under his leadership, the Servocontrols Group has grown into a world-class organization supplying critical components to leading Indian and global institutions. His company has made valuable contributions to important national space and defence programs such as Chandrayaan, Mangalyaan and Aditya L1. He is widely respected for his role in promoting indigenous manufacturing, technological innovation and skill development, and for strengthening collaboration between industry and research institutions.

In terms of Regulation 25(2A) of the SEBI LODR Regulations, the appointment of Independent Directors requires approval of shareholders by way of a Special Resolution.

The proposed Independent Directors shall be entitled to sitting fees, reimbursement of expenses for participation in meetings of the Board and Committees and such other remuneration as may be approved by the Board of Directors within the limits prescribed under the Companies Act, 2013 and SEBI LODR Regulations.

None of the Directors, Key Managerial Personnel of the Company or their relatives, except the proposed appointees themselves, are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No.1 of the Notice.

The Board recommends the passing of the Special Resolution as set out at Item No.1 of the Notice for approval of the Members.

For Item 2:

Mrs. Prabha Prakash Kulkarni, Independent Director of the Company, have completed his second consecutive term of appointment as Independent Director in accordance with the provisions of Section 149 of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and accordingly cease to hold office as Independent Director with effect from **March 31, 2026**.

The Board places on record its sincere appreciation for the valuable guidance, professional expertise and contributions made by her during her tenure.

Based on the recommendation of the Nomination and Remuneration Committee (NRC), the Board of Directors at its meeting held on **February 10, 2026 and February 11, 2026 respectively** considered and approved the proposal for appointment of **Mrs. Meghana Ashok Mulye (DIN: 02591433)** as Independent Directors of the Company, subject to approval of the Members by way of Special Resolution for a term of **five (5) consecutive years** commencing from **April 01, 2026 to March 31, 2031**, and whose office shall not be liable to retire by rotation.

The Company has received from the proposed appointees:

- Consent to act as Director in Form DIR-2;
- Declarations confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI LODR Regulations;
- Confirmation that they are not disqualified from being appointed as Directors in terms of Section 164 of the Companies Act, 2013;
- Intimation that they are registered in the Independent Directors' databank maintained by the Indian Institute of Corporate Affairs (IICA), wherever applicable.

The Nomination and Remuneration Committee and the Board are of the opinion that the proposed appointees possess the requisite skills, experience, integrity and expertise and that their appointment would be in the best interest of the Company.

Brief profiles of the proposed Independent Directors are provided below:

Ms. Meghana Mulye is an accomplished business leader with over 25 years of professional experience in international business, strategic planning, corporate governance and marketing. She is presently serving as the Joint Managing Director of Poona Couplings Private Limited, where she has played a significant role in building the company's long-term vision and operational excellence. She is also actively associated with industry and professional bodies and contributes as a mentor and speaker on leadership, governance and women empowerment, with a strong focus on board effectiveness and responsible business practices.

In terms of Regulation 25(2A) of the SEBI LODR Regulations, the appointment of Independent Directors requires approval of shareholders by way of a Special Resolution.

The proposed Independent Directors shall be entitled to sitting fees, reimbursement of expenses for participation in meetings of the Board and Committees and such other remuneration as may be approved by the Board of Directors within the limits prescribed under the Companies Act, 2013 and SEBI LODR Regulations.

None of the Directors, Key Managerial Personnel of the Company or their relatives, except the proposed appointees themselves, are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No.2 of the Notice.

The Board recommends the passing of the Special Resolution as set out at Item No.2 of the Notice for approval of the Members.

Item No.3:

The Members are informed that Mr. Sachin Rajendra Shirgaokar (DIN: 00254442) is presently serving as Chairman & Managing Director of the Company and his present term of appointment is due to expire on 31st March, 2026.

Considering his rich experience, leadership qualities and significant contribution to the growth and operations of the Company, the Nomination and Remuneration Committee at its meeting held on February 10, 2026 and the Board of Directors at its meeting held on February 11, 2026 have recommended and approved, subject to the approval of the Members, the re-appointment of Mr. Sachin Rajendra Shirgaokar as Chairman & Managing Director of the Company for a further period of three (3) years with effect from 1st April, 2026 to 31st March, 2029 on the terms and conditions including remuneration as set out in the resolution.

The proposed re-appointment and remuneration are in accordance with the provisions of Sections 196, 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Sachin Rajendra Shirgaokar has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Chairman & Managing Director. He has also submitted necessary disclosures under Section 184 of the Companies Act, 2013.

The details of remuneration proposed to be paid to Mr. Sachin Rajendra Shirgaokar are set out in the resolution and form part of this Notice. In the event of absence or inadequacy of profits in any financial year during the tenure of his appointment, the remuneration payable to Mr. Sachin Rajendra Shirgaokar shall be governed by the provisions of Section 197 read with Schedule V of the Companies Act, 2013.

I. GENERAL INFORMATION

(1)	Nature of Industry	Engineering
(2)	Date or expected date of commencement of commercial operations	The Company was incorporated on 08.10.2010 as a private limited Company and started the commercial operations on 01.06.2012. Later on the Company was converted into a Public Company on 16.02.2018 and was listed on the SME Exchange of BSE Ltd on 21.09.2018. Further the Company was migrated on the main Board of BSE & NSE w.e.f. 27 th July 2021.
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable

(4)	Financial performance based on given indicators	<p>Financial Performance for the F.Y. 2024-25 was excellent;</p> <p>1. Revenue Growth</p> <ul style="list-style-type: none"> Q4 FY 24-25 total income stood at ₹97.91 Crores, reflecting a 17.51% growth compared to ₹83.32 Crores in Q4 of the previous year. For the full year, total income reached ₹363.68 Crores, marking a 10.86% increase from ₹328.05 Crores in FY 2023-24. Notably export revenues have surged from ₹29.34 Crores to ₹101.12 Crores recording a growth of 245%. <p>2. PBDIT Margins Expansion:</p> <ul style="list-style-type: none"> Q4 PBDIT margins improved to 15.64%, up from 12.70% in the same period last year. Annual PBDIT margins expanded to 14.77%, compared to 12.53% in FY 2023-24, an improvement of 224 basis points. This expansion is driven by higher export revenue, favourable currency movement, improved operational efficiency, and stable raw material costs. <p>3. Profit Before Tax (PBT) Surge:</p> <ul style="list-style-type: none"> Q4 PBT stood at ₹7.67 Crores, up 90% from ₹4.03 Crores in Q4 FY 2023-24. For the full year PBT reached ₹24.99 Crores, marking a 59.6% growth compared to ₹15.66 Crores in the previous year.
(5)	Foreign investments or collaborators, if any.	The Company has not made any Foreign Investments or collaborations.

II. INFORMATION ABOUT THE APPOINTEES

Name	Mr. Sachin R. Shirgaokar
Age	60 Years
Background details	B. E. Mechanical, MBA, University of New Hampshire, Manchester. 34 yrs. Experience out of which 32 years of working at top positions of the Companies.
Past Remuneration	The Amount of Rs.164.32 lakhs and Rs.201.58 lakhs was paid as managerial remuneration for F.Y. 2023-24 and F.Y. 2024-25 respectively inclusive of performance incentive, perquisites etc. as per rules of the Company.
Date of First Appointment on the Board	08.10.2010
Shareholding in the Company	7,79,360 equity shares of Rs.10 each
Job Profile and his suitability	Chairman & Managing Director- Overall responsibility of the Company operations with core area and emphasis on Monitoring and controlling overall Business Activities, Strategic planning, Financial Management & Operations Management.
Proposed Remuneration	As mentioned in resolution No 3.
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 w.r.t. the country of his origin)	Comparable

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.		Shareholder & employee of the company
Relationship with other Directors, Manger, and Key Managerial Personnel of the company		
Sr.No.	Name of Director and KMP	Relationship With
01.	Mr. Niraj Shishir Shirgaokar	Cousin
02.	Mr. Chandan Sanjeev Shirgaokar	Cousin
03.	Mr. Sohan Sanjeev Shirgaokar	Cousin
04.	Mr. V.S. Reddy	No relation
05.	Mrs. Prabha Prakash Kulkarni	No relation
06.	Mr. Dattaram Pandurang Kamat	No relation
07.	Dr. Mallappa R. Desai	No relation
08.	Mr. Meyyappan Shanmugam	No relation
09.	Mr. Subhash Gundappa Kutte	No relation
10.	Mr. Suhas Bhalchandra Kulkarni	No relation
11.	Mr. Nilesh Mohan Mankar	No relation
Number of Board meetings held and attended during the F.Y.2025-26		Number of meetings held: 6 Number of meetings attended: 6
Other Directorship, Membership/Chairmanship of Committees of other boards		Director 1. The Ugar Sugar Works Ltd. 2. S. B. Reshellers Pvt. Ltd. 3. Tara Tiles Pvt. Ltd.

III. OTHER INFORMATION

1.	Reasons of loss or inadequate profits	N.A.
2.	Steps taken or proposed to be taken for improvement	N.A.
3.	Expected increase in productivity and profits in measurable terms	N.A.

Except for Mr. Sachin R. Shirgaokar and his relatives, none of the Directors or KMP's or their relatives are interested or concerned in the above resolution.

The Board recommends the passing of the Special Resolution as set out at Item No.3 of the Notice for approval of the Members.

Item No.4:

The Members are informed that Mr. Vendavagali Srinivasa Reddy (DIN: 03425960) is presently serving as Executive Director of the Company and his present term of appointment is due to expire on 31st March, 2026.

Considering his rich experience, leadership qualities and significant contribution to the growth and operations of the Company, the Nomination and Remuneration Committee at its meeting held on February 10, 2026 and the Board of Directors at its meeting held on February 11, 2026 have recommended and approved, subject to the approval of the Members, the re-appointment of Mr. Vendavagali Srinivasa Reddy as Executive Director of the Company for a further period of three (3) years with effect from 1st April, 2026 to 31st March, 2029 on the terms and conditions including remuneration as set out in the resolution.

The proposed re-appointment and remuneration are in accordance with the provisions of Sections 196, 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Vendavagali Srinivasa Reddy has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Chairman & Managing Director. He has also submitted necessary disclosures under Section 184 of the Companies Act, 2013.

The details of remuneration proposed to be paid to Mr. Vendavagali Srinivasa Reddy are set out in the resolution and form part of this Notice. In the event of absence or inadequacy of profits in any financial year during the tenure of his appointment, the remuneration payable to Mr. Sachin Rajendra Shirgaokar shall be governed by the provisions of Section 197 read with Schedule V of the Companies Act, 2013.

I. GENERAL INFORMATION

(1)	Nature of Industry	Engineering
(2)	Date or expected date of commencement of commercial operations	The Company was incorporated on 08.10.2010 as a private limited Company and started the commercial operations on 01.06.2012. Later on the Company was converted into a Public Company on 16.02.2018 and was listed on the SME Exchange of BSE Ltd on 21.09.2018. Further the Company was migrated on the main Board of BSE & NSE w.e.f. 27 th July 2021.
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
(4)	Financial performance based on given indicators	<p>Financial Performance for the F.Y. 2024-25 was excellent;</p> <p>1. Revenue Growth</p> <ul style="list-style-type: none"> Q4 FY 24-25 total income stood at ₹97.91 Crores, reflecting a 17.51% growth compared to ₹83.32 Crores in Q4 of the previous year. For the full year, total income reached ₹363.68 Crores, marking a 10.86% increase from ₹328.05 Crores in FY 2023-24. Notably export revenues have surged from ₹29.34 Crores to ₹101.12 Crores recording a growth of 245%. <p>2. PBDIT Margins Expansion:</p> <ul style="list-style-type: none"> Q4 PBDIT margins improved to 15.64%, up from 12.70% in the same period last year. Annual PBDIT margins expanded to 14.77%, compared to 12.53% in FY 2023-24, an improvement of 224 basis points. This expansion is driven by higher export revenue, favourable currency movement, improved operational efficiency, and stable raw material costs. <p>3. Profit Before Tax (PBT) Surge:</p> <ul style="list-style-type: none"> Q4 PBT stood at ₹7.67 Crores, up 90% from ₹4.03 Crores in Q4 FY 2023-24. <p>For the full year PBT reached ₹24.99 Crores, marking a 59.6% growth compared to ₹15.66 Crores in the previous year.</p>
(5)	Foreign investments or collaborators, if any.	The Company has not made any Foreign Investments or collaborations.

II. INFORMATION ABOUT THE APPOINTEES

Name	Mr. Vendavagali Srinivasa Reddy	
Age	56 Years	
Background details	a. M. Tech (1995) b. Six Sigma Black Belt (1999) from GE Power System. c. Executive General Management Program (2016) from IIM Bangalore. 31 years of experience at senior technical positions at Large scale Engineering companies.	
Past Remuneration	The Amount of Rs.121.33 lakhs and Rs.139.01 lakhs was paid as managerial remuneration for F.Y. 2023-24 and F.Y. 2024-25 respectively inclusive of performance incentive, perquisites etc. as per rules of the Company.	
Date of First Appointment on the Board	03.11.2010	
Shareholding in the Company	13,94,100 equity shares of Rs. 10 each	
Job Profile and his suitability	Executive Director Overall responsibility of the Company operations with core area and emphasis Planning, Technology & Product Development, Project Management, Engineering, business development, Marketing & Quality Control.	
Proposed Remuneration	As mentioned in resolution No.4	
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 w.r.t. the country of his origin)	Comparable	
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Shareholder & employee of the company	
Relationship with other Directors, Manger, and Key Managerial Personnel of the company		
Sr.No.	Name of Director and KMP	Relationship With
01.	Mr. Shishir Suresh Shirgaokar	No relation
02.	Mr. Chandan Sanjeev Shirgaokar	No relation
03.	Mr. Sachin R. Shirgaokar	No relation
04.	Mr. Sohan S. Shirgaokar	No relation
05.	Mrs. Prabha Prakash Kulkarni	No relation
06.	Mr. Dattaram Pandurang Kamat	No relation
07.	Dr. M. R. Desai	No relation
08.	Mr. Meyyappan Shanmugam	No relation
09.	Mr. Subhash Gundappa Kutte	No relation
10.	Mr. Suhas Bhalchandra Kulkarni	No relation
11.	Mr. Nilesh Mohan Mankar	No relation
Number of Board meetings held and attended during the F.Y.2025-26	Number of meetings held : 6 Number of meetings attended: 6	
Other Directorship, Membership /Chairmanship of Committees of other boards	N.A.	

III. OTHER INFORMATION

1.	Reasons of loss or inadequate profits	N.A.
2.	Steps taken or proposed to be taken for improvement	N.A.
3.	Expected increase in productivity and profits in measurable terms	N.A.

Except for Shri Vendavagali Srinivasa Reddy and his relatives, none of the Directors or KMP's or their relatives are interested or concerned in the above resolution.

The Board recommends the passing of the Special Resolution as set out at Item No.4 of the Notice for approval of the Members.

Item No.5:

The Members are informed that Mr. Sohan S. Shirgaokar (DIN: 00217631) is presently serving as Joint Managing Director of the Company and his present term of office is due to expire on 31st March, 2026.

Mr. Sohan S. Shirgaokar has vide his letter informed the Company of his decision to relinquish the position of Joint Managing Director with effect from 1st April, 2026, in view of the fact that he is drawing remuneration as an Executive Director from another listed company and in order to ensure compliance with applicable statutory provisions and good corporate governance practices.

The Chairman of the Board has proposed that considering Mr. Sohan S. Shirgaokar's long association with the Company since its inception and his valuable contribution to the Company over the years, the Company should continue to avail of his guidance and experience by appointing him as a Non-Executive Director.

The Nomination and Remuneration Committee, at its meeting held on February 10, 2026 has recommended his appointment as a Non-Executive Director. The Board of Directors, at its meeting held on February 11, 2026, has considered and approved the proposal in accordance with the provisions of Sections 152 and 184 of the Companies Act, 2013 and Regulation 17 and Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, subject to approval of the Members of the Company.

Mr. Sohan S. Shirgaokar has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has submitted his consent to act as Director in Form DIR-2 and disclosure of interest in Form MBP-1 pursuant to Section 184 of the Companies Act, 2013.

It is proposed to appoint Mr. Sohan S. Shirgaokar as a **Non-Executive Director** of the Company for a period of Five (5) years with effect from 1st April, 2026 to 31st March, 2031.

Mr. Sohan S. Shirgaokar shall not be entitled to any remuneration from the Company in his capacity as Non-Executive Director except sitting fees and such other remuneration, if any, as may be applicable to other Non-Executive Directors in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Except for Mr. Chandan S. Shirgaokar and his relatives, none of the Directors or KMP's or their relatives are interested or concerned in the above resolution

The Board recommends the passing of the Ordinary Resolution as set out in Item No.5 of the Notice for approval of the Members.

Annexure -A

Details of Directors seeking appointment / re-appointment pursuant to Reg. 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 (SS-2) issued by the ICSI are as follows:

Particulars	Name of the Directors		
	Mr. Deepak Vidyadhar Dhadoti	Mrs. Meghana Ashok Mulye	Mr. Sohan S. Shirgaokar
DIN	00511739	02591433	00217631
Date of Birth	04-06-1970	28-08-1973	07-12-1982
Age	56 Years	53 Years	48 Years
Nationality	Indian	Indian	Indian
Date of Appointment / Reappointment	01-04-2026	01-04-2026	01-04-2026
Tenure on Board	5 Years	5 Years	5 Years
Category / Designation	Independent Director	Independent Director	Non Executive Director
Qualification	Mechanical Engineering	M.B.A. (Marketing)	M.B.A. (Marketing & Finance)
Nature of Expertise in Specific Functional Area / Skills Possessed	Excellence in Aerospace and Electromechanical Actuation Systems	Excellence in international business, strategic planning, corporate governance and marketing.	Excellence in operations, finance, procurement.
Brief Resume	As mentioned in item no.1 of the Explanatory Statement.	As mentioned in item no.2 of the Explanatory Statement.	Mr. Sohan Shirgaokar is Joint Managing Director of S. B. Reshellers Pvt. Ltd., with export reach to 22+ countries and facilities in India, Kenya, and the USA; he also serves on several boards and industry bodies, including Ugar Sugar Works Ltd. and DSTA. His expertise spans operations, finance, legal/compliance, crisis management, and fundraising, along with notable social and academic engagements.
Disclosure of relationships between directors inter-se	No relation	No relation	Cousin of Mr. Sachin Shirgaokar, Chairman & Managing Director and Brother of Mr. Chandan Shirgaokar, Non Executive Director
List of directorship held in other listed Companies	Nil	Nil	1. The Ugar Sugar Works Limited.
List of Chairmanship and Membership of Various committees in listed companies	Nil	Nil	1. Member in Audit Committee of Ugar Sugar 2. Member in NRC Committee of Ugar Sugar
Listed entities from which the Director has resigned in the past three years	N.A.	N.A.	N.A.

Terms and Conditions of Appointment / Re-appointment	N.A.	N.A.	N.A.
Shareholding	Nil	Nil	Nil
Last Drawn Remuneration	Nil	Nil	Nil
Remuneration sought to be paid (Proposed)	Except Sitting fees no remuneration to be paid	Except Sitting fees no remuneration to be paid	Except Sitting fees no remuneration to be paid
No. of Board Meetings attended during the Financial Year 2024-25	N.A.	N.A.	5 Board meetings
Skills and capabilities required for the role and the manner in which the Directors meet the requirements	Technical, Financial	Technical, Financial	Technical, Financial
Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19.	<p>We affirm that Mr. Deepak Dhadoti is not barred from holding the office of a director by virtue of any order of SEBI or any other such authority.</p> <p>Nomination and Remuneration Committee and Board has also verified that Mr. Deepak Dhadoti is not barred from holding the office of Director pursuant to any SEBI order.</p>	<p>We affirm that Mrs. Meghana Mulye is not barred from holding the office of a director by virtue of any order of SEBI or any other such authority.</p> <p>Nomination and Remuneration Committee and Board has also verified that Mrs. Meghana Mulye is not barred from holding the office of Director pursuant to any SEBI order.</p>	<p>We affirm that Mr. Sohan Shirgaokar is not barred from holding the office of a director by virtue of any order of SEBI or any other such authority.</p> <p>Nomination and Remuneration Committee and Board has also verified that Mr. Sohan Shirgaokar is not barred from holding the office of Director pursuant to any SEBI order.</p>

**BY ORDER OF THE BOARD OF DIRECTORS
FOR SYNERGY GREEN INDUSTRIES LIMITED**

Sd/-

**NILESH M. MANKAR
COMPANY SECRETARY & COMPLIANCE OFFICE
MEMBERSHIP NO.A39928**

Date: February 11, 2026

Place: Kolhapur