

NOTICE

NOTICE is hereby given that the **01/2025-26 Extra Ordinary General Meeting** of the Members of **Commercial Syn Bags Limited** will be held on Monday, the 14th day of July, 2025 at 1:00 P.M. through Video Conferencing ("VC") or Other Audio Video Means ("OAVM") for which purposes the Registered office of the company situated at Commercial House, 3-4, Jaora Compound, M.Y.H. Road, Indore (M.P.) 452001 shall be deemed as the venue for the Meeting and the proceedings of the 1/2025-26 Extra Ordinary General Meeting are made thereat to transact the following business:

SPECIAL BUSINESS:

Item No.1: To consider and approve the Alteration in the Clause III(B) of Memorandum of Association related to the Ancillary Objects to the attainment of the Main Objects of the Company;

To consider and if thought fit, to convey assent or dissent to the following **Special Resolution**:

"RESOLVED THAT pursuant to Section 13, and other applicable provisions, if any, of Companies Act, 2013 and the rules notified thereunder (including any statutory modification(s), amendments or re-enactment(s) thereof for the time being in force) and further subject to any other laws and regulations, as may be applicable and the enabling provisions of Memorandum and Articles of Association of the Company, the approval of members of the Company be and is hereby accorded to alter the Clause III(B) of the Memorandum of Association of the Company by inserting the following new clause 52A after existing clause 52 of Clause III(B) of Memorandum of Association related to the Ancillary activities to the Attainment of the Main Objects:

52A. *To carry on business of generating, producing, refining, improving, buying, selling, acquiring, using, transmitting, accumulating, and to act as producer, agent, broker, consultant, collaborator, or otherwise to deal in undertake, assist, encourage, promote, develop, scientific, technical, engineering, research activities associated with the generation, transmission and distribution of power which is derived from conventional/non-conventional methods including hydel, thermal turbine, thermo electric generator, thermionic convertor, hydrogen, Magneto hydro dynamic, fuel cell technology, solar energy, rooftop solar, ground mounted solar, wind energy, tidal energy, energy from bio mass or from products/ by products of refining operations like petroleum coke, vacuum residue pitch, LNG and other petroleum products and by-products and deal in all apparatus and things required for or capable of being used in connection with generation, transmission, distribution, energy conservation, development of means, modes and methods for conservation and efficient utilization of energy, measuring the output and improving the efficiency thereof, supply or otherwise trade in ,accumulation and employment of electricity, all power that may directly or indirectly be derived there from and for that purpose acquire, establish, contract, lay-down, promote, erect, build, install, commission, carry out and run all necessary power sub-station, workshops, repair shops or any other facility or property required for the purpose of carrying on such business for captive consumption/ commercial uses.*

RESOLVED FURTHER THAT the Board of directors of the Company be and is hereby authorized to take all necessary steps, including enter into the agreements, memorandum of understanding, negotiate the terms and conditions and filing of necessary forms and documents with the Registrar of Companies and any other appropriate authority as may be required from



time to time, and to do all such acts, deeds, and things as may be deemed necessary or expedient to give effect to the above resolution."

Item No.2: To consider and approve the Alteration of Article of Association by Insertion of New Definitions in the Interpretation Clause:

To consider and if thought fit, to convey assent or dissent to the following **Special Resolution**

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force), and subject to all other applicable laws and regulations, as well as the enabling provisions of the Memorandum and Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to alter the Articles of Association of the Company by inserting the following new clauses after the existing Clause 2(bb) under the interpretation clause:

2 (cc) "Power Purchase Agreement and wheeling agreement (WA) : or PPA/PPWA":- shall mean the power purchase agreements and power purchase and wheeling agreement entered into between Company, government companies, transmission companies, Distribution companies, 3rd party companies and other government electricity company/boards and Captive User/3rd party power sale and shall include all other power purchase agreements that may be entered into between Company and Captive User/3rd party power sale, in the future and upon mutual written agreement, for supply of electricity by the Company to Captive User on a captive consumption or 3rd party power sale basis;

2 (dd) "Project/s" means the solar, solar- wind hybrid or any other power plants installed/established by the Company for supplying Electricity to the Captive User on a captive consumption basis or sale of power to 3rd party basis, and shall include all other projects that may be entered into between the Company and Captive User/3rd party power sale, in the future and upon mutual written agreement, for supply of Electricity by the Company to Captive User on a captive consumption basis or 3rd party power sale on ownership/leased land which is provided by Captive User/3rd party power sale for setting up such project on lease. ownership or otherwise;

RESOLVED FURTHER THAT the Board of directors of the Company be and is hereby authorized to take all necessary steps, including enter into the agreements, memorandum of understanding, negotiate the terms and conditions and filing of necessary forms and documents with the Registrar of Companies and any other appropriate authority as may be required from time to time, and to do all such acts, deeds, and things as may be deemed necessary or expedient to give effect to the above resolution."

Item No.3: To confirm and approve the appointment of Shri Sunil Agrawal (DIN No: 11160031) as an Independent Director for a First Term of 5 (five) consecutive years w.e.f. 19th June, 2025:

To consider and if thought fit, to convey assent or dissent to the following **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2015 read with Schedule IV of the



Companies Act, 2013 and the provisions of the SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), **Shri Sunil Agrawal (DIN No: 11160031)**, who was appointed by the Board as an Additional Director under the category of Independent Director w.e.f. 19th June, 2025, in terms of Section 161 of the Companies Act, 2013 and Article of Association of the Company and a declaration has been received from him confirming that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (Five) Consecutive Years w.e.f. 19th June, 2025 till 18th June, 2030 and his office shall not be liable to retire by rotation.

Date: 19th June, 2025

Place: Indore

Commercial Syn Bags Limited

CIN: L25202MP1984PLC002669

Registered Office:

Commercial House, 3-4, Jaora Compound, M.Y.H. Road,
Indore (M.P.)-452001

By order of the Board



Sandeep Patel

Company Secretary

FCS: 13157



NOTES:

1. Pursuant to general circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 in relation to "Clarification on holding of Extra Ordinary General Meeting ("EGM") through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", and Circular SEBI/HO/CFD/CFD-POD-2/P/ CIR/2024/133 dated 03rd October, 2024 issued by SEBI (collectively referred to as "MCA and SEBI Circulars") permitted the holding of the EGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the EGM of the Company is being called and held through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the purposes of this EGM.
2. Pursuant to the MCA Circulars issued by the MCA, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorised representatives to attend and vote at the EGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the EGM 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 note to the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. However, this number does not include the large shareholders holding 2% or more share capital, promoters, institutional investors, directors, key managerial personnel, the chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Secretarial Auditors, Scrutinizers, etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM 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) and Regulation 44 of SEBI (LODR) Regulations, 2015 (as amended), and the MCA and SEBI Circulars issued by the MCA and SEBI the Company is providing facility of remote e-voting to its members in respect of the business to be transacted at the EGM. For this purpose, the Company has made an arrangement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, and independent agency for providing necessary platform for Video Conference/OAVM and necessary technical support as may be required. Therefore, the facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the EGM will be provided by CDSL.
6. In accordance with the aforesaid MCA Circulars and SEBI Master Circular No. SEBI/HO/CFD/POD2/ CIR/P/0155 dated 11th November, 2024 and Circular No. SEBI/HO/CFD/CFD-POD-2/P/ CIR/2024/133 dated 3rd October, 2024 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), the Notice of calling the EGM along with the Explanatory Statement is being sent only through electronic mode to those members whose email addresses are registered with the Company/Depositories and has also been uploaded on the website of the Company. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Ltd. at www.bseindia.com and National Stock Exchange of India Ltd. at www.nseindia.com, and the 1/2025-26 EGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility and providing necessary platform for Video Conference/OAVM) i.e. www.evotingindia.com. However, if any specific request received from the members for demanding of the physical copy of the notice of EGM will also be provided by the company.
7. This EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars issued by MCA from time to time.



8. The recorded transcript of the forthcoming 01/2025-26 EGM shall also be made available on the website of the Company - www.comsyn.com as soon as possible after the Meeting is over.
9. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the EGM. The Members who have cast their vote by remote e-voting prior to the EGM may also join the EGM through VC but shall not be entitled to cast their vote again.
10. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013, which sets out details relating to special business at the meeting is annexed and forms part of the Notice.
11. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date **7th July, 2025, (Monday)**.
12. CS Ishan Jain, Practicing Company Secretary and Proprietor of M/s. Ishan Jain & Co., Company Secretaries, Indore (F.R.No: S2021MP802300; M.No. FCS 9978 & C.P. No. 13032) has been appointed as the Scrutinizer for providing facility to the Company to scrutinize the e-voting at the 1/2025-26 EGM and remote e-voting process in a fair and transparent manner.
13. Members desirous of obtaining any information concerning operations of the Company are requested to address their questions in writing to the Company at least 7 (Seven) days before the date of the Meeting at its email ID investors@comsyn.com so that the information required may be made available at the Meeting.
14. The Members are requested to:
 - a) - Intimate changes, if any, in their registered addresses immediately.
 - b) - Quote their ledger folio number in all their correspondence.
 - c) - Send their Email address to us for prompt communication and update the same with their D.P. to receive softcopy of the Notice of EGM of the Company
15. Members are requested to notify immediately any change in their address and also intimate their active E-Mail ID to their respective Depository Participants (DPs) in case the shares are held in demat form and in respect of shares held in physical form to the Registrar and Share Transfer Agent **Bigshare Services Pvt. Ltd.**, Pinnacle Business Park, Office No S6-2, 6th floor, Mahakali Caves Road, Next to Ahura Centre, Andheri (East), Mumbai, Maharashtra, 400093 having email Id investor@bigshareonline.com to receive the soft copy of all communication and notice of the meetings etc., of the Company.
16. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number ('PAN'), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,
 - **For shares held in electronic form:** to their Depository Participant only and not to the Company's RTA. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and its RTA provide efficient and better service to the Members.
 - **For shares held in physical form:** to the Company's RTA in prescribed Form ISR-1 and other forms pursuant to SEBI master circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 dated May17, 2023 as per instructions mentioned in the form. The said form can be downloaded from the Members' Reference available on the Company's website <https://www.comsyn.com/> under standard documents for Investors and is also available on the website of the RTA.
17. In case a holder of physical securities whose folio do not have PAN, nomination, contact details, bank account details and specimen signature updated shall be eligible to lodge grievance or avail any service request from the RTA only after furnishing PAN, KYC details and Nomination and for any payment including dividend, interest or redemption payment in respect of such folios, only through electronic mode with effect from April 01, 2024.



In compliance with SEBI guidelines, the Company sent communications intimating about the submission of above details to all the Members holding shares in physical form to the RTA/Company.

18. Dispute Resolution Mechanism at Stock Exchanges-SEBI, vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/76 dated May 30, 2022, provided an option for arbitration as a Dispute Resolution Mechanism for investors. As per this circular, investors can opt for arbitration with Stock Exchanges in case of any dispute against the Company or its Registrar and Transfer Agent on delay or default in processing any investor services related request.

In compliance with SEBI guidelines, the Company had sent communication intimating about the said Dispute Resolution Mechanism to all the Members holding shares in physical form.

19. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website <https://comsyn.com/investor-relation/investors-contact/>. SEBI vide its notification dated January 24, 2022 has amended Regulation 40 of the SEBI Listing Regulations and has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

20. Voting through electronic means

Members are requested to carefully read the below mentioned instructions for remote e-voting before casting their vote.

Step 1: Access through Depositories, i.e. CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- The voting period begins at 9.00 AM (IST) on **11th July, 2025 (Friday)** and ends on **13th July, 2025, (Sunday)** 5.00 P.M. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **7th July, 2025 (Monday)** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- Pursuant to Master Circular No. SEBI/HO/CFD/POD2/CIR/P/0155 dated 11th November, 2024, under Regulation 44 of Securities and Exchange Board of India (LODR)) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository**



Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- iv. In terms of Master Circular No. SEBI/HO/CFD/POD2/CIR/P/0155 dated 11th November, 2024, 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.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. 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 with NSDL Depository	<ol style="list-style-type: none"> 1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting



	<p>services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2.If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022 4886 7000 and 022- 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

v. Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1.The shareholders should log on to the e-voting website www.evotingindia.com.
- 2.Click on "Shareholders" module.
- 3.Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,



- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6. If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- vi. After entering these details appropriately, click on "SUBMIT" tab.
- vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN for the relevant **Commercial Syn Bags Limited** on which you choose to vote.
- x. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xi. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xii. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xiii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xv. If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvi. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xvii. **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**



- a. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- b. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- c. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- d. The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- e. It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- f. Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investors@comsyn.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Instructions for Shareholders attending the EGM through VC/OAVM & E-Voting during meeting are as under:

1. The procedure for attending meeting & e-Voting on the day of the 1/2025-26 EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 (Seven) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at investors@comsyn.com The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance **7 (Seven) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. However, the company reserves the right to restrict the number of questions and number of speakers, depending on the availability of time for the EGM.
9. Only those shareholders, who are present in the EGM 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 available during the EGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the



votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Ltd., A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

4. Members can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

Any person, who acquires shares of the Company and become member of the Company after mailing of the notice and holding shares as on the cut-off date i.e. **7th July, 2025 (Monday)**, may obtain the login ID and password by sending a request at investor@bigshareonline.com A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. **7th July, 2025 (Monday)**, only shall be entitled to avail the facility of remote e-voting as well as e- voting at the EGM.

5. The Chairman shall, at the EGM at the end of discussion on the resolutions on which voting is to be held, allow e-voting to all those members who are present/logged in at the EGM but have not cast their votes by availing the remote e-voting facility.
6. The Results of the voting on the resolutions along with the report of the Scrutinizer shall be declared and placed on the website of the Company - <https://comsyn.com/> and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Ltd. and National Stock Exchange of India Ltd.
7. For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents at the following address:

M/s Bigshare Services Pvt. Ltd.

Pinnacle Business Park, Office no S6-2 ,6th floor, Mahakali Caves Road , Next to Ahura Centre, Andheri East, Mumbai, Mumbai, Maharashtra, India, 400093

Tel 022-6263 8200, 08069219060, E-mail: - investor@bigshareonline.com

As the 01/2025-26 EGM is being held through VC, the route map is not annexed to this Notice.



Details of the Director Seeking Appointment/Re-Appointment in the Ensuing Extra Ordinary General Meeting

Name of Directors	Shri Sunil Agrawal
Designation	Independent Director
DIN	11160031
Date of Birth	06/01/1972
Date of Appointment (previous Appointment)	Appointed as the Additional Director in the capacity of Independent Director w.e.f. 19 th June, 2025 for the period of 5 (Five) consecutive years subject to requisite approval of members of the Company within a period of 3 months from the date of appointment and not liable to retire by rotation.
Expertise in specific area	CA Sunil Agrawal is a seasoned professional and Fellow Member of the Institute of Chartered Accountants of India, with over 28 years of experience in the field of audit, taxation, corporate advisory, and management consultancy.
Qualification	Chartered Accountant (CA)
List of Outside Directorship held	Nil
Chairman / Member of the Committees of the Board of Directors of the Company	Chairman of Audit Committee, Member of Nomination and Remuneration Committee, Member of Stakeholders Relationship Committee, Member of CSR Committee.
No. & % of Equity Shares held (along with Relative)	0.146%
Disclosures of relationships between directors and KMPs inter-se.	Not Applicable

Brief Resume**Shri Sunil Agrawal:**

CA Sunil Agrawal is a seasoned professional and Fellow Member of the Institute of Chartered Accountants of India, with over 28 years of experience in the field of audit, taxation, corporate advisory, and management consultancy. He qualified as a Chartered Accountant in 1996 and is the Founder and Senior Partner a Practicing Chartered Accountant Firm, based in Indore.

Throughout his career, CA Sunil Agrawal has demonstrated deep expertise in statutory and internal audits, direct and indirect taxation (including GST and Income Tax), corporate compliance, and strategic financial planning. He has provided consultancy services to a diverse clientele including corporates, banks, partnerships, and high-net-worth individuals. His sound understanding of legal and regulatory frameworks, combined with his solution-oriented and ethical approach, makes him a valuable addition to the Board.



**ANNEXURE TO NOTICE
EXPLANATORY STATEMENT***[Pursuant to section 102 of the Companies Act, 2013,***ITEM NO. 1:**

The Board of directors of the Company, at their meeting held on 19th June, 2025, considered and approved the proposal to alter Clause III(B) of the Memorandum of Association of the Company, related to Ancillary to the Attainment of the Main Objects, by inserting a new Clause 52A after the existing Clause 52, as set out in the Notice.

The proposed insertion aims to enable the Company to undertake activities related to the generation and utilization of solar energy, primarily for captive consumption or otherwise. This initiative aligns with the Company's sustainability objectives and long-term strategy to reduce dependence on conventional energy sources, lower operational costs, and promote the use of renewable energy and save the charges for electricity and power.

The amendment would empower the Company to install and operate the existing solar energy systems, fulfil eligibility criteria to avail benefits under various government schemes (such as captive solar power generation), enter into necessary agreements, and comply with applicable laws and approvals related to solar energy power operations.

This alteration will not change the existing main business activities of the Company but will supplement them with an environmentally responsible and economically beneficial initiative and support to the main business activities of the Company.

The proposed change requires the approval of the shareholders by way of a Special Resolution under Section 13 of the Companies Act, 2013.

The draft of the proposed amended copy of the Memorandum of Association, shall be available for inspection by the Members at the Registered Office of the Company on all working days from 10.00 A.M. to 5.00 P.M., except Sunday and on holidays, up to the date of Extra-ordinary General Meeting.

The Board recommends the Special Resolution as set out in Item No. 1 of the Notice for approval of the members of the Company.

None of the Directors / KMPs or their relatives shall be deemed to be interested or concerned financially or otherwise in the aforesaid resolution except as a shareholder of the company.

The proposed alteration is purely administrative and regulatory in nature and is intended to align the Company's governing documents with the statutory directions issued by MPPTCL.

ITEM NO. 2:

The Board of Directors of the Company, at its meeting held on 19th June, 2025, considered a communication received from Madhya Pradesh Power Transmission Company Limited (MPPTCL), Jabalpur, regarding certain new requirements to be incorporated in the Articles of Association (AOA) of all Captive User Companies operating in the State of Madhya Pradesh.

As per the instructions of MPPTCL, Captive User Companies are required to incorporate specific definitions relating to Power Purchase Agreement (PPA), Wheeling Agreement (WA), and Projects in the Interpretation Clause (Article 2) of their AOA, in order to ensure compliance with the regulatory framework applicable to captive power consumption and its associated benefits.

In compliance with the above requirement, the Board has proposed to insert new sub-clauses 2(cc) and 2(dd) in the Interpretation Clause of the Articles of Association to define the terms "Power Purchase Agreement and Wheeling Agreement" and "Projects", respectively.

The proposed change requires the approval of the shareholders by way of a Special Resolution under Section 14 of the Companies Act, 2013.



The draft of the proposed amended copy of the Article of Association, shall be available for inspection by the Members at the Registered Office of the Company on all working days from 10.00 A.M. to 5.00 P.M., except Sunday and on holidays, up to the date of Extra-ordinary General Meeting.

The Board recommends the Special Resolution as set out in Item No. 2 of the Notice for approval of the members of the Company.

None of the Directors / KMPs or their relatives shall be deemed to be interested or concerned financially or otherwise in the aforesaid resolution except as a shareholder of the company. The proposed alteration is purely administrative and regulatory in nature and is intended to align the Company's governing documents with the statutory directions issued by MPPTCL.

ITEM NO. 3:

The Nomination and Remuneration Committee have recommended and Board of Directors at their meeting held on 19th June, 2025 have appointed Shri Sunil Agrawal (DIN No: 11160031) as an Additional Director under the category of the Independent Director of the Company w.e.f. 19th June, 2025 pursuant to Section 161 of the Companies Act, 2013 subject to the approval of Members at General Meeting.

Aforesaid independent director proposed for appointment is not disqualified to act as a Director in terms of section 164 of the Act and other applicable laws and has given his consent to act as a Director. The Company has also received declaration from him stating that he meets the criteria of independence as prescribed under section 149(6) of the Act and under the SEBI (LODR) Regulations, 2015. In the opinion of the Board, he fulfils the criteria of independency and the conditions for his appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI (LODR) Regulation, 2015 and further he is also registered under the Independent Directors Databank maintained by IICA.

The resolution set out in Item No. 3 seeks the approval of members for the appointment of Shri Sunil Agrawal as an Independent Director of the Company for an initial term of 5 (five) consecutive years w.e.f. 19th June, 2025 till 18th June, 2030; pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder. His office shall not be liable to retire by rotation. The brief profile of Shri Sunil Agrawal is given provided in the Notice of EGM with the details of the directors seeking appointment/re-appointment.

Copy of draft letter of re-appointment setting out the terms and conditions of the re-appointment is available for inspection by the members at the Registered Office and on the website of the Company.

The aforesaid director may be deemed to be interested in the resolution to the extent of the fee for attending the meetings as may be payable, if any, in the Company. Save and except the above, none of the other Directors/Key Managerial Personnel/their relatives are in any way, concerned or interested, financially or otherwise, in the resolution.

Your directors recommend passing resolutions as set out in the Item No. 3 by way of Special Resolution. Except the Shri Sunil Agrawal, None of the Directors / KMPs or their relatives shall be deemed to be interested or concerned financially or otherwise in the aforesaid resolution except as a shareholder of the company.

Date: 19th June, 2025

Place: Indore

Commercial Syn Bags Limited

CIN: L25202MP1984PLC002669

Registered Office:

**Commercial House, 3-4, Jaora Compound,
M.Y.H. Road, Indore (M.P.)-452001**

By order of the Board



**Sandeep Patel
Company Secretary
FCS: 13157**

