NOTICE

NOTICE is hereby given that the 11th Annual General Meeting (**"AGM/Meeting"**) of the members of ACME Solar Holdings Limited (**"Company"**) will be held on Tuesday, 29th September 2026, at 03:00 PM IST through Video Conferencing (**'VC'**) or Other Audio Visual Means (**'OAVM'**) to transact the following business. The venue of the meeting shall be deemed to be the registered office of the Company situated at Plot No. 152, Sector-44, Gurugram, Haryana - 122 002, India.

ORDINARY BUSINESS:

1. Adoption of Audited Standalone Financial Statements and Reports thereon

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

"**RESOLVED THAT** the Audited Standalone Financial Statement of the Company, comprising the Balance Sheet, Statement of Profit and Loss, Cash Flow Statement and Statement of changes in equity for the financial year ended 31st March 2026 along with schedules and notes thereon and the reports of the Board of Directors and Statutory Auditors thereon, be and are hereby received, considered and adopted."

2. Adoption of Audited Consolidated Financial Statements and Reports thereon

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

"**RESOLVED THAT** the Audited Consolidated Financial Statements of the Company, comprising the Balance Sheet, Statement of Profit and Loss, Cash Flow Statement and Statement of changes in equity for the financial year ended 31st March 2026 along with schedules and notes thereon and the reports of the Board of Directors and Statutory Auditors thereon, be and are hereby received, considered and adopted."

3. Re-appointment of retiring Director

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

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with rules framed thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force), Mr. Nikhil Dhingra (DIN:07835556), Whole-Time Director and Chief Executive Officer of the Company, who retires by rotation at this 11th Annual General Meeting and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation."

4. Appointment of Statutory Auditor and fixation of their remuneration

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

"**RESOLVED THAT** pursuant to the provisions of Sections 139, 141 and 142, and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendations of the Audit Committee and Board of Directors of the Company, M/s BSR & Co. LLP, Chartered Accountants, (FRN: 101248W/W-100022) be and is hereby appointed as one of the Joint Statutory Auditors of the Company in place of M/s Walker Chandiok & Co., LLP (FRN: 001076N/N500013), the retiring statutory auditor, for a first term of 5 (five) consecutive years, to hold the office from the conclusion of the 11th Annual General Meeting (to be held for the FY 2025-26) until the conclusion of the 16th Annual General Meeting of the Company (to be held for the FY 2030-31), at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses as mentioned in the Explanatory Statement in connection with the audit of the Company for the financial year 2026-27, and such remuneration for the remaining tenure of the appointment, as may be recommended by the Audit Committee and approved by the Board of Directors of the Company in this behalf.

RESOLVED FURTHER THAT the Board of Directors (including any committee thereof) and/or the Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things and to file all necessary forms and documents as may be considered necessary, desirable or expedient to give effect to this Resolution."

SPECIAL BUSINESS:

5. Consideration and approval of the alteration of the Objects clause of the Memorandum of Association of the Company

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

"**RESOLVED THAT** pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Board of Directors of the Company, and subject to such approvals, permissions, consents and no-objections as may be required, the consent of the members of the Company be and is hereby accorded to alter Clause III.(A) of the Memorandum of Association of the Company by inserting immediately after the existing Clause III.(A)3, the following new Clauses III.(A)4 and III.(A)5:

"4. To carry on, in India or elsewhere, the businesses of generating, storing, transmitting, distributing, supplying, purchasing, selling, trading, exchanging, importing, exporting and otherwise dealing in electricity, power, energy, capacity and related products and services, from or using any permitted source or technology, whether existing or developed in the future; and to plan, develop, design, engineer, procure, construct, acquire, own, operate, maintain, lease or otherwise deal in generating stations, energy storage systems and facilities, transmission and distribution systems and associated infrastructure; and, whether for the Company or any other person, to manufacture, procure, supply, sell, lease, install, commission, operate, maintain or otherwise deal in related plant, machinery, equipment, components, systems and materials, and to undertake related engineering, procurement and construction activities, civil and other works, and operation, maintenance and other services; and to undertake any of the foregoing independently or jointly, directly or through subsidiaries, joint ventures, special purpose vehicles or other permitted arrangements, including as a generating company, transmission licensee, distribution licensee, electricity trader, aggregator, contractor, service provider or in any other capacity permitted from time to time under applicable law."

"5. To carry on, in India or elsewhere, the business of planning, developing, designing, engineering, procuring, importing, constructing, acquiring, owning, installing, commissioning, operating, managing, maintaining, upgrading or otherwise dealing in data centres, data-centre parks, colocation facilities, cloud infrastructure and other data-processing, hosting, digital and computing facilities and infrastructure, cybersecurity, surveillance, monitoring, disaster recovery, backup/restoration services, together with all associated buildings, civil, structural, mechanical, electrical and other works, power supply and backup, energy storage, water, cooling, connectivity and other utilities, and all plant, machinery, racks, equipment, hardware, software, systems, capacity, products and services connected therewith, including graphics processing units, servers and other computing and data-processing equipment; and, for the Company or third parties, to undertake, provide, supply, hire, rent, lease, license, sell, operate, maintain, commercially utilise or otherwise make available any of the foregoing or any capacity, products, services or outputs therefrom, using any technology or business model, whether existing or developed in the future, independently or jointly, directly or through subsidiaries, associates, joint ventures, special purpose vehicles or other permitted arrangements."

RESOLVED FURTHER THAT the Board of Directors of the Company, Chief Financial Officer, Company Secretary and/or any person authorised by the Board, be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms and submitting documents with any authority or accepting such modifications to the clauses as required by such authorities, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto."

BY **ORDER OF THE BOARD OF DIRECTORS**
FOR **ACME SOLAR HOLDINGS LIMITED**

Rajesh Sodhi
Company Secretary and
Compliance Officer

Place: Gurugram

Date: 01st September 2026

Registered Office:
Plot No. 152, Sector-44,
Gurugram, Haryana - 122 002
CIN: L40106HR2015PLC102129
Telephone No. +91-124-7117000;
Fax: +91-124-7117001
E-Mail: cs.acme@acme.in
Website: www.acmesolar.in

NOTES AND SHAREHOLDER INFORMATION:

A. CONVENING OF ANNUAL GENERAL MEETING THROUGH VIDEO CONFERENCING OR ANY OTHER AUDIO-VISUAL MEANS FACILITY

1. The relevant Explanatory Statement pursuant to Section 102 of the Act read with the applicable rules made thereunder and the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (**"SS-2"**) setting out material facts concerning the ordinary and special businesses of the accompanying Notice is annexed hereto. Further, additional information with respect to Item Nos. 3 to 5 of the accompanying Notice, as required under Regulation 36 of the SEBI Listing Regulations and SS-2, are also annexed to this Notice and shall be read as part of this Notice. Requisite declarations have been received from the Director seeking appointment/re-appointment.

2. **Convening of Meeting:** The Ministry of Corporate Affairs (**"MCA"**), vide General Circular No. 03/2025 dated 22nd September 2025, read with the applicable circulars issued by the MCA from time to time (**"MCA Circulars"**), has permitted the holding of Annual General Meetings (**"AGM"**) through Video Conferencing (**"VC"**)/Other Audio Visual Means (**"OAVM"**) without the physical presence of Members at a common venue. In compliance with the applicable provisions of the Companies Act, 2013 (**"the Act"**), the SEBI Listing Regulations and the applicable MCA Circulars and SEBI circulars, the 11th AGM of the Company is being held through VC/OAVM facility provided by National Securities Depository Limited (**"NSDL"**), which will also facilitate remote e-Voting and e-Voting during the AGM. The facility for joining the AGM through VC/OAVM shall be open for all Members of the Company 30 minutes before the time scheduled for the AGM, and Members may join the AGM by following the procedure mentioned in this Notice.

3. **Participation through VC/OAVM:** The facility for joining the AGM through VC/OAVM shall be available to at least 1,000 Members on a first-come-first-served basis, except for large shareholders (i.e. shareholders holding 2% or more of the shareholding of the Company), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors, etc.

4. **Venue:** The Registered Office of the Company, as stated in the Notice, shall be the deemed venue of the AGM.

5. **Route Map:** Since the AGM will be held through VC/OAVM facility, the Route Map with prominent landmark of the venue of the Meeting is not required to be annexed to this Notice.

6. **Quorum and Attendance Slip:** Pursuant to the aforesaid MCA Circulars, physical attendance of the Members is not required at the AGM. Members attending the AGM through VC/OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. Accordingly, the attendance slip is not annexed to this Notice.

7. **Proxy:** Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her/their behalf and a proxy need not be a member. In terms of the MCA Circulars read with the SEBI Listing Regulations, physical attendance of Members has been dispensed with and the requirement of sending proxy forms is not applicable for meetings held only through electronic mode. In view of the above, the facility for appointment of proxy(ies) by the Members under Section 105 of the Act, will not be available for the AGM and hence, the Proxy Form is not annexed to this Notice.

8. **Cut-off Date:** For the purposes of this Notice, the **"Cut-off Date"** shall mean **Wednesday, 23rd September 2026**, being the date for determining the eligibility of Members to vote through remote e-Voting and e-Voting during the AGM.

9. **Participation by Corporate/Institutional Shareholders:** Corporate/Institutional Shareholders are encouraged to participate and vote at the AGM through VC/OAVM facility. Corporate/Institutional Shareholders are requested to send a certified true copy of the board resolution/authorization letter/power of attorney, etc. authorizing its representative(s) to attend, participate and vote at the AGM through VC/OAVM facility, to the Scrutinizer at deepak.kukreja@dmkassociates.in with a copy marked to NSDL at evoting@nsdl.com on or before **Thursday, 24th September 2026**, or upload the same on the e-voting portal by clicking on "Upload Board Resolution/Authority Letter" displayed under the "e-voting" tab in their login, pursuant to Section 113 of the Act.

10. **Registration as Speaker Shareholder for AGM:** Members holding shares as on the Cut-off Date and who would like to express their views or

ask questions during the AGM may pre-register themselves as speakers by sending a request from their registered e-mail address mentioning their name, DP ID and Client ID/Folio Number, PAN and mobile number at cs.acme@acme.in The Speaker Registration will be open from **Thursday, 24th September 2026 (9.00 A.M. IST) to Saturday, 26th September 2026 (5.00 P.M. IST)**. Only those Members who have pre-registered themselves as a speaker will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and Speakers, depending upon the availability of time, as appropriate for the smooth conduct of the AGM. Members are requested to keep their queries brief and to the point, so as to give all registered Speakers an opportunity to participate and facilitate the smooth conduct of the AGM within the specified time frame.

11. Members seeking any information with regard to the accounts or any matter to be placed at the AGM are requested to write to the Company on or before **Tuesday, 29th September 2026** through e-mail on cs.acme@acme.in. The Company shall suitably respond to such queries.

B. ELECTRONIC DISPATCH OF NOTICE AND ANNUAL REPORT

1. **Electronic dispatch:** In terms of the MCA Circulars and applicable SEBI Circulars, the Annual Report for the financial year (**"FY"**) 2025-26 and the Notice of the 11th AGM is being dispatched through electronic mode to those members whose e-mail address(es) are registered with the Depositories or the Depository Participant(s) (**"DPs"**) or with KFin Technologies Limited (**"Kfin"**), the Registrar to an Issue & Share Transfer Agent (**"RTA"**) of the Company. The Notice convening the AGM and the Annual Report for the FY 2025-26 is available on the Company's website at www.acmesolar.in and may also be accessed on the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of NSDL, i.e. www.evoting.nsdl.com. The audited financial statements of the Company's subsidiaries are available on the Company's website at https://www.acmesolar.in/investor-presentation

2. In compliance with Regulation 36(1)(b) of the SEBI Listing Regulations, a letter providing the web-link including the exact path, where complete details of the Annual Report and related documents for the FY 2025-26 are available, is being sent to those Member(s) who have not registered their email address(es) with the DPs.

3. Physical copy of the Annual Report for FY 2025-26 and the Notice of the 11th AGM will be dispatched only to those members who submit a written request for the same at cs.acme@acme.in or to the RTA of the Company at einward.ris@kfintech.com

4. Members are also requested to register/update their e-mail address with their DPs to enable sending Annual Reports/Communications in future through electronic means.

C. Procedure for Inspection of Documents

1. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection without any fee by the Members during the AGM.

2. The Secretarial Auditor of the Company has issued a certificate confirming that the ESOP Scheme of the Company has been implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (**"SEBI SBEB Regulations"**) and the resolutions passed by the Members for the respective Scheme. The said certificate shall be available electronically for inspection by the Members during the AGM.

3. All other documents referred to in this Notice and the Explanatory Statement will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of the AGM. Members seeking to inspect any of the aforesaid documents may send an e-mail to cs.acme@acme.in on or before **Tuesday, 29th September 2026**, mentioning their DP ID and Client ID.

D. Appointment of Scrutiniser

1. The Board of Directors of the Company has appointed Mr. Deepak Kukreja (FCS No. 4140 and COP No. 8265), and failing him, Ms. Monika Kohli (FCS 5480, COP No. 4936), Partners of M/s DMK Associates, Practising Company Secretaries as Scrutinizers to scrutinise the remote e-Voting process and e-Voting during the AGM in a fair and transparent manner.

2. The voting results (remote e-voting and e-voting at the AGM) shall be declared and submitted to the Stock Exchanges within 2 (two) working days of the conclusion of the AGM, in accordance with Regulation 44(3) of the SEBI Listing Regulations. The declared results along with the Scrutinizer

report shall be placed on the website of the Company i.e. www.acmesolar.in, on the website of NSDL at www.evoting.nsdl.com, on the websites of BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and shall also be displayed at the Registered Office of the Company.

3. The resolutions, if approved by the requisite majority, shall be deemed to have been passed on the date of the Annual General Meeting i.e. **Tuesday, 29th September 2026**.

E. VOTING THROUGH ELECTRONIC MEANS

1. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI Listing Regulations and the MCA Circulars, the Company is pleased to provide to its Members, the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the business may be transacted through e-voting services facilitated by NSDL. All Members are encouraged to attend and vote at the AGM through VC/OAVM.

2. The voting rights of Members shall be in proportion to the number of equity shares held by them in the paid-up equity share capital of the Company as on the Cut-off date.

3. Members who have cast their votes by remote e-Voting prior to the AGM may attend and participate in the AGM through VC/OAVM; however, they shall not be entitled to vote again on the resolutions on which they have already cast their votes through remote e-Voting. Members who have cast their votes through remote e-Voting on certain resolutions shall be entitled to vote during the AGM on the resolutions on which they have not cast their votes through remote e-Voting. A Member may exercise their vote in respect of any particular resolution through only one mode, i.e., either through remote e-Voting or through e-Voting during the AGM. In case of joint holders, the Member whose name appears first in the Register of Members of the Company as on the Cut-off Date shall be entitled to vote at the AGM.

4. The remote e-Voting period commences on **Saturday, 26th September 2026 (09.00 A.M. IST) and ends on Monday, 28th September 2026 (5.00 P.M. IST)**. The Cut-off Date for determining the eligibility of Members to vote through remote e-Voting and e-Voting during the AGM shall be **Wednesday, 23rd September 2026**. During this period, a person whose name is recorded in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off Date, shall be entitled to avail the facility of remote e-Voting. Members attending the AGM who have not cast their votes through remote e-Voting on any resolution shall be eligible to vote through the e-Voting facility during the AGM. A person who is not a member as on the Cut-off Date should treat this Notice solely for information purposes. The remote e-Voting module will be disabled by NSDL for voting immediately after the aforesaid date and time. Once a Member has cast their vote on a resolution through remote e-Voting, such Member shall not be allowed to change it subsequently.

F. PROCESS AND MANNER OF REMOTE E-VOTING AND E-VOTING DURING THE AGM

The details of the process and manner for remote e-Voting are explained herein below:

Step 1: Access to the NSDL e-Voting system

Step 2: Cast your vote electronically and join the virtual meeting on NSDL e-Voting system.

Step 1: Access to the NSDL e-Voting system

A) Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in demat mode

Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020 (subsumed as part of the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January 2026), on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/Depository Participants ("DPs") in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the E-Voting Service Provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile no. and email address in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client ID, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to **e-Voting website of NSDL** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 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 the company name or the e-Voting service provider, i.e., NSDL, to be re-directed to the NSDL e-Voting website, where you may cast your vote during the remote e-Voting period or join the virtual meeting and cast your vote during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open a web browser and visit https://www.evoting.nsdl.com/either through a Personal Computer or a mobile device. Once the home page of the e-Voting system is launched, click on the "Login" icon available under the 'Shareholder/Member' section. A new screen will open. Enter your User ID, i.e., the combination of your 8-character DP ID and 8-digit Client ID, followed by your Password/OTP and the Verification Code as displayed on the screen. Upon successful authentication, you will be redirected to the NSDL Depository site, where you can access the e-Voting page. Click on the Company name or the e-Voting service provider, i.e., NSDL, and you will be redirected to the NSDL e-Voting website, where you can cast your vote during the remote e-Voting period or join the AGM through VC/OAVM and vote during the AGM. 5. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on Download on the App Store GET IT ON Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

How to Login 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 login at https://eservices.nsdl.com/with your existing IDEAS login. Once you login to NSDL eservices after using your login 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. Your password details 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 by NSDL. 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 address is registered in your demat account, your 'initial password' is communicated to you on your email address. Trace the email sent to you from NSDL in your mailbox from evoting@nsdl.com. Open the email and open the attachment i.e., a .pdf file. The password to open the .pdf file is your 8-digit Client ID for NSDL account, last 8 digits of Beneficiary ID for CDSL account or folio no. for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

   ii) In case you have not registered your email address with the DP, please follow instructions mentioned below in this Notice.

d) If you are unable to retrieve or have not received the 'initial password' or have forgotten your password:

   i) 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.

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

   iii) 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 no., PAN, name, and registered address.

   iv) Members can also use the OTP based login for casting the votes on the e-Voting system of NSDL.

6. After entering your password, click on agree to 'Terms and Conditions' by selecting on the check box.
7. Now, you will have to click on 'Login' button.
8. After you click on the 'Login' button, home page of e-Voting will open.

Step 2: Cast your vote electronically and join the virtual meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "vote cast successfully" will be displayed and you will receive a confirmation by way of an sms on your registered mobile no. from Depository.
6. You can also take print out 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.

Process for Shareholders whose E-mail Address is not registered with the Depositories for Obtaining User ID and Password for E-Voting:

Shareholders/Members may send a request to evoting@nsdl.com for procuring User ID and Password for e-Voting by providing below mentioned documents:

1. Members whose shares are held in physical mode, are requested to provide folio no., name, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN Card), and Aadhaar (self-attested scanned copy of Aadhaar Card).
2. Members whose shares are held in demat mode, are requested to provide DP ID Client ID (16 digit DP ID + Client ID for NSDL demat accounts or 16 digit Beneficiary ID for CDSL demat accounts), name, client master or copy of consolidated account statement, PAN (self-attested scanned copy of PAN Card), and Aadhaar (self-attested scanned

copy of Aadhaar Card). If you are an individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.

3. 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.

G. INSTRUCTIONS FOR MEMBERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-voting during the AGM is the same as the instructions mentioned above for remote e-voting since the AGM is being held through VC/OAVM.

2. Only those Members who will be present in the AGM through VC/OAVM facility and have not cast their votes through remote e-Voting on the relevant Resolutions, and are otherwise not barred from doing so, shall be eligible to vote through the e-Voting system during the AGM.

3. Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM in respect of the Resolutions on which they have already cast their votes. Members who have cast their votes on some of the Resolutions through remote e-Voting shall be eligible to vote during the AGM in respect of the remaining Resolutions.

H. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the facility by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, Members will be able to see the link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the Notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through laptops for better experience.

3. Further, Members will be required to allow access to the Camera and use an Internet connection with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Members who would like to express their views/ have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs.acme@acme.in. The same will be replied by the company suitably.

I. Dispute Resolution Mechanism (SMART ODR)

In order to strengthen the dispute resolution mechanism for disputes between listed entities and/or their Registrars and Share Transfer Agents and shareholder(s)/investor(s), SEBI has prescribed an Online Dispute Resolution (**"ODR"**) mechanism for resolution of disputes in the Indian securities market through online conciliation and/ or arbitration, in accordance with the applicable SEBI framework.

Members/Investors may initiate dispute resolution through the applicable ODR mechanism after exhausting the available avenues for resolution of their grievance with the Company and, where applicable, through the SEBI Complaint Redress System (**"SCORES"**), in accordance with the applicable SEBI framework. Further details regarding the dispute resolution mechanism and the SMART ODR Portal are available on the Company's website at https://www.acmesolar.in

INFORMATION AT A GLANCE

Particulars	Details
Day, Date and Time of AGM	Tuesday, 29th September 2026 03:00 PM IST
Mode	Video Conference (VC)/Other Audio-Visual Means (OAVM)
Link for participation through VC/OAVM at the AGM	Members may attend the AGM through VC/OAVM through the NSDL e-Voting system by accessing www.evoting.nsdl.com and following the instructions provided in the Notice
Email and Contact Number for VC/ OAVM Assistance	• **NSDL helpdesk:** E-mail: evoting@nsdl.com or call on +91 22 4886 7000 • **CDSL helpdesk:** E-mail at helpdesk.evoting@cdslindia.com or call on toll free no. 1800-21-09911
Speaker registration and Period of registration	• **Speaker Registration:** Members are requested to send request for speaker registration from their registered e-mail address mentioning their name, DP ID and Client ID/Folio Number, PAN and mobile number to cs.acme@acme.in • **Period of registration:** Thursday, 24th September 2026 (9.00 A.M. IST) to Saturday, 26th September, 2026 (5.00 P.M. IST)
Cut-off date for e-voting	Wednesday, 23rd September 2026
Electronic Voting Event Number (EVEN)	141738
Remote E-voting start time and date	Saturday, 26th September 2026 (09.00 A.M. IST)
Remote E-voting end time and date	Monday, 28th September 2026 (5.00 P.M. IST)
Remote E-voting website	• NSDL: www.evoting.nsdl.com • CDSL: www.cdslindia.com
Registrar and Transfer Agent – Contact details	KFin Technologies Limited Selenium, Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampalli, Hyderabad – 500032. Email ID: einward.ris@kfintech.com Toll Free/Phone Number: 1800 309 4001 WhatsApp Number: (91) 910 009 4099 RTA Website: https://ris.kfintech.com
ACME Solar Holdings Limited – Contact details	• **Regd. Office:** Plot No. 152, Sector-44, Gurugram, Haryana - 122 002 Tel: +91-124-7117000 Fax: +91-124-7117001 • **Corporate Office:** 4th, 6th to 8th Floor, Block A1, DLF World Tech Park, DLF IT SEZ Silokhera, Sector 30, Gurugram, Haryana-122 001 Tel: +91-124-4507100 Fax: +91-124-7117001 • **Email:** cs.acme@acme.in; Website: www.acmesolar.in

EXPLANATORY STATEMENT

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, SECRETARIAL STANDARD-2 ON GENERAL MEETINGS AND REGULATION 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Item No. 3: Re-appointment of retiring Director

In terms of Section 152 of the Act, the Companies (Management & Administration) Rules, 2014, and the Articles of Association of the Company, Mr. Nikhil Dhingra, Whole Time Director and Chief Executive Officer of the Company, is due to retire by rotation in this Annual General Meeting. Mr. Nikhil Dhingra, being eligible, has offered himself for reappointment. Pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors recommends his reappointment as Director of the Company, acknowledging his invaluable contributions to the Board of Directors and the Company.

Details of Director seeking reappointment in pursuance of Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 on General Meetings

Name of Director and DIN	Mr. Nikhil Dhingra (DIN: 07835556)
Date of Birth (Age)	22nd July 1980 (46 years)
Qualification	Mr. Nikhil Dhingra holds a Bachelor's degree in Electrical Engineering from Kurukshetra University and a Post-Graduate Diploma in Management from the Indian Institute of Management, Bangalore.
Experience (including expertise in specific functional area)/Brief Resume)	Mr. Nikhil Dhingra is serving as the Whole-Time Director and Chief Executive Officer of ACME Solar Holdings Limited, where he oversees long-term growth strategies and ensures operational excellence across all verticals. He has held prominent leadership roles, including Chief Executive Officer at Oriental Tollways Private Limited and Vice President – Corporate Finance at ICICI Securities Limited. His visionary leadership, combined with a strong commitment to innovation, drives the company's continued growth and industry prominence. Mr. Dhingra holds a Bachelor's degree in Electrical Engineering from Kurukshetra University and a Post-Graduate Diploma in Management from the Indian Institute of Management, Bangalore, one of India's premier business schools.
Terms and Conditions of Appointment/Re-Appointment	As per the terms and conditions approved by the members on 26th April 2024
Remuneration last drawn (including sitting fees, if any) (financial year 2025-26)	INR 9.17 crore* (excluding stock option under the terms of ESOP scheme 2024)
Remuneration sought to be paid	INR 10.99 crore (excluding stock option under the terms of ESOP scheme 2024)
Date of first appointment on the Board	25th April 2024
Number of Shares held in the Company either self or as a beneficial owner as on date of AGM Notice	31,683 Equity Shares
Relationship with other Directors/Key Managerial Personnel	Not related to any Director/Key Managerial Personnel of the Company or its subsidiaries or associate companies
Number of meetings of the Board attended during FY 2025-26	Meeting held: 15 Meeting attended: 15
Directorships of other Boards as on date of AGM Notice	Nil
Membership/Chairmanship of Committees of other Boards as on date of AGM Notice	Nil
Listed entities from which the Director has resigned in the past three years	Nil

* Mr. Dhingra was granted 12,87,801 employee stock options having exercise price of INR 2, under ESOP 2024 on 07th October 2024, vesting in four equal annual tranches, the first of which vested on 06th October 2025. No further grant of stock options has been made to him since 07th October 2024.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 3 of this Notice, except the Director proposed to be re-appointed, to the extent of his directorship and shareholding in the Company.

The Board recommends the Ordinary Resolution set out at Item No. 3 of this Notice for approval by the members.

Item No. 4: Appointment of joint Statutory Auditor and fixation of their remuneration

In terms of Section 139(2) of the Companies Act, 2013 (**"Act"**), no listed Company shall appoint or re-appoint (a) an individual as auditor for more than one term of five consecutive years and (b) an audit firm as auditor for more than two terms of five consecutive years.

M/s. Walker Chandiok & Co. LLP, Chartered Accountants, (ICAI Firm Registration No.: 001076N/N500013), are currently serving their second and final permissible consecutive term as joint statutory auditor, which will conclude at the conclusion of ensuing 11th Annual General Meeting of the Company to be held in FY 2026-27. Accordingly, M/s Walker Chandiok & Co. LLP will not be eligible for further re-appointment in terms of Section 139(2) of the Act.

The Company currently has a joint statutory audit structure. Upon the retirement of M/s Walker Chandiok & Co. LLP at the conclusion of ensuing 11th Annual General Meeting, M/s A Prasad & Associates, the other joint statutory auditor of the Company, which was appointed in the 10th Annual General Meeting of the Company for FY 2025-26 to FY 2029-30, will continue to hold office pursuant to its existing term. Their term will not be affected by the proposed appointment of M/s. BSR & Co. LLP as joint statutory auditor of the Company.

Upon recommendation of the Audit Committee, the Board of Directors of the Company (**"Board"**) at its meeting held on 01st September 2026, has recommended, the appointment of M/s BSR & Co. LLP, Chartered Accountants (Firm Registration No.: 101248W/W-100022), as the joint statutory auditor of the Company in place of M/s Walker Chandiok & Co. LLP. The proposed appointment shall be for the first term of 5 (five) consecutive years, and M/s BSR & Co. LLP will hold office for a period of 5 (five) consecutive years from the conclusion of the ensuing 11th (Eleventh) Annual General Meeting until the conclusion of the 16th (Sixteenth) Annual General Meeting, subject to the approval by the members of the Company at the ensuing Annual General Meeting.

M/s BSR & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India. The firm has subjected itself to the Peer Review process of the Institute of Chartered Accountants of India and holds a valid Peer Review Certificate.

The proposed remuneration payable to M/s BSR & Co. LLP shall be INR 0.09 crore only towards the audit of standalone and consolidated financial statements for the FY 2026-27 and INR 0.30 crore only for each limited review of financial results (excluding the March quarter), plus applicable taxes and reimbursement of out-of-pocket expenses. For subsequent year(s) during its term, such fees as may be mutually agreed between/determined by the Board (or committee thereof) in consultation with the BSR & Co. LLP shall be payable.

The remuneration paid to M/s Walker Chandiok & Co. LLP was INR 0.08 crore only towards the audit of standalone and consolidated financial statements for the FY 2025-26 and INR 0.30 crore only for each limited review of financial results (excluding the March quarter), plus applicable taxes and reimbursement of out-of-pocket expenses.

The proposed appointment and remuneration has been recommended by the Audit Committee after considering, *inter alia*, the scope and complexity of the audit, the size and scale of the Company's operations, the number of reporting entities covered under the audit, the expertise and past experience of the proposed joint statutory auditors, the time and effort expected to be deployed for the audit engagement. In the opinion of the Audit Committee, the proposed remuneration payable to M/s BSR & Co. LLP is fair keeping in mind the above-mentioned factors. There is no material change in the fees payable to M/s BSR & Co. LLP as compared to the outgoing auditor.

The detailed terms of appointment shall be finalised by the Board of Directors, which may authorise any Director, Chief Financial Officer or other officer of the Company, as it may deem fit, to finalise the same and undertake all necessary acts in connection therewith.

Besides the audit services, the Company may also obtain other permissible non-audit services as required from time to time, in compliance with the provisions of Section 144 of the Act, for which the joint statutory auditor will be remunerated separately as may be mutually agreed between the Board (including any committees thereof), and the joint statutory auditor.

Brief Profile of Statutory Auditor:

B S R & Co. was constituted on 27th March, 1990 as a partnership firm and was thereafter converted into limited liability partnership i.e. B S R & Co. LLP, on 14th October 2013. The registration no. of the firm is 101248W/W-100022. B S R & Co. LLP is a member entity of B S R & Affiliates, a network registered with the Institute of Chartered Accountants of India. The firm has over 4000 staff and 170+ partners and has offices across 14 locations. The firm audits various companies listed on stock exchanges in India including companies in the Power, Infrastructure and Renewable-energy sector.

M/s. BSR & Co. LLP has furnished its written consent and a certificate confirming its eligibility for appointment as joint statutory auditor of the Company under

the Act, and that its appointment, if made, shall be in accordance with the applicable provisions of the Act and the rules made thereunder. The firm is peer reviewed and holds a valid Peer Review Certificate issued by the Institute of Chartered Accountants of India, copy of which has been obtained by the Company.

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

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

Item No. 5: Consideration and approval of the alteration of the Objects clause of the Memorandum of Association of the Company

The existing Objects Clause of the Memorandum of Association was formulated at an earlier stage of the Company's development and contains broad enabling provisions relating to electricity generation and sale, electricity trading, and transmission and distribution systems and associated infrastructure. In view of the evolution of the Company's business and the continuing development of technologies, market structures and the regulatory framework, the Board considers it appropriate to modernise, consolidate and expressly articulate the Company's objects relating to the electricity value chain. The proposed Clause III.(A)4 will align the Memorandum of Association with the Company's existing business and clearly set out the related and complementary activities that the Company may evaluate and undertake as the sector continues to evolve, without representing a departure from the Company's existing business activities.

The Board also considers it appropriate to enable the Company to evaluate opportunities in data centres and related digital and computing infrastructure. Such infrastructure is power and infrastructure-intensive and may offer synergies with the Company's existing energy and infrastructure capabilities. The proposed Clause III.(A)5 is enabling in nature and is intended to allow the Company to evaluate and, where considered strategically appropriate, pursue such opportunities from time to time.

The proposed alteration does not, by itself, constitute approval of any specific project, investment, transaction, financing or capital allocation. Any specific opportunity will be separately evaluated having regard to its strategic fit, expected returns, associated risks, funding requirements and potential value creation for the Company and its shareholders, and will be undertaken subject to the necessary corporate, contractual and regulatory approvals and disclosures, as applicable.

A copy of the redlined version of the amended Clause III.(A) of the Memorandum of Association of the Company, highlighting the specific changes proposed therein, is available at the website of the Company at www.acmesolar.in , for inspection by the Members, without any fee, from the date of circulation of this Notice up to the conclusion of the AGM. Members desirous of inspecting the same may also send a request at cs.acme@acme.in or on einward.ris@kfintech.com.

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

In view of the above rationale, the Board of Directors in its meeting held on 01st September 2026, recommended the resolution set out at Item No. 5 for approval of the members by way of a Special Resolution.

BY **ORDER OF THE BOARD OF DIRECTORS**
FOR **ACME SOLAR HOLDINGS LIMITED**

Rajesh Sodhi
Company Secretary and Compliance Officer

Place: Gurugram

Date: 01st September 2026

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