

11th August, 2025

AL/CS/BSE/035/2025-26

The Manager (Corporate Compliances)

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai – 400 001.

Dear Sir/Madam,

**SUB: DETAILS REGARDING VOTING RESULTS OF (01/2025-2026) EXTRA ORDINARY
GENERAL MEETING AS PER REGULATION 44(3) OF SEBI (LISTING
OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

REF: SCRIP CODE: 517494

With reference to the Company's letter **AL/CS/BSE/019/2025-26** dated 07th July , 2025 regarding notice of the (01/2025-2026) Extra Ordinary General Meeting ("EGM") of the Company, we wish to inform that in Compliance with Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations") the Company has sought the Members approval by way of Special resolution through remote E-voting, E-Voting at the EGM and Ballot Paper for the resolutions as mentioned in the Notice

In this regard, please find enclosed the following:

1. Voting Results of (01/2025-2026) Extra Ordinary General Meeting ("EGM") of the Company held on Saturday, 09th August, 2025 at 12.10 PM Hrs. (IST) at the Registered office of the Company. **Annexure A**
2. Scrutinizer's Report on E-voting, E-Voting at the EGM and Ballot Paper at EGM dated 25th September, 2024 issued by Mr. F. Raymond Albyness, Advocate being Scrutinizer appointed by Hon'ble NCLT, Chennai (order dated 27.06.2025) as per Section 108 and 110 of the Companies Act 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014 – **Annexure B**

ACCEL LIMITED



This is for your information and record.

Thanking you,

Yours faithfully,
For **Accel Limited**

Vishnu Sivananadan
Company Secretary and Compliance Officer

Encl: As above

Voting Results – Extra Ordinary General Meeting

Name of the Company	ACCEL LIMITED
Date of the Annual General Meeting	Saturday, 09 th August, 2025
Total number of shareholders on record date	12,436
No. of shareholders present in the meeting either in person or through proxy	46
Promoters and Promoter	4
Public	42
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter	0
Public	0

Accel Limited

Resolution required:	Special Resolution							
Resolution 1	To receive, consider and adopt: 1. Approval of scheme of amalgamation of Accel Media Ventures Limited with Accel Limited and related matter.							
Category	Mode of Voting	No. Of shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	Remote E-Voting	4,10,10,661	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA					
	Total		0	0	0	0	0	0
Public-Institutions	Remote E-Voting	1,43,064	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA					
	Total		0	0	0	0	0	0
Public-Non-Institutions	Remote E-Voting	1,64,18,676	34,26,280	0	34,26,280	0	100	0
	E-voting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA					
	Ballot paper at EGM		3,32,047	0	3,32,047	0	100	
	Total		37,58,327	0	37,58,327	0	100	0
Total		5,75,72,401	37,58,327		37,58,327	0	100	0



F. Raymond Albyness M.Sc., M.L., PGDIPR., PGDML.,
Advocate, Madras High Court

SCRUTINIZER'S REPORT

(Equity Shareholders of Accel Limited)

(Voting through remote e-voting / e-voting, NSDL and Ballot Paper)

*(Pursuant to the common order passed by the National Company Law Tribunal,
Division Bench- II, Chennai, dated 27th June 2025)*

In the matter of Scheme of Amalgamation between

Accel Media Ventures Limited (*Transferor Company*)

With and into

Accel Limited (*Transferee Company*)

To,

Justice (Retd) Ilangoan, Former Judge, Madras High Court

Chairperson Appointed by the Hon'ble NCLT, Division Bench- II, Chennai

For the Equity Shareholders Meeting of Accel Limited (Transferee Company)

Ref: Common Order passed by NCLT, Division Bench- II, Chennai dated June 27, 2025 in CA(CAA)/42(CHE)/2025 and CA(CAA)/43(CHE)/2025 along with the proposed scheme of Amalgamation.

Sub: Scrutinizer's Report for the meeting of Equity Shareholders of Accel Limited which was held on August 9, 2025 at 11:30 AM as per the directions of the Hon'ble National Company Law Tribunal, Chennai in the matter of scheme of Amalgamation under Section 230-232 and other relevant provisions of the Companies Act, 2013.

Dear Sir,

1. I, F Raymond Albyness, Advocate was appointed as a Scrutiniser for the meeting of the Equity Shareholders of Accel Limited by the National Company Law Tribunal, Chennai Bench ("NCLT" or "Tribunal") vide Order dated June 27, 2025 for the purpose of scrutinizing the e-voting on the resolution contained in the Notice of meeting of Equity Shareholders of Accel Limited. The same was convened as per the directions in relation to the Hon'ble NCLT and other applicable provisions of the Companies Act, 2013.



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Advocate, Madras High Court

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2. The Company has ensured compliance with respect to the provisions of the Companies Act, 2013 and other relevant sub-ordinate legislation relating to remote e-voting through NSDL by the Equity Shareholders of the Company on the resolution contained in the notices. Further as a Scrutinizer, I have ensured that the e-voting process of the meeting is conducted in a fair and transparent manner.

I DO SUBMIT MY REPORT AS HEREUNDER:

3. The Equity Shareholders as on Saturday August 2, 2025 (cut-off date for Equity Shareholders) were entitled to vote on the resolution set out in the Notice through remote e-voting and voting at the meeting.
4. The voting period for remote e-voting commenced on Wednesday, August 6, 2025 (09:00 hrs IST) and ended on Friday, August 8, 2025(17:00 hrs IST). The remote e-voting module was disabled by NSDL for voting thereafter.
5. The Equity Shareholders meeting was convened on Saturday, August 9, 2025 at 11:30 AM in accordance with the directions of the orders referred above. The quorum fixed for the meeting was 300 (three hundred). Since the requisite quorum was not present, the meeting was adjourned by 30 minutes as per the directions of Hon'ble NCLT.
6. The meeting, then resumed at 12:00 P.M. with 46 Equity shareholders present physically in person / proxy or through authorized representatives. The Company has also provided facility for physical voting through ballot paper and also e-voting facility at the meeting for those Equity Shareholders who had not cast their vote on the resolution earlier.
7. The equity shareholders have casted their vote through ballot paper and also by the e-voting at the meeting which was kept open for voting for a period of 30 minutes after the conclusion of the meeting.

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8. After demand for poll was made at the Meeting, a poll box was kept for polling and was locked in my presence with due identification marks placed by me. The key of the poll box was handed over to the Chairman of the Meeting after locking it.
9. Upon completion of the voting, the locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company. The remote e-voting was blocked by me on the NSDL website at 2:00 P.M.
10. I have scrutinized and reviewed the votes tendered therein. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid
11. During the course of the said meeting the Chairman after reading out the resolution, directed the management to explain the rationale, salient features and objective of the scheme. The same was explained by the management and thereafter, the Chairman directed commencement of e-voting. After the conclusion of the e-voting, the final report was downloaded from my login.
12. The resolution as set out in the notice is reproduced below:

"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013, rules, circulars, notifications, if any, made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the regulations and guidelines issued by the Securities and Exchange Board of India (SEBI) from time to time, and the applicable provisions of the Memorandum and Articles of Association of the Company and subject to the approval of the Hon'ble National Company Law Tribunal, Chennai Bench and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the Hon'ble National Company Law Tribunal, Chennai Bench or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the ("Board")), which term shall

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be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) authorized by the Board to exercise its powers including the powers 4 conferred by this resolution), the Scheme of Amalgamation for merger of the businesses of Accel Media Ventures Limited with Accel Limited ("Scheme"), be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the amalgamation/merger embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the Hon'ble National Company Law Tribunal, Chennai Bench or such other regulatory/statutory authorities while sanctioning the amalgamation/merger embodied in the Scheme or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme or for any other such reason, as the Board may deem fit and proper."

13. The results of the voting seeking approval of Equity Shareholders of the Company to the proposed scheme is as under

i. Votes in favour of the resolution

Mode of voting	Number of Equity Shareholders who voted (In Favour)	% of the total number of Equity Shareholders who voted (In Favour)	Number of valid votes cast by them (Number of shares) (In Favour)	% total number of valid votes cast (In Favour)
Remote e-voting	44	70.97%	4,44,36,741	99.2579%
E-voting at the meeting	1	1.61%	200	0.0004%
Ballot Paper	17	27.42%	3,32,047	0.7417%
Total	62	100%	4,47,68,988	100%

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Advocate, Madras High Court

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ii. Votes against the resolution

Mode of voting	Number of Equity Shareholders who voted (Against)	% of the total number of Equity Shareholders who voted (Against)	Number of valid votes cast by them (Number of shares) (Against)	% total number of valid votes cast (Against)
Remote e-voting	0	0	0	0
E-voting at the meeting	0	0	0	0
Ballot Paper	0	0	0	0
Total	0	0	0	0

iii. Invalid votes

Mode of voting	Number of votes casted	Number of votes declared invalid
Remote e-voting	0	0
E-voting at the meeting	0	0
Ballot Paper	4	7,90,390
Total	4	7,90,390*

(* Out of 4 votes by ballot paper, 3 votes have been declared as invalid due to multiple voting i.e. by e-voting and also by ballot paper. Hence only the e-voting was considered as valid and ballot paper was taken as invalid, even though vote by both means were casted 'in favour'.)

14. As mentioned in the Notice to the equity shareholders, in accordance with the provisions of Section 230-232 of the Act, the Scheme shall be considered

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approved by the equity shareholders only if the aforesaid resolution has been approved by majority of persons representing three-fourth in value of the equity shareholders through remote e-voting prior to the Meeting and e-voting during the Meeting.

15. In addition to the above requirements under Section 230-232 of the Act, as per Rule 10(b) of the SEBI Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023, the Scheme shall be acted only if the number of votes cast by the Public Shareholders in favour of the resolution are more than the number of votes cast by the Public Shareholders against it.

16. The result of remote e-voting prior to the Meeting and e-voting during the Meeting and vote through Ballot Paper of public equity shareholders (**excluding promoter and promoter group**), on the resolution is as follows:

i. Votes in favour of the resolution (PUBLIC HOLDING)

Mode of voting	Number of Equity Shareholders who voted (In Favour)	% of the total number of Equity Shareholders who voted (In Favour)	Number of valid votes cast by them (Number of shares) (In Favour)	% total number of valid votes cast (In Favour)
Remote e-voting	40	68.97%	34,26,080	91.160%
E-voting at the meeting	1	1.72%	200	0.005%
Ballot Paper	17	29.31%	3,32,047	8.835%
Total	58	100%	37,58,327	100%

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ii. Votes against the resolution (PUBLIC HOLDING)

Mode of voting	Number of Equity Shareholders who voted (Against)	% of the total number of Equity Shareholders who voted (Against)	Number of valid votes cast by them (Number of shares) (Against)	% total number of valid votes cast (Against)
Remote e-voting	0	0	0	0
E-voting at the meeting	0	0	0	0
Ballot Paper	0	0	0	0
Total	0	0	0	0

iii. Invalid votes (PUBLIC HOLDING)

Mode of voting	Number of votes casted	Number of votes declared invalid
Remote e-voting	0	0
E-voting at the meeting	0	0
Ballot paper	4	7,90,390
Total	4	7,90,390*

(* Out of 4 votes by ballot paper, 3 votes have been declared as invalid due to multiple voting i.e. by e-voting and also by ballot paper. Hence only the e-voting was considered as valid and ballot paper was taken as invalid, even though vote by both means were casted 'in favour'.)

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17. In view of the above scrutiny, I hereby certify and report that the resolution has been passed with requisite majority (in terms of the Act) by the Equity Shareholders of the Company.
18. The list of Equity Shareholders who voted by way of Ballot Paper is appended as "Annexure – I" and the List of Equity Shareholders voted in remote e-voting and e-voting at the meeting is attached as "Annexure – II" to the report. All other relevant electronic records relating to the remote e-voting and e-voting at the meeting have been emailed to your good self and handed over to Mr. Vishnu Sivanandan, Company Secretary of the Company for safekeeping
19. Based on the above information, you may accordingly declare the results.

Signature of the Scrutiniser

Name: F. Raymond Albyness

Place: Chennai

Date: 11.08.2025

F. RAYMOND ALBYNESS, M.Sc., M.L.,
Advocate
"Infant Jesus Cottage",
No. 102A/24, LDG Road, Little Mount,
Saidapet, Chennai - 600015. Ph: 9677172756
Email: albyness@gmail.com

For ACCEL LIMITED

Company Secretary



F. Raymond Albyness M.Sc., M.L., PGDIPR., PGDML.,
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ANNEXURE – I

**LIST OF EQUITY SHAREHOLDERS OF M/S. ACCEL LIMITED WHO VOTED ON THE
RESOLUTION AT THE MEETING HELD ON 9TH AUGUST 2025**

S. No.	NAME OF EQUITY SHAREHOLDER	ATTENDED IN PERSON / PROXY	IN FAVOUR / AGAINST	VALUE OF SHARES
1	AL Palaniappan	In person	In Favour	1
2	S. Padamanabhan	In person	In Favour	10
3	Raju Eashwaran	In person	In Favour	160
4	Pandiaraj G	In person	In Favour	5
5	Vijayakumar MR	In person	In Favour	3550
6	Rajagopalan Subramanian	In person	In Favour	2423
7	Ravindran T	In person	In Favour	460
8	Retna Rekha	Proxy	In Favour	50501
9	Gokula Krishnan S	In person	In Favour	109815
10	K Venkatesh	In person	In Favour	20651
11	Jaishankar Unnithan	In person	In Favour	100
12	Abdul Salam N M	In person	In Favour	28833
13	Joseph Kurumkulathil	In person	In Favour	4500
14	Alagu Swaminathan	In person	In Favour	80000
15	Tholkappiar	In person	In Favour	337
16	Raveendra Nair	In person	In Favour	1
17	Suraj S Prabhu	Proxy	In Favour	10500
18	Austin Paul	In person	Invalid / Since already e-voted	722582
19	Amita A Pai	Proxy	Invalid / Since already e-voted	11610
20	Subrata Saha	In person	Invalid / Since already E-voted	41000
21	Krishnan Lal	In person	Invalid - No votes casted	15198


F. RAYMOND ALBYNESS, M.Sc., M.L.,
Advocate

"Infant Jesus Cottage",

No. 102A/24, LDG Road, Little Mount,
Saidapet, Chennai - 600015. Ph: 9677192756
Email: albyness@gmail.com

e-Voting Module



Result File : 134427

EVEN	ISIN	ISIN_NAME	START_DATE	END_DATE	RESULT_DATE	STATUS	EVEN_RATIO
134427	INE258C01038	ACCEL LIMITED EQ NEW FV RS. 2/	09-08-2025	09-08-2025	11-08-2025	U	1.00

EVEN	RESOLUTION ID	OPTION ID	OPTION NAME	VOTER COUNTS	VOTE COUNTS
134427	1	1	I/We assent to the resolution(For/ Yes/ Favour)	45	44436941.000
134427	1	2	I/We dissent to the resolution(Against/ No)	0	0.000

EVEN	USER_ID	USER_NAME	RESOLUTION_ID	OPTION_ID	HOLDING	VOTES	CAST_VOTE_DATE
134427	IN30163740439916	SACHIN T PRABHU	1	1	108218.000	108218.000	Aug 6, 2025 6:20:46 PM
134427	IN30163740389715	LAKSHMPATHI R	1	1	135000.000	135000.000	Aug 6, 2025 12:21:20 PM
134427	1208870156985425	MANJIT SINGH	1	1	25.000	25.000	Aug 6, 2025 12:28:08 PM
134427	IN30023911144777	GANGA DEVI B	1	1	326250.000	326250.000	Aug 6, 2025 12:29:00 PM
134427	IN30267933592837	SURENDRAN THEKKIDITHAN VEETTIL	1	1	4500.000	4500.000	Aug 6, 2025 12:31:03 PM
134427	IN30163710364747	PANICKER N R	1	1	23281032.000	23281032.000	Aug 6, 2025 12:47:34 PM
134427	IN30163740449898	HARIKRISHNA R	1	1	6698000.000	6698000.000	Aug 6, 2025 12:51:18 PM
134427	IN30163740498425	SHRUTHI PANICKER	1	1	6506851.000	6506851.000	Aug 6, 2025 12:52:22 PM
134427	IN30163710365980	SREKUMARI R PANICKER	1	1	4524778.000	4524778.000	Aug 6, 2025 12:53:01 PM
134427	IN30302851770696	S V RAO	1	1	66254.000	66254.000	Aug 6, 2025 1:01:34 PM
134427	IN30011810037013	BAYANT KUR SAHNI	1	1	500.000	500.000	Aug 6, 2025 1:35:23 PM
134427	IN30023915672889	AUSTIN PAUL ANTONY	1	1	722582.000	722582.000	Aug 6, 2025 1:36:17 PM
134427	IN30047610434755	R GANESH	1	1	400000.000	400000.000	Aug 6, 2025 1:59:36 PM
134427	1204880000141972	K BHARAT RAJ	1	1	1.000	1.000	Aug 6, 2025 2:04:16 PM

F. S. Sanyal

134427	IN30023916624581	PAVITHRA	1	1	80.000	80.000	Aug 6, 2025 2:07:36 PM
134427	IN30047640340600	PHILIP JOHN	1	1	111000.000	111000.000	Aug 6, 2025 2:58:02 PM
134427	IN30163710342398	ARUNA T PRABHU	1	1	1179674.000	1179674.000	Aug 6, 2025 3:10:28 PM
134427	IN30163710342460	PRABHU S T	1	1	150520.000	150520.000	Aug 6, 2025 3:19:15 PM
134427	IN30302859438027	DIPTESH SAHA	1	1	50000.000	50000.000	Aug 6, 2025 3:38:07 PM
134427	IN30163740939249	CHANDRASEKAR J	1	1	3400.000	3400.000	Aug 6, 2025 4:32:40 PM
134427	1208870027547821	DEEPAK PRAKASH POUNIKAR	1	1	1.000	1.000	Aug 6, 2025 5:11:56 PM
134427	IN30023910611766	AMITTA A PAI	1	1	11610.000	11610.000	Aug 6, 2025 5:19:47 PM
134427	IN30115124050898	SUBRATA SAHA	1	1	41000.000	41000.000	Aug 6, 2025 5:30:42 PM
134427	IN30290247237255	RTU SHAH	1	1	500.000	500.000	Aug 6, 2025 5:38:37 PM
134427	IN30146910152292	HARESH MANUBHAI PRAJAPATI	1	1	80.000	80.000	Aug 6, 2025 6:09:47 PM
134427	IN30021417245139	ANKUSH BHAGWANT DARADE	1	1	8.000	8.000	Aug 6, 2025 8:26:58 PM
134427	IN30102221347362	YEDLAPALLI VENKATA GANESHWARA RAO	1	1	14192.000	14192.000	Aug 6, 2025 9:25:14 PM
134427	IN30302860008398	T S BALASUBRAMANIAM	1	1	15000.000	15000.000	Aug 6, 2025 11:54:51 PM
134427	IN30115113190063	AMIRALI ROSHANALI LAKDAWALA	1	1	801.000	801.000	Aug 7, 2025 11:00:14 AM
134427	1206420011242432	RAJENDRAKUMAR NATHUJI RATHOD	1	1	100.000	100.000	Aug 7, 2025 1:50:46 PM
134427	IN30299410080298	VINITA JAIN	1	1	200.000	200.000	Aug 7, 2025 3:11:27 PM
134427	IN30267932462072	SHANTHI CHANDRASEKARAN	1	1	21024.000	21024.000	Aug 7, 2025 3:35:40 PM
134427	IN30163740447548	SNEHA RAJAN	1	1	3000.000	3000.000	Aug 7, 2025 3:36:25 PM
134427	IN30163740907872	GAYATRI L	1	1	16000.000	16000.000	Aug 7, 2025 4:06:05 PM
134427	IN30002010505408	C CHANDRASEKARAN	1	1	40.000	40.000	Aug 7, 2025 8:13:57 PM
134427	IN30302854974160	RAMESH NAMA	1	1	30000.000	30000.000	Aug 7, 2025 8:37:55 PM
134427	IN30047610216547	ROHAN STEPHEN RODRIGUES	1	1	3600.000	3600.000	Aug 7, 2025 10:25:37 PM
134427	IN30151610099298	KURIAKOSE K K	1	1	40.000	40.000	Aug 8, 2025 5:24:25 AM
134427	IN30034310125843	JYOTINDRA ACHARYA	1	1	40.000	40.000	Aug 8, 2025 8:29:59 AM
134427	1204720012925810	BHAVESH GANESH VYAS	1	1	5000.000	5000.000	Aug 8, 2025 9:05:02 AM
134427	1208880013037781	JOEL SURENDRAN	1	1	100.000	100.000	Aug 8, 2025 9:51:49 AM
134427	IN30302858909438	BABITHA SURENDRAN	1	1	5000.000	5000.000	Aug 8, 2025 10:30:35 AM
134427	1208870314233968	SUDEEP KUMAR SEN .	1	1	500.000	500.000	Aug 8, 2025 12:21:40 PM
134427	IN30018312794243	N GOPALA KRISHNAN	1	1	240.000	240.000	Aug 8, 2025 4:03:06 PM
134427	IN30020610104759	SUNIL KUMAR JAIN SARAF	1	1	200.000	200.000	Aug 9, 2025 11:40:56 AM

