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ACCORD TRANSFORMER & SWITCHGEAR LIMITED

CORPORATE IDENTITY NUMBER: U31500HR2014PLC052544

Our Company was originally incorporated as 'Accord Transformer & Switchgear Private Limited' a private limited company under the Companies Act, 2013 at Gurgaon, Haryana, pursuant to a certificate of incorporation dated June 20, 2014, issued by the Registrar of Companies, Delhi and Haryana, ("RoC"). Thereafter, name of our Company was changed from 'Accord Transformer & Switchgear Private Limited' to 'Accord Transformer & Switchgear Limited', consequent to conversion of our Company from private to public company, pursuant to a special resolution passed by the shareholders of our Company on October 22, 2024 and a fresh certificate of incorporation consequent to conversion of the company was issued by the Registrar of Companies, Central Processing Centre on December 04, 2024. Our Company's Corporate Identity Number is U31500HR2014PLC052544. For details of change in administration of our Company, please refer to the chapter titled "History and Certain Corporate Matters" on page 126 of the Red Herring Prospectus.

Registered Office: Unit No. 724, Seventh Floor, Eros Corporate Park, K Block, Sector 2, IMT Manesar, Gurgaon, Manesar, Haryana, India, 122052
Tel: +91 85274 22944; E-mail id: compliance@atsgroup.in; Investor Grievance Mail Id: investorrelations@atsgroup.in; Website: <https://atsgroup.in/>
Contact Person: Ms. Tulsi Sharma, Company Secretary and Compliance Officer;

PROMOTERS OF OUR COMPANY: MR. PRADEEP KUMAR VERMA AND MRS. SHALINI SINGH

THE ISSUE

INITIAL PUBLIC OFFER OF UP TO 55,62,000 EQUITY SHARES OF FACE VALUE ₹ 10 EACH (THE "EQUITY SHARES") OF ACCORD TRANSFORMER & SWITCHGEAR LIMITED ("OUR COMPANY" OR THE "ISSUER") FOR CASH AT AN ISSUE PRICE OF ₹ [•] PER EQUITY SHARE (INCLUDING A SECURITIES PREMIUM OF ₹ [•] PER EQUITY SHARE) ("ISSUE PRICE"), AGGREGATING UP TO ₹ [•] THOUSANDS (THE "ISSUE") OF WHICH UP TO 2,82,000 EQUITY SHARES OF FACE VALUE ₹ 10 EACH AGGREGATING TO ₹ [•] THOUSANDS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. ISSUE OF UP TO 52,80,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH AT AN ISSUE PRICE OF ₹ [•] PER EQUITY SHARE AGGREGATING UP TO [•] THOUSANDS IS HERINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 27.04 % AND 25.66 % RESPECTIVELY OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

*Subject to finalization of basis of allotment.

DETAILS OF THE SELLING SHAREHOLDERS, OFFER FOR SALE AND WEIGHTED AVERAGE COST OF ACQUISITION: NOT APPLICABLE
THE COMPANY HAS COMPLETED PRE IPO PLACEMENTS IN A PRICE RANGE OF RS. [-] TO RS. [-] PER EQUITY SHARE- NOT APPLICABLE

PRICE BAND: ₹ 43/- TO ₹ 46/- PER EQUITY SHARE OF FACE VALUE ₹ 10/- EACH.
THE FLOOR PRICE IS 4.30 TIMES OF THE FACE VALUE AND THE CAP PRICE IS 4.60 TIMES OF THE FACE VALUE OF THE EQUITY SHARES.
THE PRICE TO EARNING RATIO BASED ON DILUTED EPS FOR FISCAL 2025 AT THE FLOOR PRICE IS 9.89 TIMES AND AT THE CAP PRICE IS 10.57 TIMES.
BIDS CAN BE MADE FOR A MINIMUM OF 6000 EQUITY SHARES AND IN MULTIPLES OF 3000 EQUITY SHARES THEREAFTER.

BID/ISSUE PROGRAMME

ANCHOR PORTION ISSUE OPENS/CLOSES ON: FRIDAY, FEBRUARY 20, 2026*

BID/ISSUE OPENS ON: MONDAY, FEBRUARY 23, 2026*

BID/ISSUE CLOSES ON: WEDNESDAY, FEBRUARY 25, 2026 ^**

*The Company may, in consultation with the Book Running Lead Manager, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/Offer Period shall be one Working Day prior to the Bid/Offer Opening Date.

**Our Company may in consultation with the BRLMs, consider closing the Bid/Offer Period for QIBs one Working Day prior to the Bid/Offer Closing Date in accordance with the SEBI ICDR Regulations.

^ IPI mandate end time and date shall be at 5:00 pm on the Bid/Offer Closing Date.

BRIEF DESCRIPTION OF THE BUSINESS OF THE COMPANY

We are engaged in the design, engineering, manufacturing and supply of a diversified range of electrical power and distribution transformers, and related equipment. Established over 10 years ago, we cater to both standard and customised requirements of clients in the power transmission and distribution sector, renewable energy, industrial applications, infrastructure projects and electric vehicle (EV) charging networks.

With expertise in the design, manufacture, testing, and deployment of critical power systems, our Company offers a comprehensive product portfolio including:

- Distribution transformers
- Power transformers
- Dry-type transformers
- Package substations
- Special-purpose transformers
- Low-voltage (LV) control panels
- Medium-voltage (MV) / Vacuum Circuit Breaker (VCB) panels
- Busducts, cable trays, and associated switchgear assemblies.

We operate 2 manufacturing facilities located in Bhiwadi, Rajasthan (two units), supported by our registered office in Manesar, Haryana. Our facilities are equipped with advanced machinery including plasma cutting systems, MIG and arc welding machines, shot blasting and painting booths, foil winding machines, busbar processing equipment, and comprehensive in-house testing laboratories. We follow ZED (Zero Effect, Zero Defect) manufacturing principles and maintain an Integrated Management System certified under ISO 9001:2015, ISO 14001:2015, and ISO 45001:2018.

For further details, please refer to the chapter titled "Our Business" on page 101 of the Red Herring Prospectus.

THIS ISSUE IS BEING MADE THROUGH BOOK BUILDING PROCESS, IN TERMS OF REGULATION 229(2) OF CHAPTER IX OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 (THE "SEBI (ICDR) REGULATIONS"), AS AMENDED READ WITH RULE 19(2)(B) OF SECURITIES CONTRACTS (REGULATION) RULES, 1957, AS AMENDED. THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON SME PLATFORM OF BSE LIMITED. FOR THE PURPOSE OF THE ISSUE BSE LIMITED SHALL BE THE DESIGNATED STOCK EXCHANGE

ALLOCATION OF THE ISSUE

• QIB PORTION: NOT MORE THAN 50.00% OF THE NET ISSUE • INDIVIDUAL INVESTOR PORTION: NOT LESS THAN 35.00% OF THE NET ISSUE
• NON-INSTITUTIONAL PORTION: NOT LESS THAN 15.00% OF THE NET ISSUE • MARKET MAKER PORTION: UP TO 2,82,000 EQUITY SHARES OR 5.07% OF THE ISSUE

IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST ONLY RELY ON THE INFORMATION INCLUDED IN THE RED HERRING PROSPECTUS AND THE TERMS OF THE ISSUE, INCLUDING THE RISKS INVOLVED AND NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION ABOUT THE ISSUE AVAILABLE IN ANY MANNER. Potential investors should only refer to this pre-issue and price band advertisement for the issue and should not rely on any media articles/ reports in relation to the valuation of the company as these are not endorsed, published or confirmed either by the company or the Book Running Lead Manager to the Issue ("BRLM"). In accordance with the recommendation of the Independent Directors of our Company, pursuant to their resolution dated February 16, 2026, the above provided price band is justified based on quantitative factors/KPIs disclosed in the "Basis for Issue Price" section beginning on page no. 76 of the Red Herring Prospectus vis-à-vis the weighted average cost of acquisition (WACA) of primary and secondary transaction(s) as applicable disclosed in the "Basis for Issue Price" section beginning on page no. 76 of the Red Herring Prospectus and provided below in the advertisement.

FOR FURTHER DETAILS, PLEASE REFER TO THE CHAPTER TITLED "ISSUE PROCEDURE" BEGINNING ON PAGE 202 OF THE RED HERRING PROSPECTUS. A COPY OF THE RED HERRING PROSPECTUS WILL BE DELIVERED FOR REGISTRATION TO THE REGISTRAR OF COMPANIES, DELHI AND HARYANA AS REQUIRED UNDER SECTION 26 AND 32 OF THE COMPANIES ACT, 2013.

RISKS TO INVESTORS

Summary description of key risk factors based on materiality

For details refer to section titled "Risk Factors" on page 25 of the Red Herring Prospectus.

- We do not own the premises in which one of our manufacturing units is located and the same are on lease arrangement. Any termination of such lease and/or non-renewal thereof and attachment by Property Owner could adversely affect our operations.
- We are contractually and commercially subject to stringent performance obligations, including requirements relating to quality and delivery, and any failure to adhere to such obligations may result in cancellation of existing or prospective orders, initiation of product recalls, or the assertion of warranty and liability claims against us.
- A significant portion of our revenues is derived from a limited number of customers, and the loss of one or more such customers may adversely affect our business, cash flows, results of operations and financial condition.
- Our business is dependent on the accuracy and effectiveness of our product design process and any deficiency in this process may adversely affect our operations, business and reputation.
- The demand for our transformers and relay panels is closely tied to growth in the power generation, transmission, distribution, and infrastructure sectors, which may lead to variability in our operational results and financial performance.
- Our business is dependent on the performance and growth of the power generation, transmission and distribution sector, and any slowdown or adverse development in this sector may affect our business, financial condition and results of operations.
- There are certain discrepancies and non-compliances noticed in some of our corporate records relating to forms filed with the Registrar of Companies.
- In the past our Managing Director Mr. Pradeep Kumar Verma (DIN 05113022) was disqualified as reflected in DIN Status on website of Ministry of Corporate Affairs.
- We were not able to locate documentary evidence relating to receipt of consideration for shares issued on rights basis in past.
- Any non-compliance or delays in EPF and ESI Return Filings may expose us to penalties from the regulators.
- Average cost of acquisition of Equity Shares For Promoters
- The average cost of acquisition of Equity Shares held by the Promoters is as follows:

Name of Promoter	No. of shares held	Average Cost of Acquisition (in ₹)
Pradeep Kumar Verma	63,75,000	₹ 0.20 Per Share
Shalini Singh	63,75,000	₹ 0.20 Per Share

And the issue price at the upper end of the price band is ₹ 46/- per Equity share.

The price/earnings ratio based on diluted EPS for fiscal 2025 for the company at the upper end of the price band ₹ 46 is 10.57 Times.

Weighted average return on Net worth for Fiscals 2025, 2024 and 2023 is 26.22%

Details of suitable ratios of the company for the latest full financial year

1. Basic and Diluted Earnings per Share (EPS) as adjusted for changes in capital (Post Bonus)

Year ended	Basic and Diluted EPS	Weights
Financial Year ended on March 31, 2025	4.35	3
Financial Year ended on March 31, 2024	1.26	2
Financial Year ended on March 31, 2023	0.69	1
Weighted Average (of the above three financial years)		2.71
For the period ended December 31, 2025*		1.94*

#EPS is calculated post adjustment of Bonus Issue vide the Board resolution dated 13th September, 2025.

* Not Annualised

Note:

i. Basic EPS: Net Profit after tax as restated divided by weighted average number of Equity Shares outstanding at the end of the period/year.

ii. Diluted EPS: Net Profit after tax as restated divided by weighted average number of Equity Shares outstanding at the end of the period/year for diluted EPS.

iii. Weighted average number of Equity Shares is the number of Equity Shares outstanding at the beginning of the year/period adjusted by the number of Equity Shares issued during the year/period multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as a proportion of the total number of days during the year/period.

iv. The above statement should be read with significant accounting policies and notes on Restated Financial Statements as appearing in the Financial Statements.

v. The EPS has been calculated in accordance with AS 20 Earnings Per Share (EPS) issued by Institute of Chartered Accountants of India.

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BOOK RUNNING LEAD MANAGER TO THE ISSUE

GYR CAPITAL ADVISORS PRIVATE LIMITED
Address: 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahmedabad -380 054, Gujarat, India.
Telephone: +91 87775 64648
Email ID: aaccord.ipo@gyrcapitaladvisors.in
Website: www.gyrcapitaladvisors.com
Investor grievance: investors@gyrcapitaladvisors.com
Contact Person: Mr. Mohit Baid/ Ms. Maitri Thakkar
SEBI Registration Number: INM000012810
CIN: U67200GJ2017PTC096908



REGISTRAR TO THE ISSUE

KFIN TECHNOLOGIES LIMITED
Address: Selenium Tower- B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad-500 032, Telangana, India.
Telephone: +91 40 6716 2222
E-mail: accord.ipo@kfinotech.com
Website: www.kfinotech.com
Investor Grievance ID: einward.ris@kfinotech.com
Contact Person: Mr. M Murali Krishna
SEBI Registration: INR000000221
CIN: L72400MH2017PLC444072



COMPANY SECRETARY AND COMPLIANCE OFFICER

ACCORD TRANSFORMER & SWITCHGEAR LIMITED
Contact Person: Ms. Tulsi Sharma
Company Secretary & Compliance Officer
Registered office: Unit No. 724, Seventh Floor, Eros Corporate Park, K Block, Sector2, IMT Manesar, Gurgaon, Manesar, Haryana, India, 122052
Telephone: +91 85274 22944;
E-mail: compliance@atsgroup.in **Website:** <https://atsgroup.in/>
CIN: U31500HR2014PLC052544



Investors can contact the Company Secretary and Compliance Officer or the BRLM or the Registrar to the Issue in case of any pre-issue or post-issue related problems, such as non-receipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account and refund orders, etc.

AVAILABILITY OF RED HERRING PROSPECTUS: Investors are advised to refer to the Red Herring Prospectus and the Risk Factors contained therein before applying in the issue. Full copy of the Red Herring Prospectus is available on the website of the SEBI at www.sebi.gov.in, website of the Company at <https://atsgroup.in/>, the website of the BRLM to the issue at: www.gyrcapitaladvisors.com, the website of BSE SME at <https://www.bsesme.com/PublicIssues/RHP.aspx>, respectively.
AVAILABILITY OF ABRIDGED PROSPECTUS: A copy of the Abridged Prospectus shall be available on the website of the Company, BRLM and BSE at <https://atsgroup.in/>, www.gyrcapitaladvisors.com and <https://www.bsesme.com/PublicIssues/RHP.aspx>.
SYNDICATE MEMBER: GYR Capital Advisors Private Limited
SUB-SYNDICATE MEMBER: Intellect Stock Broking Limited
AVAILABILITY OF BID-CUM-APPLICATION FORMS: Bid-Cum-Application form can be obtained from the Registered Office of the Company: Unit No.724, Seventh Floor, Eros Corporate Park, K Block, Sector-2, IMT Manesar, Gurgaon Manesar, Haryana, India-122052; Telephone: +91- 8527422944; BRLM: GYR Capital Advisors Private Limited, Telephone: +91 87775 64648 and the Syndicate Member: GYR Capital Advisors Private Limited, Telephone: +91 87775 64648 and the Sub Syndicate Member: Intellect Stock Broking Limited, Telephone: 9831805555 and the Registered Brokers, RTAs and CDPs participating in the Issue. Bid-cum-application Forms will also be available on the website of BSE SME and the designated branches of SCSBs, the list of which is available at websites of the stock exchanges and SEBI.
Application Supported by Blocked Amount (ASBA): All Applicants (other than Applicants using the UPI mechanism) shall mandatorily participate in the issue only through the ASBA process. ASBA Applicants (other than Applicants using the UPI mechanism) must provide bank account details and authorization to block funds in the relevant space provided in the Application Form and the Application Forms that do not contain such details are liable to be rejected.
ESCROW COLLECTION BANK/ REFUND BANK/ PUBLIC ISSUE ACCOUNT BANK: Axis Bank Limited
SPONSOR BANK: Axis Bank Limited
UPI: UPI Bidders can also Bid through UPI Mechanism.
All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Red Herring Prospectus.

On behalf of Board of Directors
FOR, ACCORD TRANSFORMER & SWITCHGEAR LIMITED
 Sd/-
Tulsi Sharma
 Company Secretary & Compliance Officer

Place: Gurgaon , India
 Date: February 16, 2026

Disclaimer: ACCORD TRANSFORMER & SWITCHGEAR LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and has filed the RHP dated February 16, 2026 with the Registrar of Companies, Delhi and Haryana and thereafter with SEBI and the Stock Exchange. Full copy of the Red Herring Prospectus is available on the website of the SEBI at www.sebi.gov.in, website of the Company at <https://atsgroup.in/>, the website of the BRLM to the Issue at: www.gyrcapitaladvisors.com, the website of BSE SME at <https://www.bsesme.com/PublicIssues/RHP.aspx>, respectively. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please refer to the RHP including the section titled "Risk Factors" beginning on page 25 of the Red Herring Prospectus. The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended or any state securities laws in the United States, and unless so registered, and may not be issued or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act, 1933 and in accordance with any applicable U.S. State Securities laws. The Equity Shares are being issued and sold outside the United States in "offshore transactions" in reliance on Regulation "S" under the Securities Act, 1933 and the applicable laws of each jurisdiction where such issues and sales are made. There will be no public offering in the United States.



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