



# SUPREME HOLDINGS & HOSPITALITY (INDIA) LIMITED

June 11, 2025

To,  
**The Manager,**  
**Corporate Services,**  
**BSE Limited,**  
Phiroze Jeejeebhoy Tower,  
Dalal Street, Fort, Mumbai - 400 001  
**Scrip Code: 530677**

**The Manager,**  
**Corporate Services**  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai 400 051  
**Symbol: SUPREME**

Dear Sir,

**Sub: Notice of the Extraordinary General Meeting of the Company**

**Ref: Disclosure under Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 [“SEBI Listing Regulations”]**

Pursuant to Regulation 30 of the SEBI Listing Regulations, we wish to inform you that the Extraordinary General Meeting (‘EGM’) of the Company will be held on Saturday, July 5, 2025 at 15.00 hours IST through Video Conferencing / Other Audio-Visual Means (‘VC/OVAM’). We are submitting herewith Notice of EGM of the Company along with explanatory statement, which is being dispatched through electronic mode to those members whose email IDs are registered with the Company or the Depositories.

The Company has provided the facility to vote by electronic means on the resolutions as set out in the EGM Notice. The remote e-voting shall commence on Wednesday, July 2, 2025 at 09:00 a.m. and will end on Friday, July 4, 2025 at 05:00 p.m.

The copy of the said EGM is also uploaded on the Company’s website at – [www.supremeholdings.net](http://www.supremeholdings.net)

You are requested to take the same on record.

Thanking you,  
**Yours faithfully,**  
**For Supreme Holdings & Hospitality (India) Limited**

**Rohan Chinchkar**  
**Company Secretary and Compliance Officer**  
**Membership No: A56176**

**CIN - L45100PN1982PLC173438**

 [info@belmac.in](mailto:info@belmac.in)  **+919607600044**



**NOTICE** is hereby given that first Extra-Ordinary General Meeting (“EGM”) of the FY 2025-26 of the Members of **SUPREME HOLDINGS & HOSPITALITY (INDIA) LIMITED** will be held through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) on Saturday, July 5, 2025 at 3.00 p.m. (IST) to transact the following special business:

**ITEM NO. 1:**

**To consider and if thought fit, to pass, the following resolution as a Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act, and the Companies (Appointment and Qualifications of Directors) Rules, 2014, and in accordance with applicable Regulations of Securities and Exchange of Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”), (including any statutory amendments or modifications thereto or re-enactments or substitutions made thereof for the time being in force), pursuant to provisions of the Articles of Association of the Company and upon the recommendation of Nomination & Remuneration Committee and approval by the Board of Directors of the Company, Mr. Ashok Chhabildas Shah (DIN: 00077889) who was appointed as an Additional Non-Executive Independent Director w.e.f. 7<sup>th</sup> April, 2025 and has submitted a declaration that he meets the criteria for independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI LODR and who is eligible for appointment and in respect of whom the Company has received notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years w.e.f. 7<sup>th</sup> April, 2025 up to 6<sup>th</sup> April, 2030 (both days inclusive);”

“**RESOLVED FURTHER THAT**, any Director of the Company and/or Company Secretary of the Company, be and is hereby authorized to sign and file the necessary e-forms with the Registrar of Companies, make necessary intimations to the stock exchanges, and to do all such acts, deeds, and things as may be necessary or expedient in connection with the appointment of Mr. Ashok Chhabildas Shah as a Director (Non-Executive and Independent) of the Company.”

CIN - L45100PN1982PLC173438

 [info@belmac.in](mailto:info@belmac.in)  +919607600044

OFFICE NO. 510 TO 513, 5TH FLOOR, PLATINUM SQUARE, SHRI SATPAL MALHOTRA MARG, NAGAR ROAD, PUNE - 411014

**ITEM NO. 2****To consider and if thought fit, to pass, the following resolution as a Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act, and the Companies (Appointment and Qualifications of Directors) Rules, 2014, and in accordance with applicable Regulations of Securities and Exchange of Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”), (including any statutory amendments or modifications thereto or re-enactments or substitutions made thereof for the time being in force), pursuant to provisions of the Articles of Association of the Company and upon the recommendation of Nomination & Remuneration Committee and approval by the Board of Directors of the Company, Mr. Romie Shivhari Halan (DIN: 02816976), who is currently serving as a Non-Executive Independent Director of the Company till 25<sup>th</sup> August, 2025 and who has submitted a declaration that he meets the criteria of independence as required under Section 149(6) of the Act and Regulations 16(1)(b) and 25(8) of SEBI LODR and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act proposing his candidature as an Independent Director, and who is eligible for re-appointment as a Non-Executive Independent Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 25<sup>th</sup> August, 2025 to 24<sup>th</sup> August, 2030 (both days inclusive);”

**“RESOLVED FURTHER THAT** the Board of Directors (or any Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper and expedient to give effect to this resolution.”

**By Order of the Board of Directors****Registered Office:**

Office no. 510 to 513, 5<sup>th</sup> Floor,  
Platinum Square, Shri Satpal Malhotra Marg, Nagar Road,  
Pune-411014

**Website:** [www.supremeholdings.net](http://www.supremeholdings.net)

Rohan Ramesh Chinchkar Digitally signed  
by Rohan Ramesh  
Chinchkar

**Rohan Ramesh Chinchkar**  
Company Secretary  
and Compliance Officer  
ACS: 56176

**Place:** Pune

**Date:** June 7, 2025

**NOTES:**

1. Pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021, Circular No. 3/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated

September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 (the "MCA Circulars") and SEBI Circular number SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as "Circulars"), and all other relevant circulars issued from time to time, have permitted the holding of EGM by companies through VC / OAVM upto September 30, 2025, without the physical presence of the Members. Accordingly, in compliance with the provisions of the Companies Act, 2013 ('Act'), SEBI Listing Regulations, MCA Circulars and SEBI Circulars, the EGM of the Company is being conducted through VC/OAVM.

2. Pursuant to the provisions of the Companies Act, 2013 ("Act") a Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA Circulars and SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM and hence the Proxy Form, Attendance Slip and route map of the EGM are not annexed to this Notice.
3. The relative Explanatory Statement pursuant to Section 102 of the Act, setting out material facts concerning the business of the Notice, is annexed hereto.
4. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the EGM through VC / OAVM. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the EGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to [cskhyatishah@gmail.com](mailto:cskhyatishah@gmail.com) with a copy marked to [info@belmac.in](mailto:info@belmac.in).
5. In case of joint holders attending the EGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
6. Members may also note that the Notice of EGM is available on the Company's website at [www.supremeholdings.net](http://www.supremeholdings.net), website of the BSE Limited at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com). The Notice of EGM is also available on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the EGM) at [www.evotingindia.com](http://www.evotingindia.com).

7. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
8. In view of the “Green Initiatives in Corporate Governance” introduced by MCA and in terms of the provisions of the Companies Act, 2013, Members who are holding shares of the Company in physical mode, are required to register their email addresses, so as to enable the Company to send all notices/ reports/ documents/ intimations and other correspondences, etc., through emails in the electronic mode instead of receiving physical copies of the same. Members holding shares in dematerialized form, who have not registered their email addresses with Depository Participant(s), are requested to register / update their email addresses with their Depository Participant(s)

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:**

1. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available to atleast to 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
2. Members will be provided with a facility to attend the EGM through VC/OAVM through the CDSL e-Voting system. Members may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
3. Members are encouraged to join the Meeting through Laptops / IPads for better experience.
4. Further members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. Please note that Members 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.
6. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [info@belmac.in](mailto:info@belmac.in). The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 7 days prior to meeting

mentioning their name, demat account number/folio number, email id, mobile number at info@belmac.in. These queries will be replied to by the company at EGM or suitably by email. The Company reserves the right to restrict the number of speakers depending on the availability of time at the EGM.

7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for the smooth conduct of the EGM.

**THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:**

1. The voting period begins on Wednesday, July 2, 2025 at 9.00 a.m. and ends on Friday, July 4, 2025 at 5.00 p.m. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of June 28, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. The e-voting module shall be disabled by CDSL for voting thereafter.
2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
3. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.





Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

4. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode** is given below:

TYPE OF SHAREHOLDERS	LOGIN METHOD
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>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 requested to visit or CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by the company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. MUFG INTIME for casting your vote during the remote e-Voting period. Additionally, there are 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.</li> <li>3. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-voting service providers.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on "Access to e-voting" under e-voting services and you will be able to see e-Voting page. Click on company name or e-voting service provider name and you will be re-directed to e-voting service provider</li> </ol>

	<p>website for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</p> <ol style="list-style-type: none"> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon «Login» which is available under «Shareholder/ Member» section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on Company name or e-voting service provider name and you will be redirected to “InstaVote” website for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  App Store         </div> <div style="text-align: center;">  Google Play         </div> </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>
<p><b>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting &amp; voting during the meeting.</p>

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

**HELPSDESK FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE FOR ANY TECHNICAL ISSUES RELATED TO LOGIN THROUGH DEPOSITORY I.E. CDSL AND NSDL**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at or contact at 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or contact at 022 - 4886 7000 and 022 - 2499 7000

**LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL MEETING FOR SHAREHOLDERS OTHER THAN INDIVIDUAL SHAREHOLDERS HOLDING IN DEMAT FORM & PHYSICAL SHAREHOLDERS.**

1. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
2. Click on "Shareholders" module.
3. Now enter your User ID
  - . For CDSL: 16 digits beneficiary ID,
  - . For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - . Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
6. If you are a first time user follow the steps given below:

	<b>For Shareholders holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>

Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>
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7. After entering these details appropriately, click on "SUBMIT" tab.
8. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
9. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
10. Click on the EVSN for the relevant on which you choose to vote.
11. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
12. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
13. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
14. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
15. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
16. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
17. Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

- I. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company at [investors@supremeholdings.net](mailto:investors@supremeholdings.net) or RTA at [rnt.helpdesk@in.mpms.mufg.com](mailto:rnt.helpdesk@in.mpms.mufg.com).
- II. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company at [investors@supremeholdings.net](mailto:investors@supremeholdings.net) or RTA at [rnt.helpdesk@in.mpms.mufg.com](mailto:rnt.helpdesk@in.mpms.mufg.com).

**INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE EGM ARE AS UNDER:-**

- a) The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for Remote e-voting.
- b) Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.
- c) If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility , then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- d) Shareholders who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.

**Note for Non - Individual Shareholders and Custodians:**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk. [evoting@cdslindia.com](mailto:evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly

authorized signatory who are authorized to vote, to the Scrutinizer at the email id : [cskhyatishah@gmail.com](mailto:cskhyatishah@gmail.com) and to the Company at the email address: [investors@supremeholdings.net](mailto:investors@supremeholdings.net), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending EGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

The Board of Directors has appointed Ms. Khyati Shah, Practicing Company Secretary, proprietor of Khyati Shah & Co., Company Secretaries, (membership number F 8686, Certificate of Practice No. 9574) as the Scrutinizer to scrutinize the voting during the EGM and remote e-voting process in a fair and transparent manner.

The Scrutinizer shall after the conclusion of voting at the EGM, first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting and shall make, not later than 2 working days of the conclusion of the EGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairperson or any Director duly authorised by the Board who shall countersign the Scrutinizer's Report. The result shall be declared by the Chairperson or a person as authorised by him in writing.

The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.supremeholdings.net](http://www.supremeholdings.net) and on the website of CDSL immediately after the declaration of results by the Chairperson or a person authorised by him in writing. The Result would be communicated to the BSE Limited. The result will also be displayed on the Notice board of the Company at its registered office and the corporate office.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("ACT")****ITEM NO. 1**

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, had appointed, Mr. Ashok Chhabildas Shah (DIN: 00077889) as an Additional, Non-Executive Independent Director of the Company with effect from 7<sup>th</sup> April, 2025 in terms of the provisions of Section 161(1) of the Companies Act, 2013. The Board also approved the tenure of his office as Non-Executive Independent Director for a term of five consecutive years w.e.f 7<sup>th</sup> April, 2025 up to 6<sup>th</sup> April, 2030 in terms of the provisions of Section 149 read with Schedule IV of the Companies Act, 2013 and Securities and Exchange of Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, subject to approval of Members of the Company.

The Nomination and Remuneration Committee, followed by the Board, deliberates on various factors including current tenure of Board members, anticipated vacancies in key board positions, skill matrix, diversity, time-commitment and statutory requirements etc. The appointment of Mr. Ashok Chhabildas Shah has been recommended by the Nomination and Remuneration Committee and made by the Board to address the long-term requirement of the Company and to ensure smooth transition in key board positions. In the opinion of the Nomination and Remuneration Committee and the Board, Mr. Ashok Chhabildas Shah fulfils the conditions specified in the Companies Act, 2013, the rules made thereunder and Securities and Exchange of Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as Independent Director of the Company and is independent of Management of the Company.

Brief Profile of Mr. Ashok Chhabildas Shah is as follows:

Mr. Ashok Shah, is a seasoned professional with over 30 years of extensive experience in the import and export of construction materials. Since 1987, he has been actively engaged in this dynamic sector, acquiring a wealth of knowledge and expertise. His strategic insight have played a pivotal role in shaping business practices in the industry. Currently, he holds the position of Director at Flintrock Products Private Limited, where his strategic direction has contributed to the company's success and growth.

Mr. Ashok Chhabildas Shah have given his consent for the said appointment and a declaration to the Board that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16 of the SEBI LODR. The Company has also received a declaration confirming that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act 2013 and that no order of Securities and Exchange Board of India or any other such authority has been passed against Mr. Ashok Chhabildas Shah debaring from accessing the capital markets and restraining from holding the position of Director in any listed Company. He has also confirmed that he is in compliance with rule 6(1) and 6(2) of Appointment rules with respect to registration with the data bank of Independent Directors maintained by IICA.

In terms of Regulation 25(8) of Securities and Exchange of Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, he has also confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director without any external influence. Further, he is neither disqualified from being appointed as a Director in terms of Section 164(2) of the Companies Act, 2013, nor debarred from holding the office of director by virtue of any Securities and Exchange of Board of India, Ministry of Corporate Affairs, Reserve Bank of India order or any other such authority, he has successfully registered himself in the Independent Director's data bank maintained by The Indian Institute of Corporate Affairs, Manesar and also completed the online proficiency test, conducted by the Indian Institute of Corporate Affairs

The members may note that, Mr. Ashok Chhabildas Shah possesses requisite skills, experience and knowledge relevant to the Company's business and that it would be of immense benefit to the Company to have his association with the Company as a Non-Executive Independent Director. In the opinion of the Board of Directors, the said director fulfils the conditions specified under the Act for appointment as an Independent Director.

A copy of the draft Letter of Appointment for Independent Director is available for inspection through electronic mode, upon the request being sent at [investors@supremeholdings.net](mailto:investors@supremeholdings.net).

In terms of Sections 149, 150 and 152 read with Schedule IV and any other applicable provisions, if any of the Companies Act, 2013 and rules made thereunder and Securities and Exchange of Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is proposed that Mr. Ashok Chhabildas Shah be appointed as an Independent Director for a term of five consecutive years w.e.f. 7<sup>th</sup> April, 2025 up to 6<sup>th</sup> April, 2030.

The Company has also received notice in writing under the provisions of section 160 of the Act, from a member proposing the candidature of him for the office of Director

Mr. Ashok Chhabildas Shah is not related to any other Directors of the Company. He does not hold any shares in the Company.

The details pursuant to Regulation 36 of the SEBI LODR and the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, are provided in Annexure A to this Notice.

In terms of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI LODR'), the listed entity shall ensure that approval of Members for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Further, pursuant to Regulation 25(2A) of the SEBI LODR, the appointment of an Independent Director of a listed entity shall be approved by Members by way of Special Resolution.

Accordingly, the agenda item for appointment of Mr. Ashok Chhabildas Shah as an Independent Director is being proposed for the approval of the Members by way of passing Special Resolution at the Extra-Ordinary General Meeting.

The Board of Directors accordingly recommends the Special Resolution set out at Item No. 1 of the accompanying Notice for the approval of the members.

Save and except Mr. Ashok Chhabildas Shah and his relatives, to the extent of his appointment, none of the other Directors / Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution as set out at Item No. 1 of the accompanying Notice.

## **ITEM NO. 2**

Mr. Romie Shivhari Halan (DIN: 02816976) was appointed as a Non-executive Independent Director of the Company pursuant to Section 149 of the Act read with Companies (Appointment and Qualification of Directors) Rules, 2014, to hold office for a term of 5 consecutive years commencing from 25<sup>th</sup> August, 2020 up to 24<sup>th</sup> August, 2025. ("first term" as per the explanation to Section 149(10) and 149(11) of the Act.).

The same was approved by the members in the Annual General Meeting held on 30<sup>th</sup> September, 2020. The Nomination & Remuneration Committee at its Meeting held on 7<sup>th</sup> April, 2025 after taking into account the performance evaluation of Mr. Romie Halan, during his first term of five years and considering his knowledge and experience has recommended to the Board that continued association of Mr. Romie Halan as a Non-Executive Independent Director would be in the interest of the Company. Based on above recommendation, the Board at its meeting held on 7<sup>th</sup> April, 2025 has approved the re-appointment of Mr. Romie Halan as a Non-executive Independent Directors on the Board of the Company, to hold office for the second term of five consecutive years commencing from 25<sup>th</sup> August, 2025, up to 24<sup>th</sup> August, 2030.

Brief Profile of Mr. Romie Shivhari Halan is as follows:

Mr. Romie Shivhari Halan, is a is M.B.A. in Marketing and Finance. After completing his education he joined his family business. He has more than 14 years of experience and knowledge of finance, marketing and business administration. He is currently holding the Director position in Kanmech Pvt Ltd and Independent Directorship in 3P Land Holdings Limited.

He have given his consent for the said re-appointment and a declaration to the Board that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16 of the SEBI LODR. The Company has also received a declaration confirming that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act 2013 and that no order of Securities and Exchange Board of India or any other such authority has been passed against Mr. Romie Halan debarring from accessing the capital markets and restraining from holding the position of Director in any listed Company. He has also confirmed that he is in compliance with rule 6(1) and 6(2) of Appointment rules with respect to registration with the data bank of Independent Directors maintained by IICA.

In terms of Regulation 25(8) of Securities and Exchange of Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, he has also confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could

impair or impact his ability to discharge his duties as an Independent Director without any external influence. Further, he is neither disqualified from being appointed as a Director in terms of Section 164(2) of the Companies Act, 2013, nor debarred from holding the office of director by virtue of any Securities and Exchange of Board of India, Ministry of Corporate Affairs, Reserve Bank of India order or any other such authority, he has successfully registered himself in the Independent Director's data bank maintained by The Indian Institute of Corporate Affairs, Manesar and also completed the online proficiency test, conducted by the Indian Institute of Corporate Affairs

A copy of the draft Letter of Appointment for Independent Director is available for inspection through electronic mode, upon the request being sent at [investors@supremeholdings.net](mailto:investors@supremeholdings.net).

In terms of Sections 149, 150 and 152 read with Schedule IV and any other applicable provisions, if any of the Companies Act, 2013 and rules made thereunder and Securities and Exchange of Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is proposed that Mr. Romie Halan be re- appointment as a Non-executive Independent Directors on the Board of the Company, to hold office for the second term of five consecutive years commencing from 25<sup>th</sup> August, 2025, up to 24<sup>th</sup> August, 2030.

The Company has also received notice in writing under the provisions of section 160 of the Act, from a member proposing the candidature of him for the office of Director

Mr. Romie Halan is not related to any other Directors of the Company. He does not hold any shares in the Company.

The details pursuant to Regulation 36 of the SEBI LODR and the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, are provided in Annexure A to this Notice.

In terms of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI LODR'), the listed entity shall ensure that approval of Members for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Further, pursuant to Regulation 25(2A) of the SEBI LODR, the appointment of an Independent Director of a listed entity shall be approved by Members by way of Special Resolution.

Accordingly, the agenda item for re-appointment of Mr. Romie Halan as an Independent Director is being proposed for the approval of the Members by way of passing Special Resolution at the Extra-Ordinary General Meeting.

The Board of Directors accordingly recommends the Special Resolution set out at Item No. 2 of the accompanying Notice for the approval of the members.

Save and except Mr. Romie Halan and his relatives, to the extent of his appointment, none of the other Directors / Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution as set out at Item No. 2 of the accompanying Notice.

## Annexure A

Information Pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, is as under:

<b>Name of the Director</b>	Mr. Ashok Chhabildas Shah	Mr. Romie Shivhari Halan
<b>Designation</b>	Independent Director	Independent Director
<b>DIN</b>	00077889	02816976
<b>Age</b>	66 Years	40 years
<b>Experience</b>	Over 30 years	Over 14 years
<b>Brief Profile and Expertise including nature of expertise in specific functional areas</b>	Mr. Ashok Shah, Aged 66 years, is a seasoned professional with over 30 years of extensive experience in the import and export of construction materials. Since 1987, he has been actively engaged in this dynamic sector, acquiring a wealth of knowledge and expertise. His strategic insight have played a pivotal role in shaping business practices in the industry. Currently, he holds the position of Director at Flintrock Products Private Limited, where his strategic direction has contributed to the company's success and growth.	Mr. Romie Halan, Aged 40 years, is M.B.A. in Marketing and Finance. After completing his education he joined his family business. He has more than 14 years of experience and knowledge of finance, marketing and business administration. He is currently holding the Director position in Kanmech Pvt Ltd and Independent Directorship in 3P Land Holdings Limited.
<b>Qualification</b>	Senior Secondary Certificate	M.B.A. in Marketing and Finance
<b>Date of first appointment on the Board</b>	7 <sup>th</sup> April, 2025	25 <sup>th</sup> August, 2020
<b>Relationship with other directors, if any</b>	Mr. Ashok Shah is not related to any of Directors, Key Managerial Personnel, Promoter and Promoter group of the Company	Mr. Romie Halan is not related to any of Directors, Key Managerial Personnel, Promoter and Promoter group of the Company
<b>Details of Listed entities from which he/she resigned during the last three years.</b>	NIL	Nil
<b>Directorships held in other companies as on the date of the Notice</b>	Directorship: 1. Flintrock Products Private Limited	Directorship: 1. 3P Land Holdings Limited 2. Kanmech Private Limited

<b>Memberships/ Chairmanships of committees across all other companies</b>	NIL	NIL
<b>Number of Board Meetings attended during the year</b>	1 out of 1 for financial year 2025-2026	1 out of 1 for financial year 2025-2026
<b>Details of shareholding including shareholding as a beneficial owner in the Company (as on date of the Notice)</b>	NIL	NIL
<b>Terms and conditions of appointment &amp; Remuneration</b>	Mr. Ashok Chhabildas Shah is proposed to appointed as Independent Director for a first term of 5 consecutive years with effect from 7 <sup>th</sup> April, 2025 to 6 <sup>th</sup> April, 2030 subject to approval of shareholders	Mr. Romie Shivhari Halan is proposed to be appointed as Independent Director for a second term of five consecutive years with effect from 25 <sup>th</sup> August, 2025 to 24 <sup>th</sup> August, 2030 subject to approval of shareholders.
<b>Past Remuneration</b>	Not Applicable	Nil
<b>Remuneration payable</b>	Remuneration payable shall include commission as may be decided by the Company, sitting fees depending upon the number of Board and Committees meetings attended and reimbursement of expenses incurred for attending the meeting.	Remuneration payable shall include commission as may be decided by the Company, sitting fees depending upon the number of Board and Committees meetings attended and reimbursement of expenses incurred for attending the meeting.
<b>The skills and capabilities required for the role and the manner in which the proposed person meets such requirements</b>	<p>Mr. Ashok Chhabildas Shah and Mr. Romie Shivhari Lal possess the following skills and capabilities and thus, meets the requirements for his appointment as an independent director(s) of the Company, which was duly evaluated by the Nomination and Remuneration Committee and the Board:</p> <p><u>Leadership</u> - The Board Member(s) needs to extend leadership experience for an enterprise resulting in a practical understanding of organisation, processes and risk management. The Board Member(s) needs to demonstrate strengths in driving change and long term growth.</p> <p><u>Business Management, Administration and Strategic Planning</u> - The Board Member(s) needs to have experience in leading growth through acquisitions and other business combinations, with the ability to assess and analyse various corporate restructuring strategies as per the Company's culture and business plans.</p>	

	<p><u>Analysis of Financial Statements</u> - The Board Member(s) needs to have adequate financial knowledge. The Board Member(s) needs to have proficiency in complex financial management, capital allocation and financial reporting processes or experience of working in the financial sector or in a finance related Company.</p>
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