



CIN NO. L99999MH1987PLC043205

Formerly Known as Supreme Heatreaters Pvt. Ltd.

SEL/CA/NSE/21-22/18

Date: 20.01.2022

To,
The Manager,
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

TRADING SYMBOL: SUPREMEENG
SERIES: EQ

Sub: Intimation of Postal Ballot Notice

Dear Sir/Madam,

In compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are herewith enclosing the Postal Ballot Notice seeking the approval of the members of the Company for the matters mentioned therein.

In accordance with applicable laws and relevant Circulars issued by the Ministry of Corporate Affairs, the said Notice is being sent electronically today i.e Thursday, 20th January, 2022 to all the Members whose names appear in the Register of Members/ List of Beneficial Owners and whose e-mail IDs are registered with the Company/ Bigshare Services Pvt. Ltd. ("RTA")/ Depositories as on Friday, January 14, 2022 ("cut-off date").

A copy of this Postal Ballot Notice will also be available on the website of the Company i.e. <https://www.supremesteels.com/>, in the relevant section of the website of NSE on which the Equity Shares of the Company are listed and on the website of CDSL at www.evotingindia.com.

The remote e-voting period shall commence on Friday, 21st January, 2022 at 09:00 A.M. and ends on Saturday, 19th February, 2022 at 05:00 PM. The results of the e-voting shall be declared on or before Monday, 21st February, 2022.

Thanking you.

Yours Faithfully,

For Supreme Engineering Limited

Krupali Thakkar
Company Secretary and Compliance Officer
ACS- 42594



CIN NO. L99999MH1987PLC043205

Supreme Engineering Limited

Registered office: R.223, MIDC Complex, Thane, Belapur Road, Rabale, Navi Mumbai – 400701.

CIN: L99999MH1987PLC043205

Email Id: cs@supremesteels.com; Tel: +91 9167332291/9712423957

POSTAL BALLOT NOTICE

[Notice pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice is hereby given pursuant to Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and Secretarial Standard-2 issued by the Institute of Company Secretaries of India (including any statutory modification or re-enactment(s) thereof for the time being in force) and in accordance with the circulars prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings / conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 02/2021 dated January 13, 2021 and 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 ("MCA Circulars") and pursuant to other applicable laws and regulations, for seeking approval of the Members of Supreme Engineering Limited ("the Company") through Postal Ballot only through remote e- voting for the resolution set out hereinafter.

Pursuant to Section 102 and other applicable provisions of the Act, the Explanatory Statement pertaining to the setting out all material facts and reasons/rationale thereof is annexed to this Postal Ballot Notice ("Notice") for your consideration.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent through electronic mode to those Shareholders/Members whose e-mail addresses are registered with the Company/Depositories as on Benpos date i.e. Friday, January 14, 2022.

You are requested to carefully read the following proposed resolutions along with Explanatory statements and thereafter record your assent (FOR) or dissent (AGAINST) through the remote e-voting process not later than 5.00 p.m. on Saturday, 19th February, 2022. The assent or dissent received after such date and time shall be treated as if reply from the Member has not been received.

The Scrutinizer will submit his report to the Chairman or any other person authorized by him after conclusion of the e-voting on or before Monday, 21st February, 2022. The said results will intimated to National Stock Exchange of India Limited ("NSE"), where the Company's Shares are listed, and displayed on the website of the Company i.e. <https://www.supremesteels.com/> as well as on the website of CDSL. The results of the Postal Ballot will also be displayed at the registered office of the Company.



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SPECIAL BUSINESS:

RESOLUTION 1: APPOINTMENT OF M/s. V. GOSWAMI & CO., CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS:

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, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) and upon recommendations of the Audit Committee, M/s. V. Goswami & Co., Chartered Accountants (FRN: 128769W), be appointed as statutory auditors of the Company to fill the causal vacancy caused by the resignation of M/s. R.T. Jain & Co LLP, Chartered Accountants (FRN: 103961W/W100182), w.e.f 08th November, 2021 till the conclusion of the forthcoming Annual General Meeting of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to fix the Auditors remuneration / Audit fees to be payable to M/s. V. Goswami & Co. Chartered Accountants (FRN: 128769W) and reimburse all the expenses incurred by them for conducting the Audit and to execute any documents, forms, paper, file any form or documents with the statutory authorities and to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

RESOLUTION 2: TO APPROVE SUB-DIVISION OF EQUITY SHARES FROM THE FACE VALUE OF ₹ 10/- TO FACE VALUE OF ₹1/- PER SHARE

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 61(1)(d), 64 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company and subject to such other approvals, consents, permissions and sanctions as may be required from concerned statutory authorities or bodies and subject to such other conditions and modifications as may be prescribed or imposed while granting such approvals, the consent of the Members of the Company be and is hereby accorded for sub-dividing the existing face value of one equity share of ₹ 10/- (Rupees Ten Only) each fully paid up into one equity share having a face value of ₹1/- (Rupee One Only) each fully paid up on such date (hereinafter referred to as “Record Date”) as determined by the Board for this purpose.

RESOLVED FURTHER THAT pursuant to the sub-division of face value of equity shares of the Company, the authorized share capital of the Company i.e. ₹ 25,10,00,000 (Rupees Twenty Five Crores and Ten Lakhs Only) comprising of 2,51,00,000 Equity Shares of the face value of ₹ 10/- each shall stand sub-divided as follows:

Particulars	Pre-Sub division of Equity shares			Post Sub Division of Equity shares		
	No. of shares	Face Value (Rs.)	Total Share Capital (Rs.)	No. of shares	Face Value (Rs.)	Total Share Capital (Rs.)
Class of Share Capital						



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Authorized Equity Share Capital	2,51,00,000	10/-	25,10,00,000	25,10,00,000	1/-	25,10,00,000
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RESOLVED FURTHER THAT pursuant to the sub-division of face value of equity shares of the Company, the existing fully paid-up 2,49,95,000 equity shares of the Company of the Face Value of ₹10 /- each (Rupees Ten Only) shall stand sub-divided into fully paid-up 24,99,50,000 equity shares of face value of ₹ 1/- each (Rupee One Only) as provided below and shall rank pari-passu in all respects with each other and carry the same rights as to the existing fully paid-up equity share of ₹ 10/- (Rupees Ten Only) each of the Company.

Particulars	Pre-Sub division of Equity shares			Post Sub Division of Equity shares		
	No. of shares	Face Value (Rs.)	Total Share Capital (Rs.)	No. of shares	Face Value (Rs.)	Total Share Capital (Rs.)
Paid up Equity Share Capital	2,49,95,000	10/-	24,99,50,000	24,99,50,000	1/-	24,99,50,000

RESOLVED FURTHER THAT upon the sub-division of the Face Value of Equity Shares as aforesaid, the Equity Shares held in the dematerialized form be sub-divided and shall be credited to the respective beneficiary accounts of the members with their Depository Participants and the Company shall take such corporate actions as may be necessary in relation to the existing Equity Shares.

RESOLVED FURTHER THAT Mr. Sanjay Chowdhri, Chairman & Managing Director and Mr. Abhinav Chowdhri, Executive Director of the Company be and are hereby jointly and severally authorized to execute all such documents, instruments and writings as may be required in this connection and, to give effect to the aforesaid resolution including but not limited to fixing of the record date as per the requirements of the SEBI (LODR) Regulations, 2015 and subsequent provisions/amendments thereto from time to time with the Stock Exchanges and the Depositories and/or any other relevant statutory authority, if any, and to settle any question or difficulty that may arise with regard to the sub-division of the Equity Shares as aforesaid or for any matters connected herewith or incidental hereto.”

RESOLUTION 3: ALTERATION OF CLAUSE V OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

To consider and if thought fit, to give assent or dissent to the following resolution proposed to be passed as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 13, 61 and all other applicable provisions, if any, of the Companies Act, 2013 and rules framed there under (including any statutory modification(s), amendment or re-enactment thereof), the consent of the Members of the Company be and is hereby accorded to amend the existing Clause V of the Memorandum of Association of the Company by deletion of the existing Clause V and substitution thereof by the following clause:

V The Authorized Share Capital of the Company is Rs. 25,10,00,000/- (Rupees Twenty Five Crores Ten Lakhs only) divided into 25,10,00,000 (Rupees Twenty Five Crores Ten Lakhs only) Equity Shares of Rs. 1/- (Rupee One only) each.

RESOLVED FURTHER THAT Mr. Sanjay Chowdhri, Chairman & Managing Director and Mr. Abhinav Chowdhri, Executive Director of the Company be and are hereby authorized to do all such acts, deeds, matters and things as



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may be necessary in relation to the above including the matters incidental thereto and to execute all such documents, instruments and writings as may be required in this connection and, to give effect to the aforesaid resolution.”

Place: Navi Mumbai
Date: January 13, 2022

By Order of the Board of Directors
For Supreme Engineering Limited

Sd/-
Sanjay Chowdhri
Managing Director
(DIN No: 00095990)



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NOTES:

1. The explanatory statements and reasons for the proposed resolution pursuant to Section 102 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("The Rules") setting out material facts is annexed herewith and forms part of this notice.
2. The Notice is being sent electronically to all members of the Company, whose name appears on the Register of members, /List of Beneficial Owners as received from the National Security Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") on Friday, 14 January, 2022 and who have registered their email addresses with the Company and/or with the Depositories. It is however, clarified that all persons who are members of the Company as on Friday, 14 January, 2022 (Including those members who may not have received this Notice due to non-registration of their email addresses with the Company or the Depositories) shall be entitled to vote in relation to the Resolution specified in this Notice. In view of the current circumstances prevailing due to COVID-19 pandemic and in furtherance to the MCA Circulars, the physical copy of Postal Ballot Notice, Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot.
3. The Board of Directors has, at their meeting held on January 13, 2022, appointed Mr. Sanjog Naravankar, proprietor of SVN & Associates, Practicing Company Secretaries, to act as the Scrutinizer, for conducting the remote e-voting process in a fair and transparent manner. Mr. Sanjog Naravankar has given his consent to act as the scrutinizer and be available for the purpose of ascertaining the requisite majority.
4. A copy of this Postal Ballot Notice will also be available on the website of the Company i.e. <https://www.supremesteels.com/>, in the relevant section of the website of NSE on which the Equity Shares of the Company are listed and on the website of CDSL at www.evotingindia.com.
5. Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrar and Transfer Agents/Depository Participant(s) for sending future communication(s) in electronic form.
6. Members whose names appear on the Register of Members/List of Beneficial Owners on Friday, January 14, 2022, shall be eligible for casting their votes through remote e-voting.
7. Voting rights shall be reckoned on the paid - up value of shares registered in the names of the Members as on Friday, 14th January, 2022. A person who is not a member as on cut-off date should accordingly treat the Postal Ballot notice for information purpose only.
8. A Member cannot exercise his/her vote by proxy on postal ballot.
9. The Scrutinizer will submit his report to the Chairman as soon as possible after the last date of receipt of all Postal Ballots but not later than 48 hours thereof. The said report will be submitted to the Chairman or a person authorized by him in writing and the results of the voting shall be declared, on or before Monday, 21st February, 2022. The result of postal ballot and e-voting along with the Scrutinizer's report will be placed on the Company website at <https://www.supremesteels.com/> and will also be communicated to the Stock Exchange where the equity shares of the Company are listed and Depository on the said date. The Scrutinizer's decision on the validity of votes cast through Postal Ballot will be final.



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10. All the documents referred to in this Notice and the Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 will be available for inspection via electronic mode from the date of circulation of this Notice till Saturday, 19th February, 2022. Members can inspect the same by writing an e-mail to the Company at cs@supremesteels.com.
11. In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations') and Sections 108, 110 and other applicable provisions of the Companies Act, 2013, if any, read with the Rules made there under, the Company is providing facility for voting by electronic means ('remote e-voting') to all the members of the Company to enable them to cast their votes electronically on the items mentioned in the Postal Ballot Notice. For this purpose, the Company has entered into an arrangement with Central Depository Services (India) Ltd (CDSL) to facilitate remote e-voting. In accordance with the MCA Circulars, the Members can vote only through remote e-voting.
12. The last date of receipt of postal ballot i.e. Saturday, 19th February, 2022 shall be the date on which the resolution would be deemed to have been passed, if approved by requisite majority.
13. For the purpose of exercising vote through remote e-voting, members are requested to read the information and other instructions relating to remote e-voting as mentioned below.
14. In view of the current extraordinary circumstances due to COVID-19 pandemic shareholders are requested to prefer e-voting and shareholders who have not registered their email address, may get their email registered with the Company's Registrar and Share Transfer Agent, by sending email at investor@bigshareonline.com and following the registration process as guided thereafter. Post successful registration of the email, the shareholder would get soft copy of the notice and the procedure for e-voting along with the User ID and the Password to enable e-voting for this Postal Ballot. In case of any queries, members may write to investor@bigshareonline.com and helpdesk.evoting@cdslindia.com.

PROCEDURE FOR REMOTE E-VOTING

Remote e-voting:

In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing remote e-voting facility to all its Members to enable them to cast their vote on the matters listed in the Postal Ballot Notice by electronic means. The Company has engaged the services of the Central Depository Services (India) Ltd (CDSL) to provide the e-voting facility.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Friday, 21st January, 2022 at 09:00 A.M. and ends on Saturday, 19th February, 2022 at 05:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, 14th January, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) 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,



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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.

- (iii) 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 above said 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">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration4) 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 e voting is in progress and also able to directly access the system of all e-Voting Service Providers.

<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</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 & voting during the meeting.</p>

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

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

Login type	Helpdesk details
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.</p>



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Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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(iv) 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.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

For Shareholders holding shares in Demat Form other than individual and Physical Form	
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"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • 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).

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) 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



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recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) 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.
- (xv) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.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 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 and to the Company at the email address viz; cs@supremesteels.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.



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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company (cs@supremesteels.com)/RTA email id (investor@bigshareonline.com)**.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

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



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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1

M/s. R.T. Jain Co., LLP, Chartered Accountants, (Firm Registration No. (FRN: 103961W/ W100182)), have, due to non-agreement on terms and conditions w.r.t to remuneration of Statutory Audit for the FY 2021-2022 resigned from the office of Statutory Auditors vide resignation letter dated 02nd November, 2021, resulting into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by section 139(8) of the Companies Act, 2013 ("Act"). As per the recommendation of the Audit Committee in the meeting held on 08th November, 2021, the Board appointed M/s. V Goswami & Co., Chartered Accountants (FRN: 128769W) as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. R.T. Jain & Co., LLP and who shall hold office from 08th November, 2021 till the conclusion of the forthcoming Annual General Meeting of the Company to be held in the Financial year 2022 to conduct audit of the accounts of the Company for the financial year ending 31st March 2022.

M/s. V Goswami & Co., Chartered Accountants, have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the Members, would be within the limits prescribed under the Companies Act, 2013. The Audit Firm has valid Peer Review certificate

None of the Directors or Managers or Key Managerial Personnel or relatives of all of the aforesaid are concerned or interested, financially or otherwise in the aforesaid resolution except to the extent of their respective shareholding. The Board recommends the resolution set forth in Item no. 1 for approval of the members.

ITEM NO. 2

As the members are aware, the equity shares of your company are listed on the National Stock Exchange of India Limited (NSE) and are also regularly traded on the NSE. With a view to broad base the investor base by encouraging the participation of the retail investors and also with a view to increase the liquidity of the Company's Shares, the Board of Directors in its meeting held on 13th January, 2022 recommended sub-division of the nominal value and paid-up value of (Authorized, Issued, Subscribed and paid-up) of the Company from 1 (One) equity share of Rs. 10/- (Rupees Ten only) each into 10 (Ten) equity shares of Rs. 1/- (Rupee One only) each. Pursuant to the provisions of Section 13 and Section 61 of the Companies Act, 2013, approval of the members is required for sub-division of shares.

A copy of the Memorandum of Association along with proposed amendments will be open for inspection by the Members at the Registered Office of the Company during business hours on all working days from the date of dispatch of notice upto the date of declaration of results of Postal Ballot.

None of the Directors or Managers or Key Managerial Personnel or relatives of all of the aforesaid are concerned or interested, financially or otherwise in the aforesaid resolution except to the extent of their respective shareholding. The Board recommends the resolution set forth in Item no. 2 for approval of the members.

ITEM NO. 3

The aforesaid sub-division of equity shares of Rs. 10/- (Rupees Ten only) each into equity shares of Rs. 1/- (Rupee One only) each would require amendment to existing Capital Clause V of the Memorandum of Association. After approval of the resolution set out at Item No.2, the Board of Directors thereof will fix the record date for the purpose



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of ascertaining the list of members whose shares shall be sub-divided, as proposed above and the same shall be notified to the members through appropriate medium.

None of the directors or managers or key managerial persons or relatives of all of the aforesaid are concerned or interested, financially or otherwise in respect of this item of Agenda.

A copy of the Memorandum of Association along with proposed amendments will be open for inspection by the Members at the Registered Office of the Company during business hours on all working days from the date of dispatch of notice upto the date of declaration of results of Postal Ballot.

None of the Directors or Managers or Key Managerial Personnel or relatives of all of the aforesaid are concerned or interested, financially or otherwise in the aforesaid resolution except to the extent of their respective shareholding. The Board recommends the resolution set forth in Item no. 3 for approval of the members.

Place: Navi Mumbai
Date: January 13, 2022

By Order of the Board of Directors
For Supreme Engineering Limited

Sd/-
Sanjay Chowdhri
Managing Director
(DIN No: 00095990)