

SUPREME TEX MART LIMITED
REGD.OFFICE: 424, INDUSTRIAL AREA – A, LUDHIANA

NOTICE is hereby given that an Extra-ordinary General Meeting of the Shareholders of SUPREME TEX MART LIMITED will be held at the Registered Office of the Company at 424, Industrial Area - A, Ludhiana on Saturday, the 9th day of July, 2011 at 11 A.M. to transact the following Business:

SPECIAL BUSINESS

1. TO CONSIDER AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATION (S), THE FOLLOWING RESOLUTION AS SPECIAL RESOLUTION: -

“RESOLVED THAT in accordance with the provisions of Section 81, 81(1A) and other applicable provisions, if any of the Companies Act, 1956 (including any amendment thereto or modification(s) or re-enactment(s) thereof and in accordance with the provisions of the Memorandum and Articles of Association of the company and rules / regulations and Guidelines issued by the Securities Exchange of Board of India and subject to the requisite approval, consent, permissions and sanctions, if any of the Government of India, Securities and Exchange Board of India (SEBI), Reserve Bank of India (RBI) and all other appropriate authorities, Institutions or bodies under any applicable laws, rules and terms, condition, stipulations and modifications as may be prescribed by any of them while granting such approvals consents, permissions and/or sanctions and which may agreed to the Board of the Directors of the Company (hereinafter referred to as “The Board” which expression shall be deemed to include any Committee (s) constituted / to be constituted by the Board for the time being and from time to time to which all or any of its power including the power referred by the Resolution may have been delegated by the board) be and is hereby authorise to accept, consent of the Company be and is hereby accorded to the Board of the Directors, or Committee to create, issue, offer and allot from time to time in one or more stages to all eligible investors, whether members of the Company or not, through a public issue and / or on a private placement basis, to promoters or to their relatives/associates or to others on preferential basis including Qualified Institutional Placement of under chapter VII of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (“SEBI ICDR Regulations 2009”), Equity Shares, Preference Shares (redeemable or non redeemable and / or convertible or non convertible), debentures whether partly / fully convertible, and/or Securities linked to Ordinary Shares and / or foreign currency convertible bonds convertible into Equity shares or American Depository Receipt (ADR), Global Depository Receipt (GDR), Foreign Currency Convertible Bond (FCCB), other security or securities, warrants entitling the holders to subscribe for and have allotted equity Shares at par and/or such premium, and on such terms and conditions as the Board may, from time to time, determine at the option of the Company (“hereinafter referred to as Securities”), through prospectus and / or offer letter and / or with shareholders permission so however that the total amount raised through the aforesaid Securities do not exceed Rs.20 crores, such issue and allotment to be made at such time or times, in one or more stages, at such price or prices, in such manner, subject to necessary approvals & provisions.

RESOLVED FURTHER THAT the Board be and is hereby authorised to accept any modification(s) in proposal(s) mentioned above as may be required, by any authority concerned at the time of their approval.

RESOLVED FURTHER THAT the Board be and is hereby authorised to change any modification(s) in proposal(s) mentioned above regarding maximum amount of money to be raised by issue of securities or raising money from banks/financial institutions or other institutions in Indian or foreign currency, or for mortgage/charging of assets of company, as may be required in the course of negotiations.

RESOLVED FURTHER THAT the Board is also entitled to enter into and execute all such arrangements/agreements with any lead manager/under writers/Custodians/financial institutions/banks and all such agents as may be involved/concerned in such offering of security and to remunerate all such agents.

RESOLVED FURTHER THAT for the allotment of securities, the Board be and is hereby authorised to do all such acts, deeds, matters as it may, in its absolute discretion, deem necessary.

RESOLVED FURTHER THAT the Board be & is hereby authorised to delegate all or any of the powers herein conferred to any Committee of Directors or Executive(s)/officer(s) or agent(s) of the Company to give effect to the aforesaid resolution."

BY ORDER OF THE BOARD

PLACE: LUDHIANA
DATED: 09.06.2011

(ROBIN VIJAN)
COMPANY SECRETARY

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT TO BE A MEMBER OF THE COMPANY. THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
2. EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956 IN RESPECT OF ITEM NO. 1 IS ANNEXED HERETO AND FORMS PART OF THIS NOTICE.

ANNEXURE TO THE NOTICE:

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

ITEM NO. 1

Your Company has already made the Allotment of 70,00,000 Equity Shares of Rs. 5/- each at the rate of Rs. 16.50 per Share (including Share Premium of Rs. 11.50 per Share) to M/s. Sindia Investment Group Pte Ltd (SIGPL) on preferential basis. The Allotment of 70,00,000 Equity Shares was made on 12.02.2011 and for which approval of Shareholders was obtained through a Special Resolution duly passed in an Extra Ordinary General Meeting held on 06.01.2011. As per Regulation 74 of Chapter VII of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("SEBI ICDR Regulations, 2009") allotment of Securities shall be made within 15 days from the date of passing of Special Resolution. However, the allotment made to SIGPL got delayed because the PAN of the allottee got delayed.

Company has been advised to pass a fresh Special Resolution with re-computed Share Price as per the provisions of the SEBI ICDR Regulations, 2009 as the allotment of 70,00,000 Equity Shares was made beyond the period of 15 days from the date of passing of Special Resolution.

The Board of Directors your Company has decided, as matter of abundant caution, to pass a fresh Special Resolution with the recomputed Share Price as per SEBI ICDR Regulations, 2009. The allottee agrees to pay the difference between the higher price, if any, so calculated as per the SEBI ICDR Regulations, 2009 and the price already paid by the allottee.

In accordance with the provisions of the Chapter VII of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("SEBI ICDR Regulations 2009") and SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997, the following disclosures are being made:

1. Relevant Date 09.06.2011
2. Stock Exchange National Stock Exchange (NSE)
(Being the stock exchange in which highest trading volume in respect of the shares of the company is recorded)
3. Price: Rs. 21.20 per share, being the higher of the following:

a) Rs. 12.70/- per share - the average of the weekly high and low of the closing prices of the related shares quoted on the Stock Exchange during the six months preceding the Relevant Date;

b) Rs. 10.30/- per share - the average of the weekly high and low of the closing prices of the related shares quoted on a Stock Exchange during the two weeks preceding the Relevant Date.

c) Rs.21.20 per share.

4. Object of the Issue

To part finance the Project of Recycled Fibre, Knitted Garments of Rs. 41.56 Crores, amount of Rs. 14.84 Crores (Rupees Fourteen Crores Eighty Four Lacs only) has been raised against the issue of Equity Shares on Preferential Basis.

5. Subscriber to the Issue Sole subscriber to the issue is
Sindia Investment Group PTE Ltd, 10 Jalan Besar, # 12-06 Sim Lim
Tower, Singapore-208787

6. Shareholding Pattern before & after the issue of 70,00,000 Equity Shares.

SHAREHOLDING PATTERN		EXISTING		PROPOSED	
CATEGORY		NO.OF EQUITY SHARES OF RS.5/- EACH	% OF COL.2	NO.OF EQUITY SHARES OF RS.5/- EACH	% OF COL.4
(1)		(2)	(3)	(4)	(5)
A	PROMOTER'S HOLDING				
	DIRECTORS & RELATIVES	14800000	37.02	14800000	31.50
	BODIES CORPORATES	8500000	21.26	8500000	18.09
	Sub-Total	23300000	58.28	23300000	49.60
B	NON-PROMOTERS HOLDING				-
	INDIAN PUBLIC	7971289	19.94	7971289	16.97
	NRIs/OCB/NR	8707654	21.78	15707654	33.44
	Sub-Total	16678943	41.72	23678943	50.40
	GRAND-TOTAL	39978943	100	46978943	100.00

7. Allotment of Securities has already been made on 12.02.2011.

8. Allottee Sindia Investment Group PTE Ltd, 10 Jalan Besar, # 12-06
Sim Lim Tower, Singapore-208787
Its percentage of post preferential issue capital will be 14.90%.

9. Lock-in The shares allotted to Sindia Investment Group PTE Ltd shall be
locked-in for a period of one year from the date of their allotment.

None of the Directors of your Company are concerned or interested in the said resolution.

PLACE: LUDHIANA
DATED: 09.06.2011

BY ORDER OF THE BOARD

(ROBIN VIJAN)
COMPANY SECRETARY

Note: Your Company has decided to become part of Green Initiative taken by Ministry of Corporate Affairs (MCA) and to send the future Correspondences/ Notices, etc. through E-Mail. To enable us to do the same we request you to register your E-Mail ID by sending an E-Mail at robinvijan@supremetexmart.com or at info@supremetexmart.com.

SUPREME TEX MART LIMITED

ATTENDANCE SLIP

Please fill in attendance slip and hand it over at the entrance of the factory.

Name and address of the shareholder Folio No.

No. of shares held

I hereby record my presence at the Extra-ordinary General Meeting of the Company held on 9th day of July, 2011 at 11 A.M. at 424, Industrial Area-A, Ludhiana.

SIGNATURE OF THE SHAREHOLDERS OR PROXY

PROXY

I/We _____

of _____ being

a member(s) of SUPREME TEX MART LIMITED hereby appoint

of _____

or failing him _____

of _____

as my/our proxy to vote for me/us and on my/our behalf at Extra-ordinary General Meeting of the company held on 9th day of July, 2011 at 11 A.M. at 424, Industrial Area-A, Ludhiana and at any adjournment thereof.

Signed _____ day of _____ 2011

Affix a
1 Rupee
Revenue
Stamp
