

14<sup>th</sup> December, 2013

To,  
The General Manager,  
Department of Corporate Services,  
BSE Limited, P. J. Towers,  
Dalal Street, Mumbai 400 001

To,  
The Manager,  
Listing Department,  
The National Stock Exchange of India Ltd.  
Bandra-Kurla Complex, Mumbai – 400 051

Dear Sir,

**Scrip Code - SUPREMEINFRA/ 532904**

**Subject: Outcome of Extra Ordinary General Meeting of the Company held on 13<sup>th</sup> December, 2013**

This is to inform you that the Extra-ordinary General Meeting (EGM) of Supreme Infrastructure India Limited was held on Friday, 13<sup>th</sup> December, 2013 where at the shareholders considered and approved all the disclosures made and circulated to the shareholders present at the meeting and the explanatory statement attached to the EGM notice dated 13<sup>th</sup> November, 2013 with necessary relevant corrections/ modifications/ additions/ deletions and after considering the corrigendum dated 27<sup>th</sup> November, 2013, 30<sup>th</sup> November, 2013 & 4<sup>th</sup> December, 2013 and passed the Special Resolution to create, issue, offer and allot up to:

- a. 33,50,000 Equity Shares of Rs. 10/- each for cash at a price of Rs.185/- per share (including premium of Rs.175/- per share) to the Promoters and/or Promoters Group and Non Promoters on a preferential basis and
- b. 20,00,000 Warrants with a right exercisable by the Warrant holder to subscribe for one Equity Share of Rs.10/- each per Warrant for cash at an exercise price of Rs. 185/- each on a preferential basis to the Promoters and/or Promoter Group of the Company.

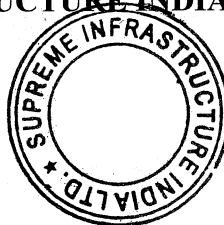
A copy of the Special Resolution passed at the EGM is enclosed for your information. We request you to kindly take the above on record and oblige.

Thanking you,

Yours faithfully,

**FOR SUPREME INFRASTRUCTURE INDIA LIMITED**

  
**VIJAY JOSHI**  
**COMPANY SECRETARY**



Encl. As above

**SUPREME INFRASTRUCTURE INDIA LTD.**

**CERTIFIED TRUE COPY**

**EXTRACT OF THE RESOLUTION PASSED AT THE EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF SUPREME INFRASTRUCTURE INDIA LIMITED HELD ON FRIDAY, 13TH DECEMBER, 2013 AT 3.30 P.M. AT THE BEATLE HOTEL, JMJ HOUSE, ORCHARD AVENUE, HIRANANDANI GARDENS, POWAI, MUMBAI – 400076.**

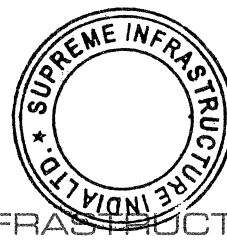
1. The following resolution was passed as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of section 81(1A) and all other applicable provisions if any, of the Companies Act, 1956, as amended and as may be modified or re-enacted with Companies Act, 2013 (“Act”), and in accordance with the provisions of the Memorandum and Articles of Association of the Company and any other rules/ regulations/guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the Reserve Bank of India, the Securities and Exchange Board of India (“SEBI”) and/or prescribed by the Listing Agreements entered into by the Company with the Stock Exchanges on which the Company’s shares are listed, or any other relevant authority from time to time, to the extent applicable and subject to such approvals, consents, permissions and sanctions as may be necessary or required and subject to such conditions as may be imposed or prescribed while granting such approvals, consents, permissions and sanctions, which the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board to exercise its powers including the powers conferred by this Resolution) is hereby authorised to accept, the Board be and is hereby authorised to create, issue, offer and allot –

- a) Up to 33,50,000 Equity Shares of Rs. 10/- each for cash at a price of Rs.185/- per share (including premium of Rs.175/- per share) to the Promoters and/or Promoters Group and Non Promoters and;
- b) Up to 20,00,000 Warrants with a right exercisable by the Warrant holder to subscribe for one Equity Share of Rs.10/- each per Warrant for cash at an exercise price of Rs. 185/- each on a preferential basis to the Promoters and/or Promoter Group of the Company;

(all of which are hereinafter collectively referred to as ‘Securities’) on a preferential allotment basis, on such terms and conditions as the Board may in its absolute discretion decide at the time of issue of Securities in accordance with the conditions specified in the SEBI (Issue of Capital and Disclosure Requirements) Regulations 2009.

**RESOLVED FURTHER THAT** without prejudice to the generality of the above, the aforesaid issue of the Securities may have all or any terms or conditions or combination of terms in accordance with applicable regulations, prevalent market practices, including but not limited to terms and conditions relating to payment of dividend, lock-in of Securities, price of equity shares to be allotted (including those arising out of exercise of option attached to the warrants) variation of the price or period of exercise of option by Warrant holder or issue of Equity Shares during the period of the Securities.



**SUPREME INFRASTRUCTURE INDIA LTD.**

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to issue and allot such number of Equity Shares as may be required to be issued and allotted, including issue and allotment of Equity Shares upon exercise of option by Warrant holders or as may be necessary in accordance with the terms of the offer, all such shares ranking pari passu inter-se with the then existing Equity Shares of the Company in all respects.

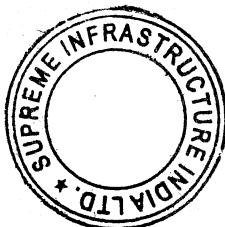
**RESOLVED FURTHER THAT** without prejudice to the generality of the above, the relevant date, for determination of price for the Equity Shares issued and allotted upon exercise of right attached to the Warrants referred to above, shall be, 13<sup>th</sup> November, 2013.

**RESOLVED FURTHER THAT** for the purpose of giving effect to any offer, issue or allotment of Equity Shares or Securities or instruments representing the same, as described above, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient to effect the offer, issue, allotment and listing of aforesaid Equity Shares and to issue any Offer Document / Letter, sign all deeds, documents and writings entering into arrangements for appointment of agencies for managing, listing, trading of securities issued, such as Depository and to pay any fees, remuneration, expenses relating thereto, and with power to settle all questions, difficulties or doubts that may arise in regard to such issue(s), allotment(s) and listing as it may, in its absolute discretion, deem fit.

**RESOLVED FURTHER THAT** to give effect to the aforesaid resolution, the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of Directors or any Director or any other officer(s) of the Company and for the purpose of giving effect to this resolution, the Board acting on its own or through a Committee of Directors or any other person duly authorized in this regard by the Board / Committee, be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and settle any or all questions / matters arising with respects to the offer, issue and allotment (including deciding the terms and conditions for the same), utilization of the proceeds of the issue of Equity Shares and Warrants, execute all such deeds, documents, agreements and writings as may be necessary for the purpose of giving effect to the aforesaid resolution, take such further steps as required for the allotment and listing of the shares to be thus issued or are incidental and ancillary in this regard and to make such modifications in the foregoing as may be considered desirable or expedient by the Board / Committee / such authorized person in the best interest of the Company and its Shareholders”.

**FOR SUPREME INFRASTRUCTURE INDIA LIMITED**

  
**VIJAY JOSHI**  
COMPANY SECRETARY



**SUPREME INFRASTRUCTURE INDIA LTD.**