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People who know plastics best

Ref. No. SH/13/2014
21st October, 2014

National Stock Exchange of
India Ltd.,
Exchange Plaza, 5th floor,
Plot No. C/1, G. Block,
Bandra-Kurla Complex,
Bandra (East),
MUMBAI – 400051

Bombay Stock Exchange Ltd.
Market-Operation Dept.,
1st Floor, New Trading Ring,
Rotunda Bldg., P.J. Towers,
Dalal Street,
Fort, MUMBAI 400023

Dear Sirs,

Re. :- Clause 31 (d) of the Listing Agreement.

We have to state that the 72nd Annual General Meeting of the Company was held on 17th September, 2014. We enclose herewith a Certified True copy of the Minutes of the Proceedings of the said meeting, for your information and record.

Thanking you,

Yours faithfully,
For The Supreme Industries Ltd.,

(R. J. Saboo)
Sr. General Manager (Corporate Affairs) &
Company Secretary

Encl. : a/a.

The Supreme Industries Limited

Registered Office :
612, Raheja Chambers, Nariman Point, Mumbai-400 021.
CIN : L35920MH1942PLC003554
PAN : AAACT1344F

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Corporate Office :
+91 (022) 67710000, 40430000

MINUTE BOOK

CERTIFIED TRUE COPY

For The Supreme Industries Ltd.

(R. J. Saboo)
General Manager (Corporate Affairs)
& Company Secretary

THE SUPREME INDUSTRIES LIMITED
MUMBAI

THE 72ND ANNUAL GENERAL MEETING
MINUTES

The 72nd Annual General Meeting of the Shareholders of The Supreme Industries Limited, was held at Walchand Hirachand Hall, Indian Merchant's Chamber, Near Churchgate Station, 76, Veer Nariman Road, Mumbai – 400020, on Wednesday the 17th September, 2014 at 3.30 p. m.

1. DIRECTORS PRESENT

01) Shri B. L. Taparia – Chairman
(DIN : 00112438)

02) Shri M. P. Taparia – Managiing Director
(DIN : 00112461)

03) Shri S. J. Taparia – Executive Director
(DIN : 00112513)

04) Shri V. K. Taparia – Executive Director
(DIN : 00112567)

05) Shri B. V. Bhargava – Non Executive Independent Director
(DIN : 00001823)

06) Shri H. S. Parikh – Non Executive Director
(DIN : 00127160)

07) Shri N. N. Khandwala – Non Executive Independent Director
(DIN : 00112603)

08) Shri Y. P. Trivedi – Non Executive Independent Director
(DIN : 00001879)

09) Smt. Rashna Khan – Non Executive Independent Director
(DIN : 06928148)

2. SHAREHOLDERS' ATTENDANCE

Number of shareholders present in the meeting in person or through proxy	153
- Promoter or Promoter Group	13
- Public	140

CHAIRMAN'S INITIALS

IN ATTENDANCE

Shri R. J. Saboo, Sr. General Manager (Corporate Affairs) & Company Secretary

Shri Chintan Shah of M/s. Chhogmal & Company, Chartered Accountants, Statutory Auditor of the Company

3. CHAIRMAN OF THE MEETING

Shri B. L. Taparia, Chairman occupied the Chair at the meeting.

The Chairman then informed the Members the sad demise on 22nd July, 2014 of Shri S. R. Taparia, a sitting Member of the Board of Directors of the Company and Member of the Audit Committee and Stakeholders' Relationship Committee. He requested the Members to observe two minutes silence.

All the Members then observed 2 minutes silence while standing as a mark of respect with prayer to God for peace to the departed soul.

The Chairman informed the members that 19 proxies were received from the members holding 22,61,238 Equity Shares and further informed that Register of Proxy, Register of Directors' Shareholdings and Register of Contracts were kept on the table and were open for inspection of the members during the meeting.

The Chairman informed that for the benefit of the Members some of the Company's products were displayed.

With the consent of the Shareholders present, the Notice convening the meeting was taken as read.

The Members present stated that as the Auditors Report does not contain any qualification the same need not be read.

The Chairman of the Company, then made the following statement :–

"Ladies and Gentlemen,

I extend to each and every one of you a warm welcome to the 72nd Annual General Meeting of the Company. The Annual Report together with the Audited Accounts and the Director's Report for the year ended 30th June, 2014 have been with you for quite some time and with your permission, I take them as read. I hope it gives you a clear idea of the working of the Company during the year under review.

The Company achieved Net Revenues for the year 2013-14 at Rs. 3972.34 Crores (including Rs 171.89 crores by way of trading in other related products and Rs. 60.20 crores from sale of premises) as against Rs. 3406.97 crores (including Rs.113.80 Crores by way of trading in other related products and Rs. 16.00 crores from sales of premises) in the previous year, a growth of about 16%.

CHAIRMAN'S INITIALS

The Profits before interest, Depreciation and Taxes have gone up by 11.05% from Rs 539.40 crores in 2012-13 to Rs. 599.03 crores in the year under review. Net Profit, after setting aside Tax provisions of Rs.139.98 crores (previous year Rs. 132.99 crores) grew over 3% from Rs. 272.35 crores in 2012-13 to Rs.281.37 crores in 2013-14.

The Directors have recommended Final dividend of 300% ie. Rs.6.00 per share which together with the interim dividend of 100% i.e Rs.2/- per share (already paid) aggregates to 400% i.e. Rs.8.00 per share on Face Value of Share of Rs. 2/- each as against 375% i.e. Rs. 7.50/- per share on Face Value of Share of Rs. 2/- each in the previous year. Total Dividend payout including Corporate Dividend Tax would be Rs.118.89 crores, as compared to Rs. 111.27 crores of the previous year. After making necessary provisions, a sum of Rs 162.47 Crores has been transferred to General Reserve.

The net sales and other income during first two months of the current year are Rs. 488.06 crores (including Rs. 26.34 crores by way of trading in other related products) as against Rs. 449.64 crores (including Rs. 17.99 crores by way of trading in other related products) in the corresponding period of previous year achieving a growth of about 9%.

Business Outlook

In the first two months, the business conditions were slow. Growth in turnover was around 9%. The crude prices came down . $ Rupee parity remains steady. There was downward revision in the prices of key raw materials consumed by the Company. Consequently, there was a trend of emptying the pipe line at the end of channel partners which slowed the value growth in first two months,

Certain downward corrections in prices further took place on the 4th of this month. It is now expected that the prices may remain at around current level in near term. The demands for the products are expected to revive post monsoon. The Company expects business to grow between 18% to 20% by value in the current year.

In The medium term, the demand growth is expected to remain robust. Several new petrochemical plants are expected to go into production in next two years in the country. The Government is also giving increased focus to infrastructure, construction of smart cities, affordable housing and providing sanitation. Government commitment to boost manufacturing share in GDP in the country will go a long way to enable us to aim higher growth in its business planning.

Your company is poised to participate in all these growth impulses. Company, therefore, expects to sustain this value growth over next 3-4 years in its turnover.

The Company made an investment of Rs. 165 cores in the year 2013-14. The Company introduced Silent Pipe System, Bath fittings, Solvents, several varieties of Pipe fittings, Premium range of furniture, overhead storage tanks and cost effective solutions in it's Protective Packaging Division during the year under review. The company is happy to inform that all the newly introduced products are well received by the market.

CHAIRMAN'S INITIALS

The economy was on slow growth path in previous year which has resulted in lower value growth than anticipated. However, the demand forecast for the current year is better which is further boosted by all these newly launched products in the current year.

The Company has sold 187951 tons of Pipe Systems during the year under review against 175513 tons in the year 2012-13 showing a volume growth of 7%. These systems are made from PVC, CPVC, PPR and HDPE materials.

The Company could not utilize its full capacity as the demand growth in Housing sector from several parts of the country was poor.. The demand of pipe products in agriculture also was affected due to hail storm during Feb/March 2014 in many parts of the country.

The Company has introduced 431 Nos new products in the year which were well accepted by the market. In the current year the demand for various products is expected to be good. Company is planning to introduce additional varieties of Pipe Fittings including Industrial Valves during the year to meet critical requirements of Housing, Agriculture and Industry during the current year.

The Company's another large pipe production facility is slated to commence at Kharagpur, West Bengal during this year. This will be the 6th Plant of the company to produce these products. It will also enable it to tap the large untapped potential of the region. That plant is ear marked for the manufacture of several new varieties of products which are required in the East India Market. Company will be able to cater to the several Eastern market from that plant with least delivery period and low freight charges.

Company's CPVC Fire Sprinkler system is in advance stage of certification from the Authorized Agency. Company expects to launch this product during the current year. Company expects good growth in CPVC business. Company has further committed to install two lines of CPVC Pipes manufacturing at it's Malanpur Unit to cater to North Indian market with annual capacity of 3600 MT.

In cross laminated film products, 35 GSM and other newly introduced products were well received. The company expected 3000 Tons of business from it's 35 GSM film in the previous year. However, it could sell only 275 tons in the year. Due to thinness of the film, the business did not take off at expected level as consumers were cautious about the durability of the product. However, all the quantities sold were appreciated by the users as it gave cost effective durable solution. The Company expects to have good business from this product in the current year.

In Furniture, Company is continuously moving towards premium range of products and reducing it's quantum of commodity business. The Company will continue to pursue this policy in this year and thereafter. This will put the Furniture business on a sustainable profitable path.

Material Handling Products Division caters to Industrial and Agricultural sectors. Anticipating our customers future needs, the Company had moved to giving heavy duty Industrial crates with superior product design moulds catering to quality conscious customers in automobile, appliance, logistics and Fishery industry.

CHAIRMAN'S INITIALS

The company has planned to increase the channel partner strength for this business to several untapped service markets. Presently the strength of Channel partner is 192 nos with a plan to increase it to 220 nos in the current year.

The company continues to be the leader in the Injection Moulded Pallet business in India. Range of Cargo Pallets for Exports application have been well accepted in the market.

The Company was finding it difficult to sell its Protective Packing Products at a competitive cost to Eastern Indian users due to high freight component as the goods were sent from North & Western India. With the start of Kharagpur complex, that problem will be behind the Company. The Company enjoys Pan-India leadership position in Protective Packaging Products.

The Company's business in Performance Packaging film has achieved 23% volume growth in the previous year. The Company expects that it's effective annual capacity of 7500 tons will be sold out in the current year.

Industrial Product Division has delivered poor growth in previous year due to weakness in Automobile, consumer durable demand and general slow down in Industrial activities. This weakness has been arrested in the current year. The users of the Company's products in this segment are all showing revival of demand. The Company expects to do improved business in this segment in the year.

The Company commenced production of it's Composite Cylinder unit on 1st July this year. The initial production was marked for export market where 11880 Nos Cylinders were despatched and the balance quantity out of the total order of 50,000 nos shall be dispatched to South Korea in due course. Several export enquiries are coming to the Company for this product. In domestic market, the business can start only after getting approval from the local inspection agency. It is expected that the same may be received before end of this calendar year.

During the current year, the Company envisages total Capex of around Rs. 200 Crores mainly on the followings:

1. To build the Kharagpur Complex having facilities for -
   a) Protective Packaging Products
   b) PVC and HDPE Pipe Production capacity &
   c) Rotomoulding and Blow moulding facility to make varieties of plastics products
2. To start electroplating Unit at Pondicherry for Chrome Plate of Bath room fitting and accessories.
3. To introduce several additional varieties of Pipe fittings & Bath fittings.
4. To replace/ install additional injection moulding machines by new energy efficient machines and other balancing equipments for better production efficiency in industrial product division and Pipe Fitting Division at Jalgaon and Malanpur.
5. To augment premium range of Furniture with new design Products
6. To automate remaining plants at Jalgaon
7. To install roto moulding facility at Malanpur, in a new Unit other than existing two units.
8. To expand capacity of Protective Packaging Products at Hosur and Malanpur.

CHAIRMAN'S INITIALS

The Company has already been allotted 5.4 acres of land at Malanpur by IIDC (A Govt of M P undertaking) to put the third unit to manufacture Rotomoulded products. The same may go in operation by April/June 2015.

Company's focus remains to increase the share of value added products and Branded products in its' turnover. Company aims to achieve around 35% turnover from the sale of value added products and around 90% of total turnover from Branded Products over a period which was 32.30% & 79.50% respectively for the year under review. Company is consciously making efforts to increase strength of its channel partners month after month to enable it's products to reach in every town and village of the country. It's channel partners strength across various business segments which was 2051 Nos as on 30th June 2013 has increased to 2257 Nos as 30th June 2014.

Company is focused to increase its share of export revenue . Presently less than 3% of the total turnover of the Company consists of exports. Company aims to increase its exports significantly. It has taken various.initiatives in this direction by participating in several international exhibitions, entering new markets and taking steps to include additional products in export portfolio. Newly launched Composite LPG Cylinder by the Company is expected to contribute to export growth.

The Company foresees good growth opportunities in most of product segments it operates. Company is geared up to reap the fruits of revival in the economic growth and planned its capex accordingly.

Company continues to monitor its working capital requirement very closely. In spite of increased requirement of working capital and planned capex, the company does not envisage any significant increase in its borrowing level which was at Rs. 470 crores as at 30th June, 2014. The Company anticipates its interest burden in absolute quantum to be lower in 2014-15 compared to the previous year.

Real Estate market continues to remain sluggish for commercial properties in Mumbai. Company is getting quite a few enquiries regularly. Company is optimistic to realize better value in due course of time for its excellent signature commercial premises built with all statutory clearances in place. Out of the total saleable area of about 2.79 lac sq.ft, an area of about 1.30 Lac sq.ft has already been sold.Further area of 0.13 lac sq ft has been negotiated and likely to be completed during the first quarter of the current year.

I am extremely grateful to my fellow members of the Board for their valuable guidance.

I convey my appreciation to Executives, Staff and Workmen for the unstinted support extended by them.

I, on behalf of the Board of Directors, sincerely appreciate the encouragement and co-operation received by the Company from customers, Bankers, Shareholders and suppliers during the entire period.

The Chairman informed the Members that in terms of Section 145 of the Companies Act, 2013, only the qualifications, observations or comments mentioned in the Auditor's Report, which had any adverse effect on the functioning of the Company, were required to be read at the General Meeting. Since there

CHAIRMAN'S INITIALS

were no such qualifications, observations or comments, the Auditor's Report was not required to be read.

4 Thereafter Chairman welcomed question and clarification from the shareholders. The Chairman invited the members to raise queries on the performance and working results of the Company, if they so wished.

Thereafter, 16 shareholders had spoken on the subject, made certain comments and raised certain queries.

At the instance of the Chairman, Shri M. P. Taparia, Managing Director replied to all the comments made and queries raised by the shareholders, to their satisfaction.

5 PASSING OF RESOLUTIONS THROUGH E-VOTING, POSTAL BALLOT AND POLL AT AGM

The Chairman informed the members that 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, and Clause 35B of Listing Agreement, the Company had provided facility of electronic Voting (e-Voting) to the shareholders of the Company to vote electronically in the Annual General Meeting. He also informed that in terms of Clause-35B of the Listing Agreement, in order to enable to its members, who do not have access to e-voting facility to send their assent or dissent in writing in respect of the resolutions as set out in the Notice convening of 72nd Annual General Meeting dated 21st July, 2014, a Postal Ballot Form was sent along with the said Notice. The e-Voting commenced from 11th September, 2014 at 10.00 a.m. and ended on 13th September, 2014 at 6.30 p.m. A member desiring to exercise vote by Postal Ballot shall complete the Ballot Form with assent (for) or dissent (against) and send it to Shri V. Laxman, Scrutinizer C/o. The Supreme Industries Limited, 612, Raheja Chambers, Nariman Point, Mumbai - 400021, so as to reach him on or before 13th September, 2014, by 6.30 p.m.

The Chairman further informed the members that until last year, the consent on the resolutions proposed in the Annual General Meeting was taken by voting in the first instance by show of hands. In line with regulatory changes during the year, voting by show of hands was not permitted at the Annual General Meeting hence e-Voting/Postal Ballot was offered to the Members.

At the Meeting, the Chairman then called for a poll to facilitate the shareholders present in the meeting who could not participate either in the e-voting or postal ballot to record their votes through the poll process.

The Chairman stated that Shri V. Laxman, Practicing Company Secretary was appointed as the Scrutinizer for the e-Voting, Postal Ballot and Poll at AGM process.

The Chairman ordered the poll and invited Shri V. Laxman to scrutinize the poll proceedings and requested him to submit his report within two (2) days of passing of the Resolutions at the AGM.

CHAIRMAN'S INITIALS

The Chairman informed that on receipt of Scrutinizer's Report, the results declared alongwith the Scrutinizer's Report shall be placed on the website of the Company and also on the website of CDSL within two (2) days of passing of the Resolutions at the AGM and communicated to the Bombay Stock Exchange and National Stock Exchange of (India) Limited .
The Chairman thanked the members for their keen interest and participation in the meeting and declared the meeting as concluded.

6 The results of e-Voting, Postal Ballot and Poll concluded in respect of the items of Ordinary & Special Businesses at the 72nd Annual General Meeting of the Company held on 17th September, 2014, were declared on the basis of the Scrutinizer's Report dated 19th September, 2014 as under : .

ORDINARY BUSINESS

7. RESOLUTION NO. 1

"RESOLVED THAT the Audited Statement of Accounts for the Financial Year ended 30th June, 2014 together with the Directors' Report and the Auditor's Report thereon, be and are hereby received, considered and adopted."

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is as under in respect of the aforesaid resolution:-

Promoter / Public	No. of Shares held (1)	No. of Votes Cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
Promoter & Promoter Group	63120005	63120005	100	63120005	0	100	0
Public – Institutional Holders	40094996	26037647	64.94	26037647	0	100	0
Public - Others	23811869	1677477	7.04	1676382	1095	99.93	0.07
Total	127026870	90835129	71.51	90834034	1095	99.99	0.01

Based on the foregoing, the Chairman declared that the Resolution No. 1 has been passed by way of an Ordinary Resolution with requisite majority.

8. RESOLUTION NO. 2

"RESOLVED that the Dividend be paid as follows :-

		Rs.	Rs.
(i)	Dividend on 12,70,26,870 Equity Shares of Rs. 2/- each @ 400% i.e. Rs.8.00 per share (Previous year on 12,70,26,870 Equity Shares of Rs. 2/- each @ 375% i.e. Rs. 7.50 per share)		1,01,62,14,960
	(a) Interim Dividend @ 100% i.e. Rs. 2.00 per share (already paid in January 2014),	25,40,53,740	
	(b) Final Dividend recommended @300% i.e. Rs.6.00 per share	76,21,61,220	
(ii)	Corporate Dividend Tax as applicable (including Rs. 4,31,76,434/- paid on Interim Dividend)		17,27,05,733
			1,18,89,20,693

CHAIRMAN'S INITIALS

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is as under in respect of the aforesaid resolution:-

Promoter / Public	No. of Shares held (1)	No. of Votes Cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
Promoter & Promoter Group	63120005	63120005	100	63120005	0	100	0
Public – Institutional Holders	40094996	26037647	64.94	26037647	0	100	0
Public - Others	23811869	1675022	7.03	1675002	20	99.99	0.01
Total	127026870	90832674	71.51	90832654	20	99.99	0.01

Based on the foregoing, the Chairman declared that the Resolution No. 2 has been passed by way of an Ordinary Resolution with requisite majority.

9. RESOLUTION NO. 3

"RESOLVED that Shri Bajranglal Surajmal Taparia (Director Identification No. 00112438), be and is hereby re-elected as a Director of the Company."

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is under in respect of the aforesaid resolution:-

Promoter / Public	No. of Shares held (1)	No. of Votes Cast (2)	% of votes cast on outstanding shares.(3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
Promoter & Promoter Group	63120005	63120005	100	63120005	0	100	0
Public – Institutional Holders	40094996	25796668	64.34	20788752	5007916	80.59	19.41
Public - Others	23811869	1672007	7.02	1667662	4345	99.74	0.26
Total	127026870	90588680	71.31	85576419	5012261	94.47	5.53

Based on the foregoing, the Chairman declared that the Resolution No. 3 has been passed by way of an Ordinary Resolution with requisite majority.

10 RESOLUTION NO. 4

"RESOLVED that Shri Hasmukhlal Saburlal Parikh (Director Identification No. 00127160), be and is hereby re-elected as a Director of the Company."

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is under in respect of the aforesaid resolution:-

CHAIRMAN'S INITIALS

Promoter / Public	No. of Shares held (1)	No. of Votes Cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
Promoter & Promoter Group	63120005	63120005	100	63120005	0	100	0
Public – Institutional Holders	40094996	26037647	64.94	20580214	5457433	79.04	20.96
Public - Others	23811869	1673007	7.03	1668572	4435	99.73	0.27
Total	127026870	90830659	71.51	85368791	5461868	93.99	6.01

Based on the foregoing, the Chairman declared that the Resolution No. 4 has been passed by way of an Ordinary Resolution with requisite majority.

11. RESOLUTION NO. 5

"RESOLVED THAT M/S. CHHOGMAL & CO., Chartered Accountants, Mumbai (Firm Registration No. : 101826W), the retiring Auditors of the Company, be and are hereby re-appointed as the Auditors of the Company to hold office from conclusion of this meeting until the conclusion of the next Annual General Meeting on a remuneration to be decided by the Board of Directors.

FURTHER RESOLVED THAT the appointment of the Branch Auditors for the financial year 2014-2015 for any of the Branch(es) of the Company, be made at such remuneration as the Board of Directors may decide in consultation with the Statutory Auditors of the Company and the respective Branch Auditor(s) who may be so appointed."

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is as under in respect of the aforesaid resolution:-

Promoter / Public	No. of Shares held (1)	No. of Votes Cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
Promoter & Promoter Group	63120005	63120005	100	63120005	0	100	0
Public – Institutional Holders	40094996	25490191	63.57	24321846	1168345	95.42	4.58
Public - Others	23811869	1672982	7.03	1668701	4281	99.74	0.26
Total	127026870	90283178	71.07	89110552	1172626	98.70	1.30

Based on the foregoing, the Chairman declared that the Resolution No. 5 has been passed by way of an Ordinary Resolution with requisite majority.

CHAIRMAN'S INITIALS

SPECIAL BUSINESS

12. RESOLUTION NO. 6

"RESOLVED THAT pursuant to Section 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, Shri Bhupendranath Vidyanath Bhargava (Director Identification No. 00001823), Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years commencing from 17th September, 2014."

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is under in respect of the aforesaid resolution:-

Promoter / Public	No. of Shares held (1)	No. of Votes Cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
Promoter & Promoter Group	63120005	63120005	100	63120005	0	100	0
Public – Institutional Holders	40094996	25504116	63.61	24313638	1190478	95.33	4.67
Public - Others	23811869	1672982	7.03	1671772	1210	99.93	0.07
Total	127026870	90297103	71.09	89105415	1191688	98.68	1.32

Based on the foregoing, the Chairman declared that the Resolution No. 6 has been passed by way of an Ordinary Resolution with requisite majority.

13. RESOLUTION NO.. 7 :

"RESOLVED THAT pursuant to Section 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act 2013, Shri Yogendra Premkrishna Trivedi (Director Identification No. 00001879), Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years commencing from 17th September, 2014."

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is under in respect of the aforesaid resolution:-

Promoter / Public	No. of Shares held (1)	No. of Votes Cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
Promoter & Promoter Group	63120005	63120005	100	63120005	0	100	0
Public – Institutional Holders	40094996	25504116	63.61	24313638	1190478	95.33	4.67
Public - Others	23811869	1672982	7.03	1671822	1160	99.93	0.07
Total	127026870	90297103	71.09	89105465	1191638	98.68	1.32

Based on the foregoing, the Chairman declared that the Resolution No. 7 has been passed by way of an Ordinary Resolution with requisite majority.

14. **RESOLUTION NO.. 8** :

"RESOLVED THAT pursuant to Section 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, Shri Naresh Nagindas Khandwala (Director Identification No. 00112603), Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years commencing from 17th September, 2014."

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is under in respect of the aforesaid resolution:-

Promoter / Public	No. of Shares held (1)	No. of Votes Cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
Promoter & Promoter Group	63120005	63120005	100	63120005	0	100	0
Public – Institutional Holders	40094996	25504116	63.61	24313638	1190478	95.33	4.67
Public - Others	23811869	1672943	7.03	1671738	1205	99.93	0.07
Total	127026870	90297064	71.09	89105381	1191683	98.68	1.32

Based on the foregoing, the Chairman declared that the Resolution No. 8 has been passed by way of an Ordinary Resolution with requisite majority.

15. **RESOLUTION NO. 9 :**

"RESOLVED THAT pursuant to Section 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, Smt Rashna Hoshang Khan (Director Identification No. 06928148), Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years commencing from 17th September, 2014."

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is under in respect of the aforesaid resolution:-

Promoter / Public	No. of Shares held (1)	No. of Votes Cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
Promoter & Promoter Group	63120005	63120005	100	63120005	0	100	0
Public – Institutional Holders	40094996	26037647	64.94	26037647	0	100	0
Public - Others	23811869	1672943	7.03	1671698	1245	99.93	0.07
Total	127026870	90830595	71.51	90829350	1245	99.99	0.01

CHAIRMAN'S INITIALS

Based on the foregoing, the Chairman declared that the Resolution No. 9 has been passed by way of an Ordinary Resolution with requisite majority.

16. RESOLUTION NO. 10 :

"RESOLVED THAT in partial modification of the resolution passed by the Shareholders at the 71st Annual General Meeting held on 17th September, 2013, approving the re-appointment of Shri Vijaykumar Bajranglal Taparia (Director Identification No. 00112567), as an Executive Director of the Company for a period of five years commencing from 7th January, 2014 and who was not liable to retire by rotation, be and is hereby now subject to liable to retire by rotation during the residual term of his office in pursuance of provisions of Section 152(6) and other applicable provisions, if any, of the Companies Act,. 2013, and the Rules prescribed there under."

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is under in respect of the aforesaid resolution:-

Promoter / Public	No. of Shares held (1)	No. of Votes Cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
Promoter & Promoter Group	63120005	61667003	97.70	61667003	0	100	0
Public – Institutional Holders	40094996	26037647	64.94	26037647	0	100	0
Public - Others	23811869	1672982	7.03	1671776	1206	99.93	0.07
Total	127026870	89377632	70.36	89376426	1206	99.99	0.01

Based on the foregoing, the Chairman declared that the Resolution No. 10 has been passed by way of a Special Resolution with requisite majority.

17. RESOLUTION NO. 11 :

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 and the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the approval of the Company be and is hereby accorded for Shri Vivek Taparia, to continue to hold an office or place of profit under the Company as Business Development Manager or such other designation in the Senior Management Grade at a remuneration of R 36,00,000/- (Rupees Thirty Six Lacs only) per annum with effect from 1st July, 2014 and further annual increments from time to time, in accordance with the policy of the Company and that the terms and conditions of his appointment will be governed by rules and regulations of the Company which are applicable to the employees of his level.

RESOLVED FURTHER THAT the Board or any Committee thereof be and is hereby authorised to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution."

CHAIRMAN'S INITIALS

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is under in respect of the aforesaid resolution:-

Promoter / Public	No. of Shares held (1)	No. of Votes Cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
Promoter & Promoter Group	63120005	40637854	64.38	40637854	0	100	0
Public – Institutional Holders	40094996	26037647	64.94	26037647	0	100	0
Public - Others	23811869	1671882	7.02	1667375	4507	99.73	0.27
Total	127026870	68347383	53.81	68342876	4507	99.99	0.01

Based on the foregoing, the Chairman declared that the Resolution No. 11 has been passed by way of a Special Resolution with requisite majority.

18. **RESOLUTION NO. 12 :**

"RESOLVED THAT pursuant to Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) ('the Act') and the applicable rules made there under, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committee thereof) to borrow such sum or sums of monies in any manner from time to time as may be required for the purpose of the business of the Company with or without security and upon such terms and conditions as they may think fit, notwithstanding that monies to be borrowed together with monies already borrowed by the Company (apart from temporary loans obtained from Company's Bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount so borrowed by the Board of Directors of the Company and outstanding at any time shall not exceed the sum of R 1000 crores (Rupees One Thousand Crores).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to:

(i) prepare, finalise, approve and execute such agreements, debenture trust deeds, indentures of mortgage, deeds of hypothecation, charge, lien and other deeds and instruments or writings containing such covenants in this regard on behalf of the Company as the Board may think fit and proper and

(ii) do all such acts, deeds, matters and things and to execute all such documents, deeds and instruments in writing as may be required, incidental and / or expedient for giving effect to this resolution and to resolve any question relating thereto, or otherwise considered by the Board of Directors to be in the best interest of the Company."

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is under in respect of the aforesaid resolution:-

CHAIRMAN'S INITIALS

Promoter / Public	No. of Shares held (1)	No. of Votes Cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
Promoter & Promoter Group	63120005	63120005	100	63120005	0	100	0
Public – Institutional Holders	40094996	25037647	64.94	26037647	0	100	0
Public - Others	23811869	1671012	7.02	1667822	3190	99.81	0.19
Total	127026870	90828664	71.50	90825474	3190	99.99	0.01

Based on the foregoing, the Chairman declared that the Resolution No. 12 has been passed by way of a Special Resolution with requisite majority.

19. **RESOLUTION NO. 13 :**

"RESOLVED THAT pursuant to Section 180 (1) (a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) ('the Act') and the applicable rules made there under, consent of the Company be and is hereby given to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any committee thereof) to create such charge and / or mortgage and hypothecation in addition to the existing charges, mortgages and hypothecations already created by the Company on such terms and conditions and at such time or times and in such form and manner and with such ranking as to priority as it may deem fit, on any of the Company's moveable and immoveable properties and assets, present and future, comprised in any undertaking or undertakings of the Company, as the case may be, in favour of Financial / Investment Institutions, Bank or Banks, Trustees for the holders of debentures / bonds / other instruments and / or others to secure the repayment of loans, Debentures, borrowings and / or indebtedness of any type sanctioned and / or to be sanctioned by them from time to time upto a sum not exceeding R 1000 crores (Rupees One Thousand Crores) inclusive of interest at the respective agreed rates and all other costs, charges and expenses and all monies payable by the Company in respect of the above borrowings and / or indebtedness of any type, as may be stipulated in that behalf and agreed to between the Board of Directors and the Lenders.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to

(i) prepare, finalise, approve and execute, such agreements, debenture trust deeds, indentures of mortgage, deeds of hypothecation, charge, lien and other deeds and instruments or writings containing such covenants in this regard on behalf of the Company as the Board may think fit and proper and

(ii) do all such acts, deeds, matters and things and to execute all such documents, deeds and instruments in writing as may be required, incidental and / or expedient for giving effect to this resolution and to resolve any question relating thereto, or otherwise considered by the Board of Directors to be in the best interest of the Company."

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is under in respect of the aforesaid resolution:-

Promoter / Public	No. of Shares held (1)	No. of Votes Cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
Promoter & Promoter Group	63120005	63120005	100	63120005	0	100	0
Public – Institutional Holders	40094996	26037647	64.94	26037647	0	100	0
Public - Others	23811869	1669947	7.01	1666507	3440	99.79	0.21
Total	127026870	90827599	71.50	90824159	3440	99.99	0.01

Based on the foregoing, the Chairman declared that the Resolution No. 13 has been passed by way of a Special Resolution with requisite majority.

20. RESOLUTION NO. 14 :

"RESOLVED THAT pursuant to Section 188 and all other applicable provisions, if any of the Companies Act, 2013, and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into contracts and/or agreements for the (a) purchase/ sale of any goods or materials & provision of any services in connection with the sale or purchase of goods or materials including storage thereof, of the aggregate annual value not exceeding R 50 crores from / to Supreme Petrochem Limited and (b) sale or purchase of goods or materials including compensation for rendering of services not exceeding R 5 crores to The Supreme Industries Overseas (FZE), both being Related Parties as defined under the Companies Act, 2013.

RESOLVED FURTHER that the Board of Directors be and is hereby authorised to take such steps as may be necessary to obtain approvals, sanctions, consents and permissions and perform and execute all such act, deeds, matters and things (including delegation of such authority), as may be required or deemed necessary, proper or expedient and generally to do all acts, deeds, matters and things necessary for the purpose of giving effect to this resolution and for the matters connected therewith or incidental thereto."

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is under in respect of the aforesaid resolution:-

Promoter / Public	No. of Shares held (1)	No. of Votes Cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
Promoter & Promoter Group	63120005	63120005	100	63120005	0	100	0
Public – Institutional Holders	40094996	26037647	64.94	26037647	0	100	0
Public - Others	23811869	1669857	7.01	1667855	2002	99.88	0.12
Total	127026870	90827509	71.50	90825507	2002	99.99	0.01

CHAIRMAN'S INITIALS

Based on the foregoing, the Chairman declared that the Resolution No. 14 has been passed by way of a Special Resolution with requisite majority.

21. **RESOLUTION NO. 15 :**

"RESOLVED THAT pursuant to Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including statutory modification or re-enactment thereof for the time being in force, M/s. Kishore Bhatia & Associates, Cost Accountants (Firm Registration No. 00294), being the Cost Auditors appointed by the Board of Directors of the Company, to conduct the cost audit for the financial year ending 30th June, 2015 to the extent applicable, be paid the remuneration (apart from service tax including cess as applicable and reimbursement of actual travel and out of pocket expenses) as may be fixed by the Board of Directors."

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is under in respect of the aforesaid resolution:-

Promoter / Public	No. of Shares held (1)	No. of Votes Cast (2)	% of votes cast on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
Promoter & Promoter Group	63120005	63120005	100	63120005	0	100	0
Public – Institutional Holders	40094996	26037647	64.94	26037647	0	100	0
Public - Others	23811869	1669917	7.01	1668721	1196	99.93	0.07
Total	127026870	90827569	71.50	90826373	1196	99.99	0.01

Based on the foregoing, the Chairman declared that the Resolution No. 15 has been passed by way of an Ordinary Resolution with requisite majority.

Date of Entry of Minutes : 7th October, 2014
Date of Signing of Minutes : 7th October, 2014

(R.J. Saboo)
Sr. General Manager (Corporate Affairs)
& Company Secretary

(B. L. Taparia)
Chairman of the meeting

CHAIRMAN'S INITIALS