

Ref. No. SH/13/2017.  
5<sup>th</sup> July, 2017

BSE Limited.  
Market-Operation Dept.,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Bldg., P.J. Towers,  
Dalal Street,  
Fort, MUMBAI 400023

Dear Sirs

**Sub: Scrutinizer Report**

**Ref:- Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules 2014.**


Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules 2014, we hereby enclose Report of the Scrutinizer dated 5<sup>th</sup> July, 2017, on the voting at 75<sup>th</sup> Annual General Meeting held on Monday 3<sup>rd</sup> July, 2017 at Walchand Hirachand Hall, 4<sup>th</sup> Floor, Indian Merchant's Chamber Near Churchgate Station 76, Veer Nariman Road, Mumbai- 400 020.

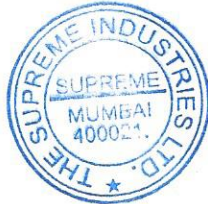
You are requested kindly to take the same on your record.

The Voting result along with the Scrutinizer's Report is made available on the company's website.

Thanking you,

Yours faithfully,  
For The Supreme Industries Limited

  
(R.J. Saboo)  
AVP (Corporate Affairs) &  
Company Secretary



Encl. : a/a.

**The Supreme Industries Limited**

**Regd. Off. :** 612, Raheja Chambers, Nariman Point, Mumbai-400 021. INDIA

**CIN :** L35920MH1942PLC003554 **PAN :** AACT1344F

**Corp. Off. :** 1161 & 1162, Solitaire Corporate Park, 167, Guru Hargovindji Marg, Andheri- Ghatkopar Link Road, Chakala, Andheri (East), Mumbai-400093. INDIA  +91 (022) 67710000, 40430000  +91 (022) 67710099, 40430099  sil\_ho@supreme.co.in  www.supreme.co.in

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V. LAXMAN  
M.COM., LL.M., FCS

### SCRUTINIZER'S REPORT

To

The Chairman,  
The Supreme Industries Limited  
(L35920MH1942PLC003554)  
612, Raheja Chambers,  
Nariman Point,  
Mumbai-400021.

Dear Sir,

Sub : Scrutinizer's Report on: (i) e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015; (ii) Ballot forms (in lieu of e-voting at the AGM) received from the shareholders who do not have access to e-voting and (iii) Poll conducted at the 75th Annual General Meeting (AGM) of the Company.

I, V. Laxman, FCS, proprietor of M/s. V. Laxman & Company, Company Secretaries, Mumbai have been appointed by the Board of Directors of The Supreme Industries Limited ("the Company") as the Scrutinizer for the purpose of scrutinizing the e-voting process and the Ballot forms (in lieu of e-voting at the AGM) received from the shareholders and the process of Poll at the 75th AGM, in a fair and transparent manner and ascertaining the requisite majority on (i) the e-voting and (ii) Ballot forms (in lieu of e-voting at the AGM) carried out in accordance 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 from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Poll at the 75th AGM, on the Resolution(s) as set out in the Notice convening 75th AGM of the Company held on Monday, 3rd July, 2017 at 4.00 p.m. at Walchand Hirachand Hall, Indian Merchants' Chamber, 76, Veer Nariman Road, Mumbai - 400020.



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701-A, Churchgate Chamber, 5, New Marine Lines, Churchgate, Mumbai 400 020.

Tel. : 022 6634 5101/ 02; 022 2264 4575/ 78; Fax. : 022 2265 4578

Email : vlaxman@gmail.com / vlaxmancs@gmail.com

## Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means, Ballot forms (in lieu of e-voting at the AGM) and Poll at the 75<sup>th</sup> AGM on the Resolution(s) as set out in the Notice convening the 75th Annual General Meeting dated 28th April, 2017.

## Responsibility as a Scrutinizer

Our Responsibility, as a Scrutinizer for the e-voting process and for the Ballot forms (in lieu of e-voting at AGM) and Poll at the 75th AGM, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out in the Notice convening the 75th AGM based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the Authorised Agency engaged by the Company for providing e-voting facilities and of the Ballot forms received up to 2nd July, 2017, and of the Poll at the 75th AGM of the Company.

Further in addition to the above, we submit our report as under :

- The Notice dated 28th April, 2017 convening 75<sup>th</sup> Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act, 2013 together with the Ballot forms (in lieu of e-voting at AGM) were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the AGM of the Company held on 03rd July, 2017.
- The Company has availed the e-voting facility offered by Central Depository Services Limited (CDSL) for conducting e-voting by the Shareholders of the Company. The Company has also provided to the shareholders who do not have access to e-voting to send their voting in writing on Ballot forms (in lieu of e-voting at the AGM) in terms of the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The shareholders of the Company holding shares as on the "cut-off" date of the 27th June, 2017 were entitled to vote on the proposed resolutions as set out in Item Nos. 1 to 7 in the Notice convening of the 75th AGM of the Company.
- The voting period for e-voting commenced on Friday, 30th June, 2017 at 9.00 a.m. and ended on Sunday, 2nd July, 2017 at 5.00 p.m. The Ballot forms received upto 5.00 p.m. on Sunday, 2nd July, 2017 were considered for our scrutiny.



- At the 75th AGM of the Company held on 3rd July, 2017, the Chairman of the Company had called for a Poll to facilitate the Members present in the meeting who could not participate either in the e-voting or ballot forms, to record their votes through the poll process.
- We, as the Scrutinizer, unblocked the votes casted, in the presence of Mr. Abasaheb Anandji Rajeshirke residing at 501, Saptarshi CHS Ltd., Building No.7, D. N. Nagar, Andheri (West), Mumbai – 400 053 and Mr. Nehal Shah, ICICI Securities Ltd., ICICI Centre, H.T. Parekh Marg, Churchgate, Mumbai – 400 020, who are not in employment of the Company in accordance with Rule 21 of the Companies (Management and Administration) Rules 2014.

We now hereby submit our Consolidated Report on the Result of the E-Voting together with that of Ballot forms (in lieu of e-voting at the AGM), and Poll at the 75th AGM in respect of the said Resolution(s), as under :

**ORDINARY BUSINESS :**

**Item No. 1**

**ORDINARY RESOLUTION:**

*To receive, consider and adopt the financial statements of the Company for the year ended 31st March, 2017 alongwith the reports of the Board of Directors and Auditors thereon.*

Manner of Voting	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid Votes Number
	Number	%	Number	%	
<b>E-Voting</b>	33798191	100	0	0	Nil
<b>Ballot Forms / Poll</b>	65531123	100	1	Negligible	Nil
<b>Total</b>	<b>99329314</b>	<b>100</b>	<b>1</b>	<b>Negligible</b>	<b>Nil</b>

**Item No. 2**

**ORDINARY RESOLUTION:**

*To declare final dividend (including special dividend) on Equity Shares for Financial Year ended 31st March, 2017 and to confirm the payment of Interim Dividend on Equity Shares by the Board of Directors of the Company.*



Manner of Voting	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid Votes Number
	Number	%	Number	%	
E-Voting	33811691	100	0	0	Nil
Ballot Forms/ Poll	65533623	100	1	Negligible	Nil
<b>Total</b>	<b>99345314</b>	<b>100</b>	<b>1</b>	<b>Negligible</b>	<b>Nil</b>

**Item No. 3**

**ORDINARY RESOLUTION:**

*Re-appointment of Shri V. K. Taparia (DIN No. 00112567), who retires by rotation, as Director of the Company.*

Manner of Voting	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid Votes Number
	Number	%	Number	%	
E-Voting	33297535	98.48	514156	1.52	Nil
Ballot Forms/ Poll	44166838	100	1	Negligible	Nil
<b>Total</b>	<b>77464373</b>	<b>99.34</b>	<b>514157</b>	<b>0.66</b>	<b>Nil</b>

**Item No. 4**

**ORDINARY RESOLUTION:**

*Ratification of appointment of Statutory Auditors and appointment of Branch Auditors.*

Manner of Voting	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid Votes Number
	Number	%	Number	%	
E-Voting	32888726	98.44	520376	1.56	Nil
Ballot Forms/ Poll	65533623	100	1	Negligible	Nil
<b>Total</b>	<b>98422349</b>	<b>99.47</b>	<b>520377</b>	<b>0.53</b>	<b>Nil</b>



**SPECIAL BUSINESS :**

**Item No. 5**

**SPECIAL RESOLUTION:**

*Alteration of Articles of Association*

Manner of Voting	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid Votes Number
	Number	%	Number	%	
<b>E-Voting</b>	32659272	97.76	749830	2.24	Nil
<b>Ballot Forms/ Poll</b>	65533623	100	1	Negligible	Nil
<b>Total</b>	<b>98192895</b>	<b>99.24</b>	<b>749831</b>	<b>0.76</b>	<b>Nil</b>

**Item No. 6**

**SPECIAL RESOLUTION:**

*Approving the re-appointment of Shri. S. J. Taparia (DIN No. 00112513) as Executive Director as a Director liable to retire by rotation*

Manner of Voting	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid Votes Number
	Number	%	Number	%	
<b>E-Voting</b>	33811691	100	0	0	Nil
<b>Ballot Forms/ Poll</b>	44161757	100	1	Negligible	Nil
<b>Total</b>	<b>77973448</b>	<b>100</b>	<b>1</b>	<b>Negligible</b>	<b>Nil</b>



**Item No. 7**

**ORDINARY RESOLUTION:**

*Ratification of remuneration of Cost Auditors*

Manner of Voting	Votes cast in favour of the resolution		Votes cast against the resolution		Invalid Votes Number
	Number	%	Number	%	
<b>E-Voting</b>	33811691	100	0	0	Nil
<b>Ballot Forms/ Poll</b>	65533623	100	1	Negligible	Nil
<b>Total</b>	<b>99345314</b>	<b>100</b>	<b>1</b>	<b>Negligible</b>	<b>Nil</b>

Based on the foregoing, the Resolutions No(s). 01 to 07 shall be deemed to have been **passed with the requisite majority.**

Date : 5th July, 2017  
Place : Mumbai

For **V. Laxman & Company**  
Company Secretaries

  
**(V. Laxman)**  
Proprietor

[FCS No. 1513 COP No. 744]

