

SH/13/2018
18th April, 2018

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

BSE Limited.
Market-Operations Dept.
1st floor, New Trading Ring,
Rotunda Bldg. P.J. Towers,
Dalal Street, Fort,
Mumbai- 400023

Sub: Postal Ballot Notice, Form and Newspaper Notice for Shareholders.

Ref: Regulation 30 and 47(1)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of Regulation 30 and 47(1) (d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith copy of Postal Ballot Notice and Form for seeking approval of the Members by way of Ordinary Resolution for approval of Related Party Transaction.

We also enclosed the clippings of Newspaper advertisement confirming completion of dispatch of Postal Ballot Notice and form to all eligible shareholders.

Please take the same on your records.

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 :** AAAC1344F

+91 (022) 22820072, 22851656 
+91 (022) 22851657, 30925825 
sil_narimanpoint@supreme.co.in 

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



THE SUPREME INDUSTRIES LIMITED

CIN : L35920MH1942PLC003554

Regd. Office : 612, Raheja Chambers, Nariman Point, Mumbai - 400 021

Phone : 022 22851656, 22851159 | Fax : 022 22851657

Email : investor@supreme.co.in | Website : www.supreme.co.in

POSTAL BALLOT NOTICE

Notice is hereby given pursuant to section 110 of the Companies Act, 2013 ("Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and all other applicable Laws and Regulations, to the Members of The Supreme Industries Limited ("Company") to consider and if thought fit, pass the Ordinary resolution set out below by way of Postal Ballot. Further, in compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of Section 108 of the Act read with the relevant rules there under, the Company is also providing the facility of e-voting for the annexed Ordinary resolution.

The Explanatory Statement pursuant to Section 102 of the Act pertaining to the Ordinary Resolution setting out the material facts and the reasons thereof is annexed hereto along with the Postal Ballot Form for your consideration. In the event the Ordinary resolution as set out in the notice is assented by the requisite majority by means of e-voting and Postal Ballot, it shall be deemed to have been passed at a general meeting of the Company. The date of the announcement of result of Postal Ballot shall be considered as the date of passing of the said Ordinary resolution.

The Board of Directors of the Company ("Board") has appointed Mr. V. Laxman of M/s V. Laxman & Company, Company Secretary as Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner. Members desiring to exercise their vote by Postal Ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the same duly completed and in the self-addressed pre-paid business reply envelope enclosed herein. The duly completed Postal Ballot Form(s) should reach the Scrutinizer not later than 5.00 PM (IST) on 18th May, 2018 and any notice received after this shall be deemed as not having been received. The Scrutinizer's decision on the validity of Postal Ballot shall be final.

Members desiring to opt for e-voting as per the facilities arranged by the Company are requested to read the instructions in the Notes under the section 'Voting through electronic means' in this Notice.

The Scrutinizer after completing the scrutiny of the Postal Ballot Forms will submit his report to the Chairman of the Board of the Company and the result of Postal Ballot (including e-voting) shall be declared on or before 20th May, 2018 at the Company's Registered Office at 612, Raheja Chambers, Nariman Point, Mumbai - 400 021. The results shall also be simultaneously communicated

to the BSE Limited and National Stock Exchange of India Limited; it shall also be displayed on the Company's website at www.supreme.co.in.

To approve a related party transaction involving the proposed sale of the Automotive Component manufacturing facility situated at Khushkhera, Rajasthan.

To consider and pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be applicable from time-to-time, subject to Memorandum of Association and Articles of Associations of the Company, and pursuant to the approval of the Board of Directors of the Company, approval of the shareholders of the Company be and is hereby accorded for a related party transaction to be entered into by the Company for sale of its Automotive Component manufacturing facility situated at Khushkhera in Rajasthan, to Kumi Supreme India Private Limited (**JVC**), a joint venture between the Company and Kumi Kasei Co. Ltd., which is an 'Associate Company' of the Company, provided that the Transaction is consummated on an arm's length basis."

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do or cause to be done all such acts, deeds and things, make such changes to the terms and conditions as may be considered necessary, expedient or desirable and execute such agreements, documents, addendums, deeds and writings and to make such filings as may be necessary, desirable or expedient, in order to give effect to this resolution as may be deemed necessary in the best interest of the Company."

**By Order of the Board of Directors
FOR THE SUPREME INDUSTRIES LIMITED**

(R.J. Saboo)
AVP (Corporate Affairs) & Company Secretary
(Membership No: A6699)

Place: Mumbai
Date: 4th April, 2018

NOTES

Voting through Postal Ballot

1. The Postal Ballot Notice along with Postal Ballot Form is being sent to the Members whose names appears on the Register of Members / List of Beneficial Owners as received from National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the cut-off date i.e. Friday 6th April, 2018. The Postal Ballot notice is being sent in electronic form to the members who have registered their e-mail addresses with the Company and with their Depository Participants. Physical copies of the Postal Ballot Notice along with Postal Ballot Form are being sent to members whose e-mail addresses are not registered, by permitted mode along with a self addressed postage pre-paid Business Reply Envelope.
2. A member desiring to exercise his/ her vote by Postal Ballot Form should complete this Postal Ballot Form, sign and send in the enclosed self-addressed postage prepaid envelope so as to reach the Scrutinizer not later than 5.00 PM on 18th May, 2018. Postage will be borne and paid by the Company. Envelopes containing Postal Ballots, if deposited in person or sent by courier at the expenses of the members will also be accepted.
3. The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company and the address at which the Postal Ballot Form is to be sent.
4. The Postal Ballot Form should be completed and signed by the members. In the case of joint shareholding, this form should be completed and signed by the first named member and in his absence, by the next named member(s). Unsigned Postal Ballot Forms will be rejected. The signature on the Postal Ballot Form must tally with the specimen signature registered with the Company.
5. Where the Postal Ballot Form has been signed by an Authorized Representative of the body corporate, a certified copy of the relevant authorisations to vote on the Postal Ballot should accompany the Postal Ballot Form. A member may sign the form through an Attorney appointed specifically for this purpose, in such case an attested true copy of the Power of Attorney should be attached to the Postal Ballot Form.
6. Duly completed Postal Ballot Forms should reach the Scrutinizer not later than 5.00 PM on 18th May, 2018. Any Postal Ballot Form received after this time and date will be treated as if the reply from the member has not been received. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected.
7. Any member who has not received the Postal Ballot Forms may write to the Company or Registrar and Share Transfer Agents (RTA) of the Company for obtaining a duplicate/additional Ballot Form. However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than the time and date specified above.

8. Voting rights will be reckoned on the paid-up value of shares registered in the name of the member on 6th April, 2018 which is the cut-off date fixed for this purpose.
9. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid envelope, as all envelopes will be sent to the Scrutinizer and any extra paper found in such envelope would be destroyed by the Scrutinizer.
10. There will be only one Postal Ballot Form for every folio irrespective of the number of joint member(s).
11. A member need not use all the votes nor does he need to cast all the votes in the same way.
12. The Scrutinizer's decision on the validity of a Postal Ballot will be final and binding.
13. The date on which the Scrutinizer declares the results of the Postal Ballot (including e-voting) will be considered as the date of passing the resolution and such resolution shall be deemed to have been passed at a duly convened general meeting of the Company.

Voting through electronic means

Members can also exercise their vote by using the e-voting facility in the following manner:

The instructions for members for voting electronically are as under:

- (i) The voting period begins on Thursday, 19th April, 2018 at 9.00 A.M. (IST) and ends on Friday, 18th May, 2018 at 5.00 P.M. (IST). During this period shareholders of the Company, holding shares either in physical Form or in dematerialized form, as on the cut-off date i.e Friday, 6th April, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders/ Members.
- (iv) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user, follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field. In case the sequence number is less than 8 digits, enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> If both the details are not recorded with the Depository or the Company, please enter the member ID/ folio number in the Dividend Bank details field as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members 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 recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.

(xi) Click on the EVSN for the relevant The Supreme Industries Limited on which you choose to vote.

(xii) 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.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution which 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.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.

(xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the**

app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- 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.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

In case of members receiving the physical copy:

- Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.
- The voting period begins on Thursday, 19th April, 2018 at 9.00 A.M. (IST) and ends on Friday, 18th May, 2018 at 5.00 P.M. (IST). During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e Friday, 6th April, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102

The Company has entered into a Joint Venture Agreement dated 4th April 2018 with Kumi Kasei Co. Ltd., a company existing under the laws of Japan and having its principal place of business at Nihon Man Power Building, 47-1, Kanda-higashi Matsushita-cho, Chiyodaku, Tokyo, Japan (**Kumi**) and Kumi Supreme India Private Limited (**JVC**), a company incorporated under the laws of India, to undertake the business of sale of its Automotive Component manufacturing facility situated at Khushkhera in Rajasthan, involving the manufacture and sale of injection moulded plastic components for automotive application (**Auto Component Business**). To this end, the Company shall transfer the Auto Component Business as a going concern on a slump sale basis to the JVC in which the Company and Kumi hold 20.67% and 79.33% of the share capital respectively. The JVC is a 'Related Party' under Section 2(76) of the Companies Act, 2013 and Regulation 2(zb) of the SEBI (Listing Obligations and

Disclosure Requirements) Regulations 2015, in the capacity of an 'Associate Company' of the Company, as well as by virtue of having a common director.

The Board of Directors at its meeting held on 30th January 2018, pursuant to the approval of the Audit Committee granted on the same date, had approved the sale of the Auto Component Business to the JVC in accordance with the terms and conditions as set out in the Business Transfer Agreement. The Company has executed a Joint Venture Agreement and a Business Transfer Agreement with Kumi and the JVC, to record the terms and conditions of the transaction, with authority to Shri M P Taparia, Managing Director, Shri S J Taparia, Executive Director and Shri V K Taparia, Executive Director to agree to such modification in the terms as may be required. The transaction will be consummated on an arm's length basis for a consideration of approximately INR 108,00,00,000/- (Indian Rupees One Hundred & Eight Crores).

Information required in accordance with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, as well as pursuant to Section 102 of the Companies Act, 2013 is as under:

Name of the related party:	Kumi Supreme India Private Limited
Name of the director or Key Managerial personnel who is related:	Shri S.J. Taparia, Executive Director of the Company is a non-executive Director on the board of the Joint Venture Company
Nature of Relationship:	The JVC will be an 'Associate Company' of the Company as defined under Section 2(6) of the Companies Act, 2013. The Company and the JVC also share a common director, i.e. Shri S.J. Taparia.
Nature of Transaction:	Sale of the Company's Automotive Component manufacturing facility situated at Khushkhera in Rajasthan, involving the manufacture and sale of injection moulded plastic components for automotive application, as a going concern on a slump sale basis to the JVC. Further, the Company will hold 20.67% of the paid-up equity share capital of the JVC.
Transaction Value:	Approximately Rs. 108 Crores, subject to adjustments in the manner contemplated in the definitive agreements. Transaction is on an arm's length basis.
Nature, material terms, monetary value and particulars of the contract or arrangements.	<ul style="list-style-type: none"> The business transfer is structured as a slump sale of the Company's Automotive Component manufacturing facility situated at Khushkhera in Rajasthan, having a net turnover of Rs. 103 Crores and EBIDTA of Rs 12.55 Crore in 2016-17 and Gross Block of Fixed Assets of Rs. 79.36 Crore as on 31 March 2017, subject to satisfaction of customary conditions precedent, including obtaining the relevant statutory approvals. The JV agreement contains mutual rights and obligations of the parties for governance of the JVC. The Company will hold 20.67% of the paid-up equity share capital of the JVC. The Company has the right to subscribe to any further issues of equity securities by the Company to maintain its proportionate shareholding in the Company. The Company has the right to nominate a director (out of a total of 4) on the board of the JVC and has the right to nominate the chief operating officer of the JVC. The Company also enjoys certain reserved matter rights with respect to the business of the JVC. The Company's and Kumi's shareholding in the JVC is locked-in for a period of 3 years from the closing date. Thereafter, each of the Company and Kumi has a right of first refusal on any transfer of shares by the other. The aforesaid restriction relating to lock-in on Kumi's shareholding in the JVC and right of first refusal and tag along right of the Company, shall not apply to any transfer of up to 25% of Kumi's shareholding in the JVC on a fully diluted basis, to any third party established outside of India and not engaged in a business that competes with the business being undertaken by the Company. After 3 years, the Company has the right to exit the JVC through a sale of its shares to Kumi. At any time after the closing date, Kumi has the right to require the Company to sell the shares held by it in the JVC to Kumi and/or its affiliates.

Relevant documents referred to in the accompanying Notice and in the Explanatory Statement are open for inspection by the Members at the Company's Registered Office at 612, Raheja Chambers, Nariman Point, Mumbai 400 021 (India)

Except Shri S J Taparia, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out in the Notice.

The Board recommends passing of the Ordinary Resolution set out in this notice in the interest of the Company.

**By Order of the Board of Directors
FOR THE SUPREME INDUSTRIES LIMITED**

(R.J. Saboo)
AVP (Corporate Affairs) & Company Secretary
(Membership No: A6699)

Place: Mumbai
Date: 4th April, 2018



THE SUPREME INDUSTRIES LIMITED

CIN : L35920MH1942PLC003554

Regd. Office : 612, Raheja Chambers, Nariman Point, Mumbai - 400 021

Phone : 022 22851656, 22851159 Fax : 022 22851657

Email : investor@supreme.co.in Website : www.supreme.co.in

POSTAL BALLOT FORM

Registered Folio No. / DP ID No. / Client ID No.

Number of Shares held

I / We hereby exercise my / our vote in respect of the Resolution to be passed through Postal Ballot for the business stated in the Postal Ballot Notice of the Company dated 4th April, 2018, by conveying my / our assent or dissent to said Resolution by placing the tick (✓) mark at the appropriate box below:

Item No.	Description	No. of Shares held by me	I / We assent to the resolution (For)	I / We dissent from the resolution (Against)
1	To approve a related party transaction involving the proposed sale of the Automotive Component manufacturing facility situated at Khushkhera, Rajasthan. (Ordinary Resolution)			

Place :

Date :

Signature of Shareholder

Note: Please read the instructions printed overleaf before exercising your vote.

INSTRUCTIONS :

01. A member desiring to exercise his / her vote by Postal Ballot should complete this Postal Ballot Form, sign and send in the enclosed self addressed postage prepaid envelope so as to reach the Scrutinizer as per instruction 5 below to Mr. V. Laxman, Scrutinizer, C/o. The Supreme Industries Ltd., 612, Raheja Chambers, Nariman Point, Mumbai -400 021. Postage will be borne and paid by the Company. Envelopes containing Postal Ballots, if deposited in person or sent by courier at the expenses of the members will also be accepted.
02. The self addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company and the address at which the Ballot Form is to be sent.
03. The Postal Ballot should be completed and signed by the members. In the case of joint shareholding, this form should be completed and signed by the first named member and in his absence by the next named member(s). Unsigned Postal Ballot Forms will be rejected. The signature on the Postal Ballot must tally with the specimen signature registered with the Company.
04. Where the Postal Ballot has been signed by an Authorised Representative of the body corporate, a certified copy of the relevant authorizations to vote on the Postal Ballot should accompany the Postal Ballot Form. A member may sign the form through an Attorney appointed specifically for this purpose, in such case an attested true copy of the Power of Attorney should be attached to the Ballot Form.
05. Duly completed Postal Ballot Forms should reach the Scrutinizer not later than 5.00 p.m. on 18th May, 2018. Postal Ballot Form received after this time and date will be treated as if the reply from the member has not been received. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected and decision of the Scrutinizer on the validity of the forms will be final and binding.
06. A member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than the time and date specified at instruction No. 5 above.
07. Voting rights will be reckoned on the paid up value of shares registered in the name of the member on 6th April, 2018, which is the cut off Date fixed for this purpose.
08. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self addressed postage prepaid envelope in as much as all such envelopes will be sent to the Scrutinizer and any extra paper found in such envelope would be destroyed by the Scrutinizer.
09. There will be only one Postal Ballot Form for every folio / DP ID Client ID irrespective of the number of joint member(s).
10. The item of business covered by this Postal Ballot will not be transacted at any General Meeting.
11. A member need not use all the votes nor does he need to cast all the votes in the same way.
12. The vote of a Member will be considered invalid on any of the following grounds:
 - a) If the Members signature does not tally, or if the Postal Ballot Form is not signed as per process mentioned above.
 - b) If the Member has marked his/her/its vote both 'FOR' and 'AGAINST' in the Postal Ballot Form in such a manner that the aggregate shares voted 'FOR' and 'AGAINST' exceeds the total number of shares held.
 - c) If the Ballot paper received, torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the identity of the Members or the number of votes or as to identify whether the votes cast are in favour or against or inability of signature to be verified or on one or more of above grounds.

THE SUPREME INDUSTRIES LIMITED

Registered office: 612, Raheja Chambers, Nariman Point,
Mumbai- 400021. Phone no: 022-22851656/22851159/22851160
email: investor@supreme.co.in
CIN: L35920MH1942PLC003554

NOTICE TO MEMBERS

NOTICE is hereby given that pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company has sought the approval of the members, through Postal ballot including e-voting to approve a related party transaction involving the proposed sale of the Auto Component Business. Members whose name appear in the Register of Members / Beneficial Ownership Position maintained by the Depositories i.e. NSDL & CDSL as on the cut-off date i.e. 6th April, 2018 have been considered for sending the Notice to them. The voting right has been reckoned in proportion to the paid-up equity shares registered in the name of members as on the said cut-off date.

NOTICE is further given that-

(i) email along-with the soft copy of Postal Ballot Notice & Form have been sent to those members having email address registered with the Depositories, and

(ii) Physical copy of the Postal ballot notice along with the postal ballot form and pre-paid envelope have been sent to those members, who do not have email address registered with the Depositories.

The process of dispatch of notices to the members has been completed on 16th April, 2018.

In terms of Section 108 of Companies, Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is providing the facility to its members to exercise their right to vote by electronic means as an alternative mode of postal ballot voting which will enable them to cast their votes electronically. The Company has engaged the services of Central Depository Services Limited (CDSL) to provide e-voting facility to the members.

The e-voting commences on Thursday, 19th April, 2018 at 9:00AM (IST) and ends on Friday, 18th May, 2018 at 05:00 PM (IST). Any member who has not received the Postal ballot notice and form may email to the Secretarial Department of the Company investor@supreme.co.in for obtaining duplicate form.

Members who cast their votes electronically should not vote through Postal Ballot Form. However, in case a member votes electronically as well as through Postal Ballot Form, the vote cast through Postal Ballot Form will be ignored.

The Company has appointed Mr. V. Laxman of M/s V. Laxman & Company, Company Secretary, as Scrutinizer to conduct the postal ballot process and scrutinize the e-voting process in a fair and transparent manner. All the members are requested to carefully read the instructions printed in the Postal Ballot Form and return the duly completed form in pre-paid envelope, to the scrutinizer not later than 5:00 PM (IST) on 18th May, 2018. Any Postal Ballot Form received from the member beyond the said date will not be valid and voting by electronic means shall not be allowed beyond the said date.

In case of any query / grievance relating to e-voting, members may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write email to helpdesk.evoting@cdslindia.com. In case of any grievance connected with facility for voting by electronic means, please contact Mr. Rakesh Dalvi Deputy Manager, Address: A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, NM Joshi Marg, Lower Parel (E), Mumbai - 400013, Email id: helpdesk.evoting@cdslindia.com, Phone number: 1800225533, and for grievance connected with facility for voting by Postal Ballot Form, please contact Mr. Raju Prasad, Assistant Company Secretary / Mr. Ashish Lad, Senior Executive, at 612 Raheja Chambers, Nariman Point, Mumbai- 400 021, Phone Number: 022 22851656/1159/1160.

The results declared along with the scrutinizer's report shall be placed on the Company's website (www.supreme.co.in) and on CDSL website www.cdslindia.com and would also be communicated to the Stock Exchanges.

For The Supreme Industries Limited
(R. J. Saboo)

Place : Mumbai

AVP (Corporate Affairs)

Dated : 17th April, 2018

& Company Secretary

दि सुप्रिम इंडस्ट्रीज लिमिटेड

नोंदणीकृत कार्यालय: ६१२, रहेजा चेंबर्स, नरिमान पॉइंट, मुंबई-४०० ०२१,

फोन क्र. ०२२-२२८५१६५६/२२८५११५९/२२८५११६०

ई-मेल: investor@supreme.co.in

सीआयएन: ३५९२०एमएच१९४२पीएलसी०००३५५४

सभासदांना सूचना

सूचना याद्वारे देण्यात येते की, कंपनी अधिनियम २०१३ च्या कलम ११० सहवाचता कंपनीज (मॅनेजमेंट अॅण्ड अॅडमिनिस्ट्रेशन) रूल्स २०१४ अनुसार कंपनीला ऑटो कम्पोनंट बिझनेसच्या प्रस्तावित विक्रीसह संबंधित पक्षकारांच्या व्यवहाराच्या मंजुरीसाठी ई-मतदानासह पोस्टल बॅलटमार्फत सभासदांची मंजुरी घ्यायची आहे. ज्या सभासदांची नावे कट ऑफ तारीख म्हणजेच ६ एप्रिल, २०१८ रोजीस डिपॉझिटरीज म्हणजेच एनएसडीएल आणि सीडीएसएल कडे असलेली लाभकारी मालकांची स्थिती/सभासद रजिस्टरमध्ये असतील त्यांना सूचना पाठविण्यासाठी विचारात घेण्यात आले आहे. मतदानाचे हक्क सदर कट ऑफ तारखेस सभासदांच्या नावे नोंदविलेल्या पूर्णदिय समभागांच्या प्रमाणात मोजण्यात येतील.

सूचना पुढे देण्यात येते की

(i) पोस्टल बॅलट सूचना आणि प्रपत्राच्या सॉफ्ट कॉपीसह ईमेल ज्या सभासदांनी डिपॉझिटरीजकडे ईमेल पत्ते नोंदविलेले आहेत त्यांना पाठविण्यात आली आहे.

(ii) पोस्टल बॅलटच्या सूचनेच्या प्रत्यक्ष प्रतीसह पोस्टल बॅलट प्रपत्र आणि प्रिपेड लिफाफा डिपॉझिटरीजकडे ईमेल आयडी न नोंदविलेल्या सभासदांना पाठविण्यात आला आहे.

सभासदांना सूचना पाठविण्याची प्रक्रिया १६ एप्रिल, २०१८ रोजी पूर्ण झाली आहे.

कंपनी अधिनियम, २०१३ च्या कलम १०८ सहवाचता कंपनीज (मॅनेजमेंट अॅण्ड अॅडमिनिस्ट्रेशन) अमेंडमेंट रूल्स २०१५ आणि सेबी (लिस्टिंग ऑब्जिगेशन्स अॅण्ड डिस्कलोजर रिक्वायर्मेंट्स) रेग्युलेशन्स २०१५ च्या रेग्युलेशन ४४ नुसार कंपनीने पोस्टल बॅलट मतदानाला पर्याय म्हणून इलेक्ट्रॉनिक माध्यमाने मतदानाचा त्यांच्या हक्क वापरण्याची सुविधा तिच्या सभासदांना पुरविले आहे. ज्यामुळे इलेक्ट्रॉनिकली त्यांचे मतदान करणे त्यांना शक्य होईल. कंपनी सभासदांना ई-मतदान सुविधा पुरविण्यासाठी सेन्ट्रल डिपॉझिटरी सर्व्हिसेस लिमिटेड (सीडीएसएल) च्या सेवेसह जोडली गेली आहे.

ई-मतदानाला गुरुवार, १९ एप्रिल, २०१८ रोजी स. ९.०० वा. (भाप्रवे) सुरुवात होईल आणि शुक्रवार १८ मे, २०१८ रोजी सायं ५.०० वा. (भाप्रवे) संपेल. कोणीही सभासद ज्यांना पोस्टल बॅलट सूचना आणि प्रपत्र प्राप्त झालेले नाहीत ते प्रतिलिपी प्रपत्र प्राप्त करण्यासाठी investor@supreme.co.in येथे कंपनीच्या सेक्रेटरीयल डिपार्टमेंटकडे ईमेल पाठवू शकतात.

ज्या सभासदांनी इलेक्ट्रॉनिकली त्यांचे मतदान केलेले आहे त्यांनी पोस्टल बॅलट प्रपत्रामार्फत मतदान करू नये. तथापि सभासदांनी इलेक्ट्रॉनिकली तसेच पोस्टल बॅलट प्रपत्रामार्फत मतदान केल्यास पोस्टल बॅलट प्रपत्रामार्फत केलेले मतदान दुर्लक्षित करण्यात येईल.

कंपनीचे मोकळ्या आणि पारदर्शक बाबीमध्ये ई-मतदान प्रक्रियाचे परिनिरीक्षण करण्यासाठी आणि पोस्टल बॅलट प्रक्रिया घेण्यासाठी परिनिरीक्षक म्हणून मे. व्ही. लक्ष्मण अॅण्ड कंपनी, कंपनी सचिव चे श्री. व्ही. लक्ष्मण यांची नियुक्त केली आहे. सर्व सभासदांना पोस्टल बॅलट प्रपत्रात छापलेली माहिती काळजीपूर्वक वाचण्याची आणि १८ मे, २०१८ रोजी सायं ५.०० वा. (भाप्रवे) पूर्वी परिनिरीक्षकांकडे प्रिपेड लिफाफ्यातून यथायोग्य भरलेले प्रपत्र परत पाठविण्याची विनंती करण्यात येत आहे. सदर तारखेनंतर सभासदांकडून प्राप्त झालेले कोणतेही पोस्टल बॅलट प्रपत्र अवैध ठरतील आणि सदर तारखेनंतर इलेक्ट्रॉनिक माध्यमाने मतदानाला परवानगी देण्यात येणार नाही.

ई-मतदानाशी संबंधित कोणतीही चौकशी/तक्रारी करिता सभासद फ्रिक्वेंटली आरस्वड क्वेश्चन्स ("एफएक्युज") चा संदर्भ घेऊ शकतात आणि ई-मतदान मॅन्युअल हेल्प सेक्शन अंतर्गत www.evotingindia.com येथे उपलब्ध आहे किंवा helpdesk.evoting@cdslindia.com कडे ईमेल पाठवावा. इलेक्ट्रॉनिक माध्यमाद्वारे मतदानाशी संबंधित कोणत्याही तक्रारीकरिता कृपया श्री. राकेश दळवी, डेप्युटी मॅनेजर, पत्ता: ए विंग, २५ वा मजला, मॅरथॉन फ्युचरेक्स, मफतलाल मिल कंपाऊंड, एन.एम. जोशी मार्ग, लोअर परेल (पू.), मुंबई-४०० ०१३, ईमेल आयडी: helpdesk.evoting@cdslindia.com फोन नंबर १८००२२५५३३ यांना संपर्क करावा आणि पोस्टल बॅलट प्रपत्राद्वारे मतदान सुविधेशी संबंधित तक्रारीकरिता कृपया ६१२, रहेजा चेंबर्स, नरिमान पॉइंट, मुंबई-४०० ०२१, फोन क्र. ०२२-२२८५१६५६/११५९/११६० येथे श्री. राजू प्रसाद असिस्टंट कंपनी सेक्रेटरी/श्री. आशिष लड, सिनियर एक्झिक्युटिव्ह यांना संपर्क करावा.

परिनिरीक्षकांच्या अहवालासह घोषित निष्कर्ष कंपनीची वेबसाईट (www.supreme.co.in) वर ठेवण्यात येतील आणि स्टॉक एक्स्चेंजला सुद्धा कळविण्यात येतील.

दि सुप्रिम इंडस्ट्रीज लिमिटेड करिता

(आर. जे. साबू)

ठिकाण: मुंबई

एव्हीपी (कॉर्पोरेट अफेअर्स)

दिनांक: १७ एप्रिल, २०१८

आणि कंपनी सेक्रेटरी

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नवरात्रि

मुंबई, बुधवार, १८ एप्रिल २०१८