

## NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF SUPREME INFRASTRUCTURE INDIA LIMITED (THE COMPANY), WILL BE HELD ON MONDAY, THE 21<sup>ST</sup> DAY OF OCTOBER, 2024 AT 11:00 A.M. (IST) THROUGH VIDEO CONFERENCING ('VC')/ OTHER AUDIO-VISUAL MEANS ('OAVM') FACILITY TO TRANSACT THE FOLLOWING BUSINESS:

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### SPECIAL BUSINESS:

#### 1. INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY, AND CONSEQUENTIAL AMENDMENT IN MEMORANDUM OF ASSOCIATION OF THE COMPANY

To consider and, if thought fit, to pass with or without modifications(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed thereunder, the consent and approval of the members of the Company be and is hereby accorded for increase in Authorized Share Capital of the Company from existing Rs. 75,00,00,000/- (Rupees Seventy-Five Crore) divided into 3,50,00,000 (Three Crore and Fifty Lacs) Equity Shares of Rs. 10/- (Ten) each aggregating to Rs. 35,00,00,000/- (Rupees Thirty Five Crore Only), 25,00,000 (Twenty Five Lakhs) 1% Non-Cumulative Redeemable Preference Shares of Rs. 10/- (Ten) each aggregating to Rs. 2,50,00,000/- (Rupees Two Crore Fifty Lakhs Only), and 3,75,00,000 (Three Crore Seventy Five Lakhs) 0.01% Non-Cumulative Non-Convertible Redeemable Preference Shares of Rs. 10/- (Ten) each aggregating to Rs. 37,50,00,000/- (Rupees Thirty Seven Crore Fifty Lakhs *Only*) **to Rs. 250,00,00,000/- (Rupees Two Hundred and Fifty Crore) divided into 21,00,00,000 (Twenty One Crore) Equity Shares of Rs. 10/- (Ten) each aggregating to Rs. 210,00,00,000/- (Rupees Two Hundred and Ten Crore Only), 25,00,000 (Twenty Five Lakhs) 1% Non-Cumulative Redeemable Preference Shares of Rs. 10/- (Ten) each aggregating to Rs. 2,50,00,000/- (Rupees Two Crore Fifty Lakhs Only), and 3,75,00,000 (Three Crore Seventy Five Lakhs) 0.01% Non-Cumulative Non-Convertible Redeemable Preference Shares of Rs. 10/- (Ten) each aggregating to Rs. 37,50,00,000/- (Rupees Thirty Seven Crore Fifty Lakhs *Only*)** each ranking *pari passu* in all respect with the existing Equity Shares of the Company as per the Memorandum and Articles of Association of the Company.

**RESOLVED FURTHER THAT** pursuant to Section 13 and other applicable provisions, if any, of the Companies Act, 2013, the consent and approval of the members of the Company be and is hereby accorded, for alteration of Clause V of the Memorandum of Association of the Company by substituting in its place the following new Clause V:

*V. The Authorized Share Capital of the Company is Rs. 250,00,00,000/- (Rupees*

**SUPREME INFRASTRUCTURE INDIA LIMITED**

*Two Hundred and Fifty Crore) divided into 21,00,00,000 (Twenty One Crore) Equity Shares of Rs. 10/- (Ten) each aggregating to Rs. 210,00,00,000/- (Rupees Two Hundred and Ten Crore Only), 25,00,000 (Twenty Five Lakhs) 1% Non-Cumulative Redeemable Preference Shares of Rs. 10/- (Ten) each aggregating to Rs. 2,50,00,000/- (Rupees Two Crore Fifty Lakhs Only), and 3,75,00,000 (Three Crore Seventy Five Lakhs) 0.01% Non-Cumulative Non-Convertible Redeemable Preference Shares of Rs. 10/- (Ten) each aggregating to Rs. 37,50,00,000/- (Rupees Thirty Seven Crore Fifty Lakhs Only) with the rights, privileges, and conditions attached thereto as are provided in the Articles of Association of the Company for the time being, provided that the company shall always have the power to issue shares and redeemable preference shares at a premium, to increase or to reduce its capital and to divide the shares in the capital for the time being into several classes and attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be permissible by law and as may be determined by or in accordance with the Articles of Association of the Company for the time being in force to vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided.'*

**RESOLVED FURTHER THAT** approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

**2. TO OFFER, ISSUE AND ALLOT EQUITY SHARES ON PREFERENTIAL BASIS TO THE PERSONS BELONGING TO ‘PROMOTER & PROMOTER GROUP’ AND ‘NON-PROMOTER CATEGORY’**

To consider and, if thought fit, to pass with or without modifications(s), the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 62 read with Section 42 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations, 2018”), Securities & Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 (“SEBI Takeover Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “Listing Regulations”), the applicable rules, notifications, guidelines issued by various authorities including but not limited to the Government of India, the Securities and Exchange Board of India (“SEBI”), the Reserve Bank of India (“RBI”) and other competent authorities including relevant Stock Exchanges and subject to the approvals, permissions, sanctions and consents as may be necessary from any regulatory and other

appropriate authorities, as applicable, and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, sanctions and consents, which may be agreed to by the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include any committee which the Board has constituted or may constitute to exercise its powers, including the powers conferred hereunder or any person authorized by the Board or its committee for such purpose), and subject to any other alterations, modifications, corrections, changes and variations that may be decided by the Board in its absolute discretion, the consent and approval of the members of the Company be and is hereby granted to Board, to create, offer, issue and allot on a preferential basis, in one or more tranches, upto a maximum of 7,40,27,361 (Seven Crore Forty Lacs Twenty Seven Thousand Three Hundred and Sixty One) fully paid-up equity shares of the Company, having face value of Rs.10/- (Rupees Ten Only) each, at an issue price of Rs. 86.94/- per equity share (including a premium of Rs. 76.94/- per equity share) aggregating upto Rs. 643,59,38,782/- (Rupees Six Hundred and Forty Three Crore Fifty Nine Lacs Thirty Eight Thousand Seven Hundred and Eighty Two Only) for cash consideration to the following Promoters/ Promoter group and Non-Promoters (hereinafter referred to as the “Proposed Allottees”), by way of a preferential issue on a private placement basis (“Preferential Issue”) on such terms and conditions as may be determined by the Board in accordance with the Act, SEBI ICDR Regulations and other applicable laws.

<b>Sr. No.</b>	<b>Names of the Proposed Allottees</b>	<b>PAN Numbers</b>	<b>Maximum Number of equity shares proposed to be allotted</b>
<b>A</b>	<b>Promoter Category</b>		
1	Supreme Lake View Bunglows Pvt Ltd.	AAUCS9508G	34,50,655
2	BVB Infracorp Pvt Ltd.	AAUCS9531K	27,60,524
3	BVR Infracorp Pvt Ltd.	AAUCS9530J	28,75,547
4	VSB Infracorp Pvt Ltd.	AAUCS9532L	3,45,066
5	Vikram Sharma	ANZPS6085M	11,50,219
6	Barkha Sharma	BLPPS8665G	10,35,197
7	RBS Real Estate Ventures Private Limited	AAJCR4744G	57,51,092
8	Supreme Tag Infrastructure Limited	NA	5,75,109
9	Mohol Kurul Kamati Tollways Private Limited	AAICM1339H	1,33,42,535
	<b>Sub Total (A) (Promoter)</b>		<b>3,12,85,944</b>
<b>B</b>	<b>Non-Promoter Category</b>		
10	Kitara PIIN- 1102	AAECK4361P	61,66,334
11	Kitara PIIN- 1103	AAECK5658B	61,66,334
12	Vikas Vijaykumar Khemani	ADTPK8739J	17,25,328

13	NAV Capital VCC- NAV Capital Emerging Star Fund	AAICN2612C	34,50,655
14	Viraj Russel Mehta	AKWPM6622M	28,32,361
15	Halcyon Trading Pvt ltd	AAACH7396D	25,08,058
16	Trishakti Power Holdings Pvt Ltd	AICPD1487E	16,90,863
17	Coeus Advisors Pvt Ltd	AAKCC2821Q	20,06,446
18	Niveshaay Hedgehogs Fund	AAETNS5967D	12,54,029
19	Chattisgarh Investment Ltd	AAACC9266D	10,03,223
20	Ovata Capital Management Ltd	NA	6,01,934
21	Manju Singhi	AWAPS5917Q	6,01,934
22	Akshat Khetan	AWAPK1970D	2,87,554
23	Vaghela Priyanka Hemrajsinh	BAZPV0086M	2,31,691
24	Jyotiradityasinh Vaghela	CEDPV2444E	2,31,691
25	Poojakumari Hemrajsinh Vaghela	ABMPV3097R	2,31,691
26	Jai Raj Singh Shaktawat	LTPPS4270K	2,31,691
27	Nexta Enterprises LLP	AATFN7181Q	9,65,378
28	Saket Agarwal	ABXPA8150D	4,01,003
29	KRIIS PORTFOLIO PVT LTD	AAGCK3756L	4,01,003
30	SEEMA AMRIT GANDHI	AAEPG0960B	4,01,003
31	Umang Mahendra Shah	ANQPS8129M	4,01,003
32	SHETH International Pvt. Ltd	AAECS3976Q	4,01,003
33	Krone Merchandise Pvt Ltd	AABCK3205D	4,01,003
34	NKA Resources LLP	AASFN6063E	4,01,003
35	Velani Kavyaben Viraj	AFCPV0481M	2,40,601
36	Sahebrao Vitthal Satre	ACAP59828C	2,40,601
37	Vishal M Lakhapal	AAMPL0294K	2,40,601
38	Legacy Commodities Private Limited	AACCL9001H	2,40,601
39	Hari Jiva Varchand	AAAPV5391F	2,40,601
40	Ami Hari Varchand	ABVPV7654H	2,40,601
41	Rishav Bagrecha	AGGPB3752L	2,40,601
42	Devansh Ventures LLP	AAHFD2959G	2,40,601
43	Vivek Jain	AAEPJ1326N	2,00,501
44	Premier Looms Manufactures Pvt.Ltd	AABCP4186A	2,00,501
45	Kanchansobha Finance Pvt Ltd	AAACD4098G	2,00,501
46	WOW Investments	AADFW9841L	1,63,609
47	Hypotenuse Investments	AALFH3752K	1,63,609
48	Shri Bajrang Commodity	AACFJ0698K	1,63,609
49	Vineeth Kumar Anchalia	AGQPV6102Q	1,60,401
50	Deepak Shivdhani Mishra	AMDPM1444K	80,201
51	Kaushal Bharat Ruparel	AMTPR6077M	80,201

52	Ankit Pradip Chopra	AENPC6238B	80,201
53	Pradip Bastimal Chopra	AACPC0068J	80,201
54	Ankur Krishnakant Choksi	ACGPC4930M	80,201
55	Jignesh Praful Mehta	AAEPM1295R	80,201
56	Vinay Rajendrakumar Nagda	ACUPN3317R	11,50,219
57	Rahul Hemchand Visaria	ADMPV6695B	3,45,066
58	Deepak Hemnani	AAAPH8989F	1,72,533
59	Vijay B. Shah (HUF)	AABHV8676E	2,87,555
60	Keshav Digga	CBXPD9223Q	69,013
61	Tusk Investments Limited	AACCA0969R	4,60,087
62	Sarphy Infra & Financial Services Private Limited	ABJCS3212K	2,01,288
63	Yuvsan Capital Advisory LLP	AAX-2459	2,50,173
64	Nitaben Dharmendra Solanki	AJRPS7784B	2,32,344
65	Vatsal Merchant	AADPM9517H	2,30,044
66	Rishabh Shah	CWFPS3794G	2,30,044
67	Rupesh Desai	AABPD9178P	2,30,044
68	Badal Sharma	ALYPS9112J	1,15,022
69	Varun Sharma	ALXPS8837P	1,15,022
	<b>Sub Total (B) (Non-Promoter Category)</b>		<b>4,27,41,417</b>
	<b>TOTAL Promoter (A) + Non-Promoter (B)</b>		<b>7,40,27,361</b>

**RESOLVED FURTHER THAT** in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the floor price for the Preferential Issue of the Equity Shares is the date 30 days prior to the date of the Extra-Ordinary General Meeting, that is, September 21, 2024 which falls on a weekend, and therefore, the day preceding the weekend, that is, September 20, 2024 be reckoned as the “Relevant Date”.

**RESOLVED FURTHER THAT** the equity shares to be issued and allotted in terms of this resolution shall be made fully paid up at the time of allotment and shall rank *pari-passu* with the existing equity shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.

**RESOLVED FURTHER THAT** without prejudice to the generality of the above Resolution, the issue of the Equity Shares to the Proposed Allottee(s) under the Preferential Issue shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

- a) The Proposed Allottee(s) shall be required to bring in the entire consideration for the Equity Shares to be allotted to such allottee(s), on or before the date of allotment thereof.
- b) The Equity Shares so offered, issued and allotted to the Proposed Allottee(s), shall be issued by the Company for cash consideration;
- c) The Equity Shares shall be allotted in dematerialized form only within a maximum period of fifteen (15) days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Shares is subject to receipt of any approval or permission from Applicable Regulatory Authorities, the allotment shall be completed within a period of fifteen (15) days from the date of receipt of last of such approvals or permissions.
- d) The Equity Shares shall be allotted by the Company to the Proposed Allottee(s) in de-materialized form within the time prescribed under the applicable laws;
- e) The Equity Shares to be issued and allotted shall be fully paid-up and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank *pari passu* with the existing equity shares of the Company in all respects including the payment of dividend and voting rights from the date of allotment thereof;
- f) The entire pre-preferential equity shareholding, if any, of the Proposed Allottees, if any, shall be subject to lock-in in accordance with Chapter V of the SEBI ICDR Regulations.
- g) The Equity Shares to be allotted shall be locked in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.
- h) The Equity Shares to be issued and allotted shall be listed and traded on National Stock Exchange and Bombay Stock Exchange where the existing equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals, as the case may be.
- i) The Equity Shares to be allotted to the Proposed Allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.
- j) The consideration for allotment of Equity Shares shall be paid to the Company from the bank accounts of the Proposed Allottee(s).

**RESOLVED FURTHER THAT** pursuant to the provisions of the Companies Act, 2013,

the name of the Proposed Allottee(s) be recorded for the issue of invitation to subscribe to the Equity Shares and a private placement offer letter in Form No.PAS-4 together with an application form be issued to the Proposed Allottee(s) inviting him to subscribe to the Equity Shares.

**RESOLVED FURTHER THAT** the monies received by the Company from the proposed allottee(s) for application of the Equity Shares pursuant to this private placement shall be kept by the Company in a separate bank account.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to accept any modification(s) in the terms of issue of Equity Shares, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Preferential Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilization of proceeds of the Preferential Issue, open one or more bank accounts in the name of the Company or otherwise, as may be necessary or expedient in connection with the Preferential Issue, apply to Stock Exchanges for obtaining of in-principle and listing approval of the Equity Shares and other activities as may be necessary for obtaining listing and trading approvals, file necessary forms with the appropriate authority or expedient in this regard and undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law including the SEBI ICDR Regulations and the SEBI Listing Regulations take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any committee of the Board or any one or more Director(s)/ any Officer(s) of the Company to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

**3. TO OFFER, ISSUE AND ALLOT CONVERTIBLE EQUITY WARRANTS ON PREFERENTIAL BASIS TO THE PERSONS BELONGING TO ‘PROMOTER & PROMOTER GROUP’ AND ‘NON-PROMOTER CATEGORY’**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 62 read with Section 42 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations, 2018”), Securities & Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 (“SEBI Takeover Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “Listing Regulations”), the applicable rules, notifications, guidelines issued by various authorities including but not limited to the Government of India, the Securities and Exchange Board of India (“SEBI”), the Reserve Bank of India (“RBI”) and other competent authorities including relevant Stock Exchanges and subject to the approvals, permissions, sanctions and consents as may be necessary from any regulatory and other appropriate authorities, as applicable, and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, sanctions and consents, which may be agreed to by the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include any committee which the Board has constituted or may constitute to exercise its powers, including the powers conferred hereunder or any person authorized by the Board or its committee for such purpose), and subject to any other alterations, modifications, corrections, changes and variations that may be decided by the Board in its absolute discretion, the consent and approval of the members of the Company be and is hereby granted to Board, to create, offer, issue and allot on a preferential basis, in one or more tranches, upto a maximum of 1,98,12,516 (One Crore Ninety Eight Lacs Twelve Thousand Five Hundred and Sixteen) Warrants, each convertible/exchangeable for 1 (One) fully paid-up equity shares of the Company having face value of Rs.10/- (Rupees Ten Only) each, at an issue price of Rs. 86.94/- (“Share Warrant issue price”) aggregating upto Rs. 172,25,00,104/- (Rupees One Hundred and Seventy Two Crore Twenty Five Lacs One Hundred and Four Only) which may be exercised in one or more tranches within 18 months from the date of allotment of such warrant to the following Promoter/ Promoter group and Non-promoters (hereinafter referred to as the “Proposed Allottees”):

<b>Sr. No.</b>	<b>Name of the Proposed Allottees</b>	<b>Category</b>	<b>Maximum No. of Warrants to be allotted</b>
1.	Vikram Sharma	Promoter	5,75,110
2.	RBS Real Estate Ventures Private Limited	Promoter Group	28,75,547

3.	Supreme Tag Infrastructure Limited	Promoter Group	11,50,219
4.	Mohol Kurul Kamati Tollways Private Limited	Promoter Group	57,51,092
5.	Kitara Capital – 1101	Non-Promoter	23,00,437
6.	Kitara Capital – 1103	Non-Promoter	18,40,350
7.	Vikas Khemani	Non-Promoter	28,75,547
8.	Halcyon Trading Pvt Ltd	Non-Promoter	11,50,218
9.	Trishakti Power Holdings Pvt. Ltd.	Non-Promoter	11,50,219
10.	Ovata Capital Management Ltd	Non-Promoter	1,43,778
	<b>TOTAL</b>		<b>1,98,12,516</b>

**RESOLVED FURTHER THAT** in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the floor price for the Preferential Issue of the Equity Shares is the date 30 days prior to the date of the Extra-Ordinary General Meeting, that is, September 21, 2024 which falls on a weekend, and therefore, the day preceding the weekend, that is, September 20, 2024 be reckoned as the “Relevant Date”.

**RESOLVED FURTHER THAT** the offer, issue and allotment of Warrants of the Company shall, inter alia, be subject to the following terms and conditions:

1. The Warrant holder shall, subject to the Chapter V of the SEBIICDR Regulations and other applicable rules, regulations and laws, be entitled to exercise the Warrants, in one or more tranches, within a period of eighteen months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised. The Company shall accordingly issue and allot the corresponding number of Equity Shares to the Warrant holder;
2. **Consideration payable:** An amount equivalent to 25% of the consideration shall be payable at the time of subscription and allotment of each Warrant, and the remaining 75% of the consideration shall be payable by the Warrant holder on the exercise of the Warrants;
3. **Conversion Ratio / Other Conversion Terms:** Each warrant shall be convertible into 1 (One) equity shares of the Company having a face value of Rs.10/- (Rupees Ten Only) each. The warrants shall be converted into equity shares of the Company, as per the conversion ratio specified above within 18 months from the date of allotment as specified in the ICDR Regulations, at the conversion price of Rs. 86.94/- including premium of Rs. 76.94/- per share in one or more tranches. The conversion of Warrants shall be at the sole option of the Warrant holder in accordance with applicable law;
4. **Interest:** The warrants shall carry ‘nil’ interest.
5. **Voting:** The Warrants shall not carry any voting rights until they are converted into equity shares and the Warrants by itself, until exercised and converted into equity shares, shall not give the Warrant holders any rights with respect to that of an equity shareholder of the Company;

6. **Forfeiture:** The tenure of the Warrants shall not exceed 18 (eighteen) months from the date of allotment of the Warrants. If the entitlement against the Warrants to apply for the equity shares of the Company is not exercised by the Warrant holder within the aforesaid period of 18 (eighteen) months, the entitlement of the Warrant holder to apply for equity shares of the Company along with the rights attached thereto shall expire and any amount paid by the Warrant holder on such Warrants shall stand forfeited by the Company.
7. **Lock-in:** The Warrants to be created, offered, issued and allotted and the Equity Shares arising out of conversion of such Warrants shall be subject to lock-in as provided under applicable provisions of the SEBI ICDR Regulations.
8. **Amendment of terms:** The Board/Committee may, subject to the applicable laws and consent of the Warrant Holders, vary the terms of allotment and / or conversion of the Warrants, from time to time, as it may think fit in the best interest of the Company.
9. The Company shall procure the listing and trading approvals for the Equity Shares to be issued and allotted to the Warrant holder upon exercise of the Warrants, from the Stock Exchanges where the Equity Shares of the Company are listed and traded, in accordance with the SEBI Listing Regulations and all other applicable laws, rules and regulations, and subject to the receipt of necessary permissions and approvals, as the case may be;
10. Monies received by the Company from the Proposed Allottee for subscription of the Warrants and conversion into Equity Shares pursuant to this Preferential Issue shall be kept by the Company in a separate bank account(s) opened or to be opened by the Company for this purpose and shall be utilized by the Company in accordance with the provisions of the Companies Act, the SEBI Listing Regulations and as per the objects specified in the explanatory statement;
11. The Warrants shall be issued and allotted by the Company in dematerialized form within a period of 15 (Fifteen) days from the date of the resolution passed by the Members of the Company, provided that if any approval or permission for allotment is pending by any regulatory authority/Stock Exchanges, the period of 15 (Fifteen) days shall be reckoned from the last date of receipt of such approval or permission;
12. The Equity Shares arising out of conversion of the Warrants shall be issued and allotted by the Company in dematerialized form within a period of 15 (Fifteen) days from the date of the resolution passed by the Board or a Committee duly constituted by the Board thereof, provided that if any approval or permission for allotment is pending by any regulatory authority/Stock Exchanges, the period of 15 (Fifteen) days shall be reckoned from the last date of receipt of such approval or permission.
13. The Equity Shares so allotted on the exercise of the Warrants shall rank pari-passu with the existing Equity Shares of the Company in all respects including the payment of dividend and voting rights, if any, and be subject to the requirements of all applicable laws and the provisions of the Articles of Association of the Company:

14. The Equity Shares to be allotted to the Proposed Allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.
15. The pre-preferential allotment shareholding of the Proposed Allottees, if any, in the Company shall be subject to lock-in as specified in the provisions of Chapter V of the SEBIICDR Regulations.

**RESOLVED FURTHER THAT** subject to the receipt of such approvals as may be required under applicable law, the Board be and is hereby authorized to record the name and details of the Proposed Allottees in Form PAS-5 and the Board be and is hereby authorized to make an offer to the Proposed Allottees through Private Placement Offer Letter cum application letter in Form PAS-4 or such other form as prescribed under the Companies Act and SEBI ICDR Regulations containing the terms and conditions.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board, and the Key Managerial Personnel, be and are hereby severally authorised on behalf of the Company to do all such other acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose, without being required to seek any further consent or approval of the members of the Company, including but not limited to the following:

1. to issue and allot the Warrants and such number of equity shares may be required to be issued and allotted upon exercise/ conversion/ exchange of the Warrants, without requiring any further approval of the Members;
2. to negotiate, finalize and execute all necessary agreements/ documents/ form filings/ applications to effect the above resolutions, including to make applications to Applicable Regulatory Authorities, like applications to the Stock Exchanges for obtaining in-principle approval for the Warrants to be allotted pursuant to the Preferential Issue, and for obtaining listing approval and trading approval for the equity shares to be allotted upon conversion of the Warrants;
3. to vary, modify or alter any of the relevant terms and conditions, attached to the Warrants to be allotted to the Proposed Allottees, and to effect any modifications, changes, variations, alterations, additions and/or deletions to the Preferential Issue, as may be required by any regulatory or other authorities involved in or concerned with the issue and allotment of the Warrants;
4. to resolve and settle any matter, question, difficulty or doubt that may arise in regard to the issuance and allotment of Warrants and the equity shares to be allotted pursuant to the conversion of the Warrants, without requiring any further approval of the Members, and to authorize all such persons as may be deemed necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit;
5. to issue clarifications on the offer, issue and allotment of the equity shares to be allotted

pursuant to the conversion of the Warrants and listing of the equity shares to be allotted pursuant to the conversion of the Warrants on the Stock Exchanges, without limitation, as per the terms and conditions of the SEBI ICDR Regulations, the SEBI Listing Regulations, and other applicable guidelines, rules and regulations;

6. to execute the necessary documents and enter into contracts, arrangements, agreements, documents (including appointment of agencies, intermediaries, monitoring agency and advisors for the Preferential Issue of the Warrants and the equity shares to be allotted pursuant to the conversion of Warrants on a preferential and private placement basis)
7. to undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law including the SEBI ICDR Regulations and the SEBI Listing Regulations and to take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing, and the decision of the Board shall be final and conclusive.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to a Committee of the Board or any such persons as it may deem fit in its absolute discretion, with the power to take such steps and to do all such acts, deeds, matters and things as they may deem fit and proper for the purposes of the Preferential Issue and settle any questions or difficulties that may arise in regard to the Preferential Issue.

**RESOLVED FURTHER THAT** all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

**4. TO ISSUE AND ALLOT EQUITY SHARES ON PREFERENTIAL BASIS UPON CONVERSION OF OUTSTANDING UNSECURED LOAN, TO THE PERSONS BELONGING TO ‘PROMOTER & PROMOTER GROUP’**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 62 read with Section 42 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations, 2018”), Securities & Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 (“SEBI Takeover Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “Listing Regulations”), the applicable rules, notifications, guidelines issued by various authorities including but not limited to the Government of India, the Securities

and Exchange Board of India (“SEBI”), the Reserve Bank of India (“RBI”) and other competent authorities including relevant Stock Exchanges and subject to the approvals, permissions, sanctions and consents as may be necessary from any regulatory and other appropriate authorities, as applicable, and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, sanctions and consents, which may be agreed to by the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include any committee which the Board has constituted or may constitute to exercise its powers, including the powers conferred hereunder or any person authorized by the Board or its committee for such purpose), and subject to any other alterations, modifications, corrections, changes and variations that may be decided by the Board in its absolute discretion, the consent and approval of the members of the Company be and is hereby granted to Board, to create, offer, issue and allot on a preferential basis, in one or more tranches, upto a maximum of 2,70,30,136 (Two Crore Seventy Lacs Thirty Thousand One Hundred and Thirty Six) Equity Shares of face value of Rs.10/- (Rupees Ten Only) each fully paid up, to persons belonging to Promoter & Promoter Group, towards conversion of outstanding unsecured loan into equity shares to the extent of Rs. 235,00,00,000/- (Rupees Two Hundred and Thirty Five Crore Only), at an issue price of Rs. 86.94/- on such terms and conditions as may be finalized by the Board of Directors, to the following persons:

<b>Sr. No.</b>	<b>Name of the Proposed Allottees</b>	<b>Category</b>	<b>Maximum No. of Equity Shares to be allotted upon conversion of outstanding unsecured loan</b>
1	Supreme Lake View Bungalows Pvt. Ltd.	Promoter Group	1,01,21,923
2	BVB Infracorp Pvt Ltd.	Promoter Group	18,40,350
3	VSB Infracorp Pvt Ltd.	Promoter Group	25,30,481
4	Vikram Sharma	Promoter	28,75,546
5	Mohol Kurul Kamati Tollways Private Limited	Non-Promoter	96,61,836
<b>TOTAL</b>			<b>2,70,30,136</b>

**RESOLVED FURTHER THAT** in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the floor price for the Preferential Issue of the Equity Shares is the date 30 days prior to the date of the Extra-Ordinary General Meeting, that is, September 21, 2024 which falls on a weekend, and therefore, the day preceding the weekend, that is, September 20, 2024 be reckoned as the “Relevant Date”.

**RESOLVED FURTHER THAT** the equity shares to be issued and allotted upon conversion of outstanding unsecured loans into equity in terms of this resolution shall be made fully paid up at the time of allotment and shall rank *pari-passu* with the existing equity shares of the

Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.

**“RESOLVED FURTHER THAT** the aforesaid issue of Equity Shares shall be subject to the following terms and conditions:

- a) The outstanding unsecured loans extended by the proposed allottee(s) shall be adjusted towards the subscription/ allotment of equity shares, meaning thereby an amount required to be paid towards the consideration for the equity shares shall be set off from the outstanding unsecured loan at the time of subscription of the equity shares.
- b) The Equity Shares shall be allotted in dematerialized form only within a maximum period of fifteen (15) days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Shares is subject to receipt of any approval or permission from Applicable Regulatory Authorities, the allotment shall be completed within a period of fifteen (15) days from the date of receipt of last of such approvals or permissions.
- b) The pre-preferential shareholding of the Proposed Allottees and Equity Shares to be allotted to the Proposed Allottee shall be under lock in for such period as may be prescribed under Chapter V of the SEBI ICDR Regulations.
- c) The Equity Shares to be allotted to the Proposed Allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.
- d) The Equity Shares to be allotted shall be locked in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.
- e) Allotment of Equity shares shall only be made in dematerialized form.
- f) The Equity Shares to be issued and allotted shall be listed and traded on National Stock Exchange and Bombay Stock Exchange where the existing equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals, as the case may be.

**“RESOLVED FURTHER THAT** the Equity Shares proposed to be so allotted shall rank pari-passu in all respects including as to dividend, with the existing fully paid-up Equity Shares of face value of Rs. 10/- each of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company.”

**RESOLVED FURTHER THAT** pursuant to the provisions of the Companies Act, 2013, the name of the Proposed Allottee(s) be recorded for the issue of invitation to subscribe to the Equity Shares and a private placement offer letter in Form No.PAS-4 together with an application form be issued to the Proposed Allottee(s) inviting him to subscribe to the Equity Shares.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to accept any modification(s) in the terms of issue of Equity Shares upon conversion of outstanding unsecured loans, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Preferential Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilization of proceeds of the Preferential Issue, open one or more bank accounts in the name of the Company or otherwise, as may be necessary or expedient in connection with the Preferential Issue, apply to Stock Exchanges for obtaining of in-principle and listing approval of the Equity Shares and other activities as may be necessary for obtaining listing and trading approvals, file necessary forms with the appropriate authority or expedient in this regard and undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law including the SEBI ICDR Regulations and the SEBI Listing Regulations take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any committee of the Board or any one or more Director(s)/ any Officer(s) of the Company to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

**5. TO ISSUE AND ALLOT EQUITY SHARES ON PREFERENTIAL BASIS UPON CONVERSION OF SECURED LOAN OF LENDER BANKS INTO EQUITY**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

**“RESOLVED THAT** in terms and as a part of Debt Reduction Plan, which term shall include *inter alia* debt reduction proposal, sanction letters issued by the lenders, the definitive agreements and other documents, writings, written communications as the Board enters into / exchanges with the lenders / others in relation to or in order to implement the Debt Reduction Plan of the Company formulated bilaterally with the respective lenders and pursuant to the provisions of Section 62 read with Section 42 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations, 2018”), Securities & Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 (“SEBI Takeover Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “Listing Regulations”), the applicable rules, notifications, guidelines issued by various authorities including but not limited to the Government of India, the Securities and Exchange Board of India (“SEBI”), the Reserve Bank of India (“RBI”) and other competent authorities including relevant Stock Exchanges and subject to the approvals, permissions, sanctions and consents as may be necessary from lenders, any regulatory and other appropriate authorities, as applicable, and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, sanctions and consents, which may be agreed to by the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include any committee which the Board has constituted or may constitute to exercise its powers, including the powers conferred hereunder or any person authorized by the Board or its committee for such purpose), and subject to any other alterations, modifications, corrections, changes and variations that may be decided by the Board in its absolute discretion, the consent and approval of the members of the Company be and is hereby granted to Board, to create, offer, issue and allot on a preferential basis, in one or more tranches, upto a maximum of 45,43,363 (Forty Five Lacs Forty Three Thousand Three Hundred and Sixty Three) Equity Shares of face value of Rs.10/- (Rupees Ten Only) each fully paid up, at an aggregate consideration to the extent of Rs. 39,50,00,000/- (Rupees Thirty Nine Crore Fifty Lacs Only), at an issue price of Rs. 86.94/- on such terms and conditions as may be finalized by the Board of Directors, to the following persons in part conversion of their debt, in one or more tranches, whether they are shareholders of the Company or not, by way of a preferential allotment and in such manner and on such other terms and conditions, as the Board may, in its absolute discretion, think fit.

<b>Sr. No.</b>	<b>Name of the Proposed Allottees</b>	<b>Category</b>	<b>Maximum No. of Equity Shares to be allotted upon conversion of debt</b>
1	State Bank of India	Non-Promoter	28,18,035
2	Union Bank of India	Non-Promoter	11,50,219
3	Bank of India	Non-Promoter	5,75,109
<b>TOTAL</b>			<b>45,43,363</b>

**RESOLVED FURTHER THAT** in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the floor price for the Preferential Issue of the Equity Shares is the date 30 days prior to the date of the Extra-Ordinary General Meeting, that is, September 21, 2024 which falls on a weekend, and therefore, the day preceding the weekend, that is, September 20, 2024 be reckoned as the “Relevant Date”.

**RESOLVED FURTHER THAT** the equity shares to be issued and allotted upon conversion of loan into equity in terms of this resolution shall be made fully paid up at the time of allotment and shall rank *pari-passu* with the existing equity shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.

**“RESOLVED FURTHER THAT** the aforesaid issue of Equity Shares shall be subject to the following terms and conditions:

- g) The loan to be converted, in terms of this resolution, which was extended by the proposed allottee(s) shall be adjusted towards the subscription/ allotment of equity shares, meaning thereby an amount required to be paid towards the consideration for the equity shares shall be set off from the outstanding unsecured loan at the time of subscription of the equity shares.
- h) The Equity Shares shall be allotted in dematerialized form only within a maximum period of fifteen (15) days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Shares is subject to receipt of any approval or permission from Applicable Regulatory Authorities, the allotment shall be completed within a period of fifteen (15) days from the date of receipt of last of such approvals or permissions.
- b) The pre-preferential shareholding of the Proposed Allottees and Equity Shares to be allotted to the Proposed Allottee shall be under lock in for such period as may be prescribed under Chapter V of the SEBI ICDR Regulations.
- i) The Equity Shares to be allotted to the Proposed Allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any

manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.

- j) The Equity Shares to be allotted shall be locked in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.
- k) Allotment of Equity shares shall only be made in dematerialized form.
- l) The Equity Shares to be issued and allotted shall be listed and traded on National Stock Exchange and Bombay Stock Exchange where the existing equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals, as the case may be.

**“RESOLVED FURTHER THAT** the Equity Shares proposed to be so allotted shall rank pari-passu in all respects including as to dividend, with the existing fully paid-up Equity Shares of face value of Rs. 10/- each of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company.”

**RESOLVED FURTHER THAT** pursuant to the provisions of the Companies Act, 2013, the name of the Proposed Allottee(s) be recorded for the issue of invitation to subscribe to the Equity Shares and a private placement offer letter in Form No.PAS-4 together with an application form be issued to the Proposed Allottee(s) inviting him to subscribe to the Equity Shares.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to accept any modification(s) in the terms of issue of Equity Shares upon conversion of outstanding unsecured loans, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Preferential Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilization of proceeds of the Preferential Issue, open one or more bank accounts in the name of the Company or otherwise, as may be necessary or expedient in connection with the Preferential Issue, apply to Stock Exchanges for obtaining of in-principle and listing approval of the Equity Shares and other activities as may be necessary for obtaining listing and trading approvals, file necessary forms with the

appropriate authority or expedient in this regard and undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law including the SEBI ICDR Regulations and the SEBI Listing Regulations take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any committee of the Board or any one or more Director(s)/ any Officer(s) of the Company to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

**6. TO APPROVE SUPREME EMPLOYEE STOCK OPTION PLAN, 2024 (“ESOP PLAN”) FOR THE ELIGIBLE DIRECTORS AND EMPLOYEES OF THE COMPANY**

To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

“**RESOLVED THAT**, pursuant to the provisions of Section 62 of the Companies Act, 2013 (the “Act”) read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 (“Rules”) and all other applicable provisions, if any, of the Act and the Rules notified thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to the applicable provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the time being in force and as maybe modified from time to time, as may be applicable, provisions contained in the memorandum of association and the articles of association of the Company, and such other rules, regulations, circulars and guidelines of any / various statutory / regulatory authority(ies) that are or may become applicable (collectively referred herein as the “Applicable Laws”), and subject to any approvals, permissions and sanctions of any / various authority(ies) as may be required and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall include the Nomination and Remuneration Committee (“NRC”), the approval of the members be and is hereby accorded to introduce, offer, issue and allot share-based options to the eligible directors and employee as defined under the Employee Stock Option Plan, 2024 (“ESOP Plan”) of the Company, the salient features of which are furnished in the Explanatory Statement to this Notice and to grant such options to eligible employees on such terms and conditions as provided in the ESOP Plan and as may be fixed or determined by the NRC and/or the Board.

**RESOLVED FURTHER THAT**, the maximum number of options granted to the eligible employee under the ESOP Plan shall not exceed 24,00,000 and each option on exercise shall entitle the director/ employee 1 (one) equity share of the Company.

**RESOLVED FURTHER THAT**, the equity shares, if any, issued/allotted from time to time in accordance with the ESOP Plan, shall rank pari-passu in all respects with the existing equity shares of the Company.

**RESOLVED FURTHER THAT**, the approval of the members of the Company, is hereby accorded to the Board and the NRC to take necessary steps for compliance with the Applicable Laws.

**RESOLVED FURTHER THAT**, in case of any corporate action(s) such as rights issue, bonus issue, split or consolidation of shares, merger/ amalgamation or sale of division/undertaking or other re-organization etc. the number of above mentioned options in the ESOP Plan shall be appropriately adjusted.

**RESOLVED FURTHER THAT**, for the purpose of bringing into effect and implementing the ESOP Plan and generally for giving effect to these resolutions, each member of the Board and the NRC be and are hereby severally authorized, on behalf of the Company, to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit, necessary or desirable for such purpose and with power to settle any issues, questions, difficulties or doubts that may arise in this regard.”

**For and on behalf of the Board  
Supreme Infrastructure India Limited**

**Sd/-**

**Siddharth Jain  
Chief Financial Officer**

**Date: September 27, 2024**

**Place: Mumbai**

**Notes:**

1. The Ministry of Corporate Affairs (“MCA”) has, *vide* its circular dated September 25, 2023, read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022 and December 28, 2022 (collectively referred to as “MCA Circulars”), permitted convening the Extraordinary General Meeting (“EGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 (“the Act”) read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the EGM of the Company is being held through VC / OAVM. The deemed venue for the EGM shall be the Registered Office of the Company.
2. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this EGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM and hence, the Proxy Form and Attendance Slip are not annexed hereto.
3. A statement pursuant to the provisions of Section 102(1) of the Act, relating to the Special Business to be transacted at the EGM, is annexed hereto. Further, additional information as required under Listing Regulations and Circulars issued thereunder are also annexed.
4. Since the EGM will be held through VC / OAVM, the route map of the venue of the Meeting is not annexed hereto.
5. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
6. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as

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amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

8. In line with the MCA Circulars, the Notice calling the EGM has been uploaded on the website of the Company at [www.supremeinfra.com](http://www.supremeinfra.com) . The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
9. The Register of Members will remain closed from October 18, 2024 to October, 21, 2024 (both days inclusive). September 20, 2024 shall be the cut- off date as on which the right of voting of the Members shall be reckoned and a person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
10. Members who have not yet registered their email addresses are requested to register the same with their Depository Participants in case the shares are held by them in dematerialized form and with the Company in case the shares are held by them in physical form.
11. As per Regulation 40 of SEBI Listing Regulations, securities of listed companies can be transferred only in dematerialized form with effect from April 01, 2019, except in case of request received for transmission or transposition of securities. In view of this, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form.
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrars and Transfer Agents.
13. Pursuant to the provisions of Section 72 of the Companies Act, 2013, members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company are requested to submit Form SH -13 to the Registrar and Transfer Agent of the Company. Members holding shares in demat form may contact their respective Depository Participant (“DP”) for recording of nomination.

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14. NRI Members are requested to:  
Change their residential status on return to India permanently. Furnish particulars of bank account(s) maintained in India with complete name, branch, account type, account number and address of the bank with PIN Code No., if not furnished earlier.
15. Members holding shares under different Folio Nos. in the same names are requested to apply for consolidation of folios and send relevant original share certificates to the Company's RTA for doing the needful.
16. The Board of Directors of the Company has appointed M/s. Sandeep Dubey & Associates, Company Secretaries, as Scrutinizers to scrutinize the remote e-voting in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose.
17. The Scrutinizer shall immediately after the conclusion of voting at the EGM, unblock the votes cast through remote e-voting and e-voting on the date of the EGM, in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours of the conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, forthwith to the Chairman of the Company or any person authorized by him in writing and the Results shall be declared by the Chairman or any person authorized by him thereafter.
18. Results declared along with the Scrutinizer's Report shall be placed on the website of the Company and on the website of NSDL <https://www.evoting.nsdl.com> immediately after the declaration of Result by the Chairman or any person authorized by him in writing. The results shall also be forwarded to the stock exchange where the shares of Company are listed.

#### **Dispatch of Annual Report through Electronic Mode:**

In compliance with the MCA Circulars and SEBI Circular dated January 5, 2023, Notice of the EGM is being sent only through electronic mode to those Members whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Members may note that the Notice will also be available on the Company's website at [www.supremeinfra.com](http://www.supremeinfra.com), websites of the Stock Exchanges, that is, BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively.

For receiving all communication from the Company electronically: Members holding shares in dematerialized mode are requested to register / update their e-mail address with the relevant Depository Participant. NSDL has provided a facility for registration/ updation of e-mail address through the link: <https://eservices.nsdl.com/kyc-attributes/#/login>.

#### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -**

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The remote e-voting period begins on October 18, 2024 at 10:00 A.M. and ends on October 20, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. October 14, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being October 14, 2024.

**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

**Step 1: Access to NSDL e-Voting system**





**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select</li> </ol>

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	<p><b>“Register Online for IDeAS Portal”</b> or click at <a href="https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nSDL.com/">https://www.evoting.nSDL.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p>  <b>App Store</b>       <b>Google Play</b></div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or</li> </ol>

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	<p>joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

<b>Login type</b>	<b>Helpdesk details</b>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000</p>

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Individual Shareholders holding securities in demat mode with CDSL

Members facing any technical issue in login can contact CDSL helpdesk by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

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Supreme House, Plot No. 94/C, Pratap Gad, Opp. I.I.T Main Gate, Powai, Mumbai- 400076.  
CIN: L74999MH1983PLC029752; Tel: + 91 22 6128 9700 Fax: + 91 22 6128 9711  
Website: [www.supremeinfra.com](http://www.supremeinfra.com)

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below:

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
  - c) How to retrieve your ‘initial password’?
    - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
    - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
    - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
    - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
  7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
  8. Now, you will have to click on “Login” button.
  9. After you click on the “Login” button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [cssandeepdubey@gmail.com](mailto:cssandeepdubey@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com)

### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [cs@supremeinfra.com](mailto:cs@supremeinfra.com)

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2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs@supremeinfra.com](mailto:cs@supremeinfra.com) If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.

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3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [cs@supremeinfra.com](mailto:cs@supremeinfra.com) The same will be replied by the company suitably.
6. Members seeking any information with regard to the accounts or any other matter to be placed at the AGM are requested to write to the Company latest by October 13, 2024 through email on [cs@supremeinfra.com](mailto:cs@supremeinfra.com). Such questions shall be taken up during the meeting or replied by the Company suitably.

Members who would like to express their views or ask questions during the EGM may register themselves as speaker by sending their request from their registered email address mentioning their name, DP ID and client ID/Folio no., No. of shares, PAN, mobile number at [cs@supremeinfra.com](mailto:cs@supremeinfra.com) or before October 18, 2024. Those Members, who have registered themselves as a speaker will only be allowed to express their views, ask questions during the EGM. The Company reserves the right to restrict the number of speakers as well as the speaking time depending upon the availability of time at the EGM.

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**SUPREME INFRASTRUCTURE INDIA LIMITED**

**Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”)**

The following Statement sets out all the material facts relating to the Special Business mentioned in the Notice.

**Item No. 1**

The present Authorised Share Capital of the Company is Rs. 75,00,00,000/- (Rupees Seventy-Five Crore) divided into 3,50,00,000 (Three Crore and Fifty Lacs) Equity Shares of Rs. 10/- (Ten) each aggregating to Rs. 35,00,00,000/- (Rupees Thirty Five Crore Only), 25,00,000 (Twenty Five Lakhs) 1% Non-Cumulative Redeemable Preference Shares of Rs. 10/- (Ten) each aggregating to Rs. 2,50,00,000/- (Rupees Two Crore Fifty Lakhs Only), and 3,75,00,000 (Three Crore Seventy Five Lakhs) 0.01% Non-Cumulative Non-Convertible Redeemable Preference Shares of Rs. 10/- (Ten) each aggregating to Rs. 37,50,00,000/- (Rupees Thirty Seven Crore Fifty Lakhs *Only*).

Considering the increased fund requirements of the Company, the Board at its Meeting held on September 27, 2024, has accorded its approval for increasing the Authorised Share Capital to Rs. 250,00,00,000/- (Rupees Two Hundred and Fifty Crore) divided into 21,00,00,000 (Twenty One Crore) Equity Shares of Rs. 10/- (Ten) each aggregating to Rs. 210,00,00,000/- (Rupees Two Hundred and Ten Crore Only), 25,00,000 (Twenty Five Lakhs) 1% Non-Cumulative Redeemable Preference Shares of Rs. 10/- (Ten) each aggregating to Rs. 2,50,00,000/- (Rupees Two Crore Fifty Lakhs Only), and 3,75,00,000 (Three Crore Seventy Five Lakhs) 0.01% Non-Cumulative Non-Convertible Redeemable Preference Shares of Rs. 10/- (Ten) each aggregating to Rs. 37,50,00,000/- (Rupees Thirty Seven Crore Fifty Lakhs *Only*), subject to shareholders approval.

It is therefore proposed to increase the Authorised Share Capital of the Company and the increased capital shall rank *pari passu* in all respect with the existing Equity Shares of the Company as per the Memorandum and Articles of Association of the Company.

Consequently, Clause V of the Memorandum of Association would also require alteration so as to reflect the changed Authorised Share Capital. The proposal for increase in Authorised Share Capital and amendment of Memorandum of Association of the Company requires approval of members at a general meeting. A copy of the Memorandum of Association of the Company duly amended will be available for inspection at the registered office of the company during business hours.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as an Ordinary Resolution.

**Item No. 2 & 3**

The Company had availed financial assistance from lenders to meet the capital requirement of the Company. To lower its liabilities, meet working capital requirements, enhance net worth

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and cash flow, and reduce interest obligations, the Board of Directors of the Company in their meeting held on Monday, September 27, 2024 subject to necessary approval(s), have approved the proposal for raising of funds by way of issue of Equity Shares and Equity Convertible Warrants of the Company under preferential allotment route in the following manner:

- A. to offer, allot and issue **upto 7,40,27,361** Equity Shares of face value of Rs. 10/- each to promoters/ promoter group entities and to non-promoters at an issue price of Rs. 86.94/- per Equity Share (including a premium of Rs. 76.94/-) aggregating upto **Rs. 643.59 Crore (approx.)** for cash. (“Preferential Allotment”)
- B. to offer, allot and issue **upto 1,98,12,516** Convertible Equity Warrants on preferential basis to promoters/ promoter group entities and to non-promoters at a price of Rs. 86.94/- per warrants, each Warrant convertible into 1 Equity Share of face value of Rs. 10/- each., aggregating upto **Rs. 172.25 Crore (approx.)** in accordance with the provisions of SEBI (Issue of Capital and Disclosures Requirements) Regulations, 2018, as amended. (“Preferential Allotment”)

Provided that the minimum price of equity shares so issued shall not be less than the price arrived at, in accordance with Chapter V of the ICDR Regulations, to the Investors by way of a preferential allotment.

In terms of Section 62(1)(c) read with section 42 of the Companies Act, 2013 and Rules made thereunder, and in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, the preferential issue requires prior approval of the members by way of Special Resolution.

The Board therefore, seeks approval of the Members as set out at Item No. 2&3 in the notice, by way of a special resolution.

#### **Item No. 4 & 5**

The Special Resolutions contained in Item No. 4 & 5 of the Notice, have been proposed pursuant to the provisions of Sections 42 and 62 of the Companies Act, 2013, to issue and allot:

- (a) **At Item No. 3** - The Issuance of **upto 2,70,30,136** Equity Shares upon conversion of unsecured loans into equity shares, on a preferential basis to Promoters/ Promoter Group at a price of Rs. 86.94/- each aggregating up to **Rs. 235 Crore (approx.)**

The Promoters have extended loans to the Company and the Company proposes to convert loans worth Rs. 235 Crore/- into Equity Shares, on a private placement basis. The proposed Preferential Issue is to be issued to the persons belonging ‘Promoter and Promoter Group Category’ as per the details disclosed in the respective resolution.

- (b) **At Item No. 4** - The Issuance of **upto 45,43,363** Equity Shares upon conversion of secured loans of lender banks into equity shares, on a preferential basis to Non-Promoters, at a price of Rs. 86.94/- each aggregating up to **Rs. 39.50 Crore (approx.)**.

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As a part of the debt reduction plan, lenders (State Bank of India, Union Bank of India and Bank of India) are being issued these shares in part conversion of their debt, whether they are shareholders of the Company or not, by way of a preferential allotment and in such manner and on such other terms and conditions, as the Board may, in its absolute discretion, think fit, with no additional rights or entitlements. This issuance, aligned with the proposed capital raising and supported by the release or valuation of securities held by each lender, has received approval of the requisite authorities as per the prescribed procedure.

The preferential issue at Item No. 4 & 5 shall be made in terms of Chapter V of the SEBI ICDR Regulations, 2018 and applicable provisions of Companies Act, 2013.

The said proposals at Item No. 4 & 5 have been considered and approved by the Board in its meeting held on September 27, 2024. The approval of the members is accordingly being sought by way of passing a 'Special Resolution' under Sections 42, and 62 of the Companies Act, 2013, read with the rules made thereunder, and Regulation 160 of the SEBI ICDR Regulations for Item No. 4 & 5 of the Notice.

**THE RELEVANT DISCLOSURES IN RELATION TO THE PREFERENTIAL ISSUE AT ITEM 2,3,4 & 5 AS REQUIRED UNDER THE SEBI ICDR REGULATIONS AND THE COMPANIES ACT, 2013 READ WITH THE RULES ISSUED THEREUNDER, ARE SET FORTH BELOW:**

**1) Particulars of the Preferential Issue including date of passing of Board resolution**

The Board of Directors at its meeting held on September 27, 2024 has, subject to the approval of the Members and such other approvals as may be required, approved the following:

- (i) Issue **upto 7,40,27,361** Equity Shares of face value of Rs. 10/- each to promoters/ promoter group entities and to non-promoters at an issue price of Rs. 86.94/- per Equity Share (including a premium of Rs. 76.94/-) aggregating upto **Rs. 643.59 Crore (approx.)** for cash. ("Preferential Allotment")
- (ii) Issue **upto 1,98,12,516** Convertible Equity Warrants on preferential basis to promoters/ promoter group entities and to non-promoters at a price of Rs. 86.94/- per warrants, each Warrant convertible into 1 Equity Share of face value of Rs. 10/- each., aggregating upto **Rs. 172.25 Crore (approx.)** in accordance with the provisions of SEBI (Issue of Capital and Disclosures Requirements) Regulations, 2018, as amended. ("Preferential Allotment")
- (iii) Issue **upto 2,70,30,136** Equity Shares upon conversion of unsecured loans into equity shares, on a preferential basis, to Promoters/ Promoter Group at a price of Rs. 86.94/- each aggregating up to **Rs. 235 Crore (approx.)**
- (iv) Issue **upto 45,43,363** Equity Shares upon conversion of secured loans of lender banks into equity shares, on a preferential basis to Non-Promoters, at a price

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of Rs. 86.94/- each aggregating up to **Rs. 39.50 Crore (approx.)**.

**2) Kinds of securities offered and the price at which security is being offered, and the total/ maximum number of securities to be issued**

<b>Sr. No.</b>	<b>Kinds of Securities</b>	<b>Maximum number of Securities to be Issued</b>	<b>Price/ Security (in Rs.)</b>	<b>Amount (in Rs.)</b>
1	Equity Shares to Promoters and Non-Promoters	Upto 7,40,27,361	86.94	643.59 Crore
2	Convertible Equity Warrants to Promoters and Non Promoters	Upto 1,98,12,516	86.94	172.25 Crore
3	Equity Shares to Promoter upon conversion of unsecured loan into Equity	Upto 2,70,30,136	86.94	235.00 Crore
4	Equity Shares to lenders upon conversion of secured loan of lenders into Equity	Upto 45,43,363	86.94	39.50 Crore

The Issue price being not less than the minimum price as on the Relevant Date (as set out below) determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.

**3) Basis on which the price has been arrived at and justification for the price (including premium, if any).**

The Equity Shares of the Company are listed on BSE & NSE. The Equity shares are frequently traded in terms of the SEBI ICDR Regulations, and BSE, being the Stock Exchange with higher trading volumes for the preceding 90 trading days prior to the Relevant Date, has been considered for determining the floor price in accordance with the SEBI ICDR Regulations.

In terms of the applicable provisions of the SEBI ICDR Regulations, the floor price for the Preferential Issue is Rs. 84.26/- per Equity Share. The price per Equity Share to be issued pursuant to the Preferential Issue is fixed at Rs. 86.94/-, being not less than the floor price computed in accordance with Chapter V of the SEBI ICDR Regulations.

**SUPREME INFRASTRUCTURE INDIA LIMITED**

4) **Amount which the company intends to raise by way of such securities:**

**Item No. 2 & 3**

Aggregating up to Rs. 815.84/- Crore

Issuance of equity shares (Rs. 643.59/-Crore) and issuance of convertible warrants (Rs. 172.25 Crore) to the persons belonging to the Promoter/ Promoter Group and Non-Promoter Category.

**Item No. 4 & 5**

The loans of unsecured and secured lenders are bring converted into equity.

5) **Objects of the Issue**

**Item No. 2 & 3**

The proceeds of the Preferential Issue shall be utilized for Repayment of borrowings of the Company, working capital requirement, redemption of preference shares, general corporate purposes etc.

This preferential issue is for Equity Shares and Convertible Warrants. The issue proceeds for warrants shall be received by the Company in 18 months period from the date of allotment of warrants in terms of Chapter V of the ICDR Regulation and as estimated by our management, the entire proceeds received from the issue would be utilized for all the above-mentioned objects, in phases, as per the Company's business requirements and availability of issue proceeds.

**Utilization of Issue Proceeds and proposed schedule of implementation and deployment of Issue Proceeds:**

We propose to deploy the Issue Proceeds amounting to Rs 815.84 Crore (approx) towards the Objects in accordance with the proposed schedule of implementation and deployment of funds as set forth below:

<b>Sr. No.</b>	<b>Objects of the Issue</b>	<b>Amount (in Crore)*</b>	<b>Utilisation Timeline</b>
1	Capital requirement for the purpose of repayment or part pre-payment of borrowings to lenders/ settlement/ scheme dues any/ surplus deficit	650.00	Within 18 months from receipt of funds including funds received for the Warrants (as set out herein)
2	Working Capital requirement	50.00	
3	Redemption of Preference Shares	50.00	
4	General Corporate Purposes	65.84	
	<b>TOTAL</b>	<b>815.84</b>	

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*\*Considering 100% conversion of Warrants into equity shares within the stipulated time.*

Till such time the issue proceeds are fully utilized, the Company shall keep the same in bank deposits and/or invest the proceeds in instruments as may be permitted under applicable laws and/or other purpose as may be decided by the Board of Directors from time to time, within stipulated guideline.

In terms of the NSE Circular No. NSE/CML/2022/56 dated December 13, 2022 and the BSE Circular No. 20221213-47 dated December 13, 2022, the amount specified for the aforementioned Objects may deviate +/- 10% depending upon the future circumstances, given that the Objects are based on management estimates and other commercial and technical factors. Accordingly, the same is dependent on a variety of factors such as financial, market and sectoral conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company and may result in modifications to the proposed schedule for utilization of the Issue Proceeds at the discretion of the Board, subject to compliance with applicable laws.

If the Issue Proceeds are not utilised (in full or in part) for the Objects during the period stated above due to any such factors, the remaining Issue Proceeds shall be utilised in subsequent periods in such manner as may be determined by the Board in accordance with applicable laws. This may entail rescheduling and revising the planned expenditure and funding requirements and increasing or decreasing the expenditure for a particular purpose from the planned expenditure as may be determined by the Board subject to compliance with applicable laws.

#### **Item No. 4 & 5**

There are Unsecured Loans from the Promoters & Promoter Group and Secured loans from Lender Banks and the Company proposes to issue number of Equity Shares on preferential basis in order to restructure the said unsecured loans and secured loans and to strengthen the Capital structure of the Company. The promoters and lenders of the Company/ the proposed allottees have requested the board of the Company to convert their outstanding unsecured and secured loan amount due to the Company in to Equity Shares. In view of the current financial position of the Company, the Board of Directors of the Company has decided to convert unsecured loans and secured in to Equity Shares which is in best interest of the Company and it will also strengthen the financial position of the Company by reducing liabilities and it will also result in increase of net worth of the Company.

#### **6) Monitoring of utilisation of funds**

#### **Item No. 2 & 3**

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**SUPREME INFRASTRUCTURE INDIA LIMITED**

- i) Given that the issue size exceeds Rs. 100 Crore (Indian Rupees One Hundred Crore), in terms of Regulation 162A of the SEBI ICDR Regulations, the Company will appoint monitoring agency to monitor the use of the proceeds of the Preferential Issue ("Monitoring Agency").
- ii) The Monitoring Agency shall submit its report to the Company in the format specified in Schedule XI of the SEBI ICDR Regulations on a quarterly basis, till 100% (One Hundred Percent) of the Issue Proceeds have been utilized. The Board and the management of the Company shall provide their comments on the findings of the Monitoring Agency in the format as specified in Schedule XI of the SEBI ICDR Regulations. The Company shall, within 45 (forty five) days from the end of each quarter, upload the report of the Monitoring Agency on its website and also submit the same to the Stock Exchanges.

#### **Item No. 4 & 5**

Since present preferential issue is pursuant to conversion of loan in terms of the provisions of Chapter V of the SEBI (ICDR) Regulation therefore all the outstanding/ Part loans which is proposed to be converted into equity shares shall be considered converted immediately on the approval of the Board of Directors of the Company subject to grant of shareholder's approval along with regulatory approvals.

Interim Use of Proceeds Not applicable as the said issue is pursuant to conversion of loans into Equity Shares and there will be no unutilized funds post allotment of Equity Shares.

#### **7) Relevant Date**

In terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the floor price for the Preferential Issue of the Equity Shares, Warrants, Conversion of unsecured and secured loans into equity is the date 30 days prior to the date of the Extra-Ordinary General Meeting, that is, September 21, 2024 which falls on a weekend, and therefore, the day preceding the weekend, that is, September 20, 2024 be reckoned as the "Relevant Date".

#### **8) Intent of the Promoters, directors or key managerial personnel of the Company to subscribe to the Preferential Issue**

#### **Item No. 2, 3 & 4**

The Company has received a letter of intent from Promoter/ Promoter Group indicating its intention to participate in the Preferential Issue of Equity Shares, Convertible Warrants and conversion of unsecured loan into equity in terms of the amount mentioned in the resolutions at Item No. 2,3 & 4. The details are enclosed in the list of proposed allottees at **Annexure A** below.

**SUPREME INFRASTRUCTURE INDIA LIMITED**

Except, the Promoters mentioned at Annexure A, None of the Promoters, Directors or Key Managerial Personnel or their relatives intend to subscribe to any Equity Shares pursuant to the Preferential Issue.

**Item No. 5**

Not Applicable

**9) Proposed time frame within which the Preferential Issue shall be completed**

In accordance with Regulation 170 of the ICDR Regulations, the allotment of fresh Equity Shares shall be completed within a period of 15 (fifteen) days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 (fifteen) days from the date of such approval(s) or permission(s).

Further, as per Regulation 162(2) of ICDR Regulations, upon exercise of the option by the Allottee to convert the convertible securities, the issuer shall ensure that the allotment of equity shares pursuant to exercise of the convertible securities is completed within a period of 15 days from the date of such exercise by the Allottee

**10) Principal terms of assets charged as securities**

Not applicable.

### 11) Shareholding pattern of the Company before and after the Preferential Issue

Category (I)	Category of shareholder (II)	Pre Issue SHP			Post Issue SHP		
		No.s of Share holders (III)	No. of fully paid up equity Share held (IV)	Shareholding as a % of total no. of shares	No.s of Share holders (III)	No. of fully paid up equity Share held (IV)	Shareholding as a % of total no. of shares
(A)	<b>Promoter &amp; Promoter Group</b>	8	8913074	34.6834	15	77581121	51.34023
(B)	<b>Public</b>	7644	16785298	65.3166	7702	73530627	48.65977
(C)	<b>Non Promoter-Non Public</b>	0	0	0	0	0	0
(C1)	<b>Shares underlying DRs</b>	0	0	NA	0	0	NA
(C2)	<b>Shares held by Employee Trusts</b>	0	0	0	0	0	0
	<b>Total</b>	<b>7652</b>	<b>25698372</b>	<b>100</b>	<b>7717</b>	<b>151111748</b>	<b>100</b>

### 12) Material terms of raising such securities

The securities being issued in terms of Item No. 2,3,4 & 5 shall be pari-passu with the existing Equity Shares of the Company in all respects, including dividend and voting rights.

### 13) Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price

During the year, no preferential allotment has been made to any person as of the date of this Notice.

### 14) Names and identity of the Proposed Allottees, Identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post Preferential Issue capital that may be held by them and change in control, if any, in the Company consequent to the Preferential Issue

Details enclosed at **Annexure A**

**SUPREME INFRASTRUCTURE INDIA LIMITED**

**15) The change in control, if any, in the Company that would occur consequent to the Preferential Issue, and the percentage of post preferential issue capital that may be held by the allottees**

The existing Promoters of the company will continue to be in control of the company and there will not be any changes in the management/control of the company as a result of the proposed preferential allotment. However, there will be corresponding changes in the shareholding pattern as well as voting rights consequent to issue of equity shares allotted on preferential allotment, the existing Promoters of the company will continue to be in control of the company and there will not be any changes in the management/control of the company as a result of the proposed preferential allotment, However, there will be corresponding changes in the shareholding pattern as well as voting rights consequent to issue of equity shares and Warrants and subsequent conversion of warrants in to equity shares upon exercise of right of conversion of warrants in to equity shares by warrants holders allotted on preferential allotment.

**16) Contribution being made by the promoters or directors either as part of the Preferential Issue or separately in furtherance of objects**

Contribution is being made by Mr. Vikram Sharma (Promoter and Managing Director) and Mrs. Barkha Sharma, Promoter, and other Promoters mentioned at **Annexure A** as part of the Preferential Issue.

**17) Valuation and Justification for the allotment proposed to be made for consideration other than cash**

**Item No. 2 & 3**

Not Applicable

**Item No. 4 & 5**

The unsecured loan of Promoters and Secured loans of lenders are being converted into equity and hence there is no element of cash involved. The valuation for conversion of loan into equity shall be as per Chapter V of the SEBI ICDR Regulations, 2018.

### **18) Lock-in Requirements:**

The Equity Shares will be subject to applicable lock-in and transfer restrictions stipulated under Regulations 167 and 168 of the SEBIICDR Regulations.

### **19) The current and proposed status of the allottee(s) post the Preferential Issue namely, promoter or non-promoter**

Details enclosed at **Annexure A**

### **20) Undertakings**

1. None of the Company, its directors or Promoters have been declared as wilful defaulter or fraudulent borrower as defined under the SEBI ICDR Regulations. None of its Directors or Promoter is a fugitive economic offender as defined under the SEBI ICDR Regulations.
2. The Company is eligible to make the Preferential Issue to proposed allottees under Chapter V of the SEBI ICDR Regulations.
3. As the Equity Shares have been listed for a period of more than ninety days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable.
4. The Company shall re-compute the price of the Equity Shares to be allotted under the Preferential Allotment in terms of the provisions of SEBI ICDR Regulations where it is required to do so.
5. If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations, the Equity Shares to be allotted under the Preferential Allotment shall continue to be locked-in till the time such amount is paid by the allottees.
6. The Company is in compliance with the conditions for continuous listing of Equity Shares as specified in the listing agreement with the Stock Exchanges and the Listing Regulations, as amended and circulars and notifications issued by the SEBI thereunder.

### **21) Certificate from Practising Company Secretary:**

The Certificate from a Practising Company Secretary certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations shall be made available for inspection by the Members during the meeting and will also be made available on the Company's website and will be accessible at [www.supremeinfra.com](http://www.supremeinfra.com).

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## **22) Other disclosures**

- a) During the period from April 01, 2024 until the date of Notice of this AGM, the Company has not made any preferential issue of Equity Shares.
- b) Since the Equity Shares of the Company are listed on the stock exchanges and the Preferential Issue is more than 5%, report of the registered valuer is required under the provisions of second proviso to Rule 13(1) of the Companies (Share Capital and Debentures) Rules, 2014 for the proposed Preferential Issue and under applicable provisions of SEBI ICDR Regulations. The report is available for inspection at the registered office of the company during business hours except Sunday and holidays.
- c) The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer is not applicable as the allotment of Equity Shares under the Preferential Issue is for a cash consideration.
- d) The proposed allottees have confirmed that they have not sold any Equity Shares of the Company during the 90 trading days preceding the Relevant Date. They have further confirmed that the proposed allottees shall be eligible under SEBI ICDR Regulations to undertake the preferential issue.

In accordance with the provisions of Sections 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations, approval of the Members for issue and allotment of the said Equity Shares at Item No. 2,3,4 & 5 of the Notice to the proposed allottees is being sought by way of a special resolution.

The Board of Directors believes that the proposed Preferential Issue of the Equity Shares/ at Item No. 2,3,4 & 5 of the Notice is in the best interest of the Company and its Members and, therefore, recommends the resolution at Item No. 2,3,4 & 5 of the Notice of the accompanying Notice for approval by the Members of the Company as a Special Resolution.

None of the Directors, Key Managerial Personnel or their relatives thereof are in any way financially or otherwise concerned or interested in the passing of this Special Resolution as set out at Item No.2, 3, 4 & 5 of this notice except and to the extent of their shareholding in the Company.

Documents referred to in the notice/ explanatory statement will be available for inspection by the Members of the Company as per applicable law.

### **Item No. 6**

Based on the recommendations and approval of the Nomination and Remuneration Committee (“NRC”), approval of the Board of Directors (“Board”), subject to approval of the members, the Supreme Employee Stock Option Plan, 2024 (“ESOP Plan”) has been adopted for the eligible Directors and employees (as defined under the ESOP Plan) of the Company.

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**SUPREME INFRASTRUCTURE INDIA LIMITED**

The purpose of the ESOP Plan is to give the benefits of ESOP to the directors and employees and to enable them to take part in the value creation journey by aligning their incentive to the long-term performance of the Company. The ESOP Plan shall be administered by the NRC and/or the Board constituted by the Company.

The Resolution contained at Item no. 6 seek to obtain the members' approval to authorize the NRC and/or the Board to create, issue, offer and allot shares or cash, from time to time, to the employees of the Company under the ESOP Plan and undertake such action as may be necessary for the administration of the options.

The salient features and other details of the ESOP Plan are as under:

**(a) Brief description of the ESOP Plan:**

The ESOP Plan shall be called as Supreme Employee Stock Option Plan, 2024. The purpose of the ESOP Plan is to give the benefits of ESOP to the directors and employees and to enable them to take part in the value creation journey by aligning their incentive to the long-term performance of the Company.

**(b) Total number of stock options to be granted:**

The aggregate number of options that shall be granted under the ESOP Plan, shall be 24,00,000 (twenty Four lakh) which shall be convertible into equal number of equity shares, being less than 1% of the fully diluted paid-up equity share capital of the Company as on the date of the adoption of the ESOP Plan.

Further, the maximum number of options that can be granted and the shares arising upon exercise of these options shall stand adjusted in case of corporate action.

**(c) Identification of classes of employees entitled to participate in ESOP Plan:** Eligible Directors and Employees of the Company

**(d) The appraisal process for determining the eligibility of employees for the ESOP Plan:** Not Applicable

**(e) Requirements of vesting and period of vesting:**

The options granted under the ESOP Plan would vest post completion of 1 (one) year from the date of grant, subject to receipt of relevant approval in terms of the Applicable Laws (if any).

**(f) The maximum period within which the options shall be vested:** The stock options granted under the ESOP Plan shall vest within 1 (one) year from the date of grant, subject to receipt of relevant approval in terms of the Applicable Laws (if any).

**SUPREME INFRASTRUCTURE INDIA LIMITED**

- (g) **The exercise price or the formula for arriving at the same:** The exercise price shall be Rs. 10 (Rupees Ten only).
- (h) **The exercise period and process of exercise:**  
The options granted to a grantee shall be capable of being exercised within a period of 8 (Eight) year from the date of vesting of options. The options can be exercised by the eligible directors and employee only by way of an exercise notice (in the form prescribed by the Nomination & Remuneration Committee) to the scheme administrator (as specified in the ESOP Plan) detailing the number of options to be exercised. The option shall be deemed to be exercised when the eligible employee pays to the Company, a consideration equal to the respective exercise price of the Option and upon the satisfaction of the tax liability.
- (i) **Lock in period,** if any Nil
- (j) **The maximum number of options to be granted per employee and in aggregate:** Not applicable.
- (k) **The method which the Company shall use to value its Options** As per applicable accounting standards.
- (l) **The conditions under which option vested in employees may lapse e.g. in case of termination of employment for misconduct:** In case, the eligible directors and employee does not exercise the vested options during the exercise period or such earlier date, they will lapse, and no rights will accrue after that date.
- (m) **The specified time period within which the employee shall exercise the vested options in the event of a proposed termination of employment or resignation of employee:** The options are to be exercised within the exercise period of 8 (Eight) years.
- (n) **A statement to the effect that the Company shall conform to the applicable accounting standards:** The Company shall conform to the with the requirements of the 'Guidance Note on Accounting for employee share-based Payments' or Accounting Standards as may be prescribed by the Institute of Chartered Accountants of India ("ICAI") or such other accounting standard as may be applicable from time to time, including the disclosure requirements prescribed therein. Where the existing Guidance Note or Accounting Standard do not prescribe accounting treatment or disclosure requirements for employee stock option plans then the Company shall comply with the relevant Accounting Standard as may be prescribed by the ICAI from time to time.

Accordingly, the resolution set as Item no. [6] is being placed for the approval of Members.

The directors, key managerial personnel or their relatives may be deemed to be concerned or interested in these resolutions to the extent of options that be granted to them and to the extent of their shareholding as Members.

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The Board recommends the passing of the proposed resolutions stated in Item no. [6] as special resolution.

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**SUPREME INFRASTRUCTURE INDIA LIMITED**

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## ANNEXURE A

Sr. No.	Names of the Proposed Allottees	PAN Numbers	Pre-Preferential Holding		Number of equity shares proposed to be allotted					Post Allotment Shareholding	
					Equity shares (A)	Equity Convertible Warrants (B)	Equity Shares upon conversion of unsecured loans into Equity (C)	Equity shares upon conversion of secured loans of lenders into equity (D)	Total Proposed Equity Allotment (A+B+C+D)	Total Post Allotment Equity Shares	Post Allotment (%)
			Pre-Pref. Holding (No. of Shares)	Pre-Pref. holding (%)							
<b>A</b>	<b>Promoter Category</b>										
1	Supreme Lake View Bungalows Pvt Ltd.	AAUCS9508G	0		34,50,655	-	1,01,21,923	-	1,35,72,578	1,35,72,578	8.89
2	BVB Infracorp Pvt Ltd.	AAUCS9531K	0		27,60,524	-	18,40,350	-	46,00,874	46,00,874	3.01
3	BVR Infracorp Pvt Ltd.	AAUCS9530J	0		28,75,547	-	-	-	28,75,547	28,75,547	1.88
4	VSF Infracorp Pvt Ltd.	AAUCS9532L	0		3,45,066	-	25,30,481	-	28,75,547	28,75,547	1.88
5	Vikram Sharma	ANZPS6085M	10,82,942	4.21	11,50,219	5,75,110	28,75,546	-	46,00,875	56,83,817	3.72
6	Barkha Sharma	BLPPS8665G	7,500	0.03	10,35,197	-	-	-	10,35,197	10,42,697	0.68
7	RBS Real Estate Ventures Private Limited	AAJCR4744G	0	0	57,51,092	28,75,547	-	-	86,26,639	86,26,639	5.65
8	Supreme Tag Infrastructure Limited		0	0	5,75,109	11,50,219	-	-	17,25,328	17,25,328	1.13
9	Mohol Kurul Kamati Tollways Private Limited	AAICM1339H	0	0	1,33,42,535	57,51,092	96,61,836	-	2,87,55,464	2,87,55,464	18.83
	<b>Sub Total (A) (Promoter)</b>		<b>10,90,442</b>	<b>4.24</b>	<b>3,12,85,944</b>	<b>1,03,51,967</b>	<b>2,70,30,136</b>	<b>-</b>	<b>6,86,68,047</b>	<b>6,97,58,489</b>	<b>45.69</b>
			0	0	-	-	-	-	-	-	-
<b>B</b>	<b>Non-Promoter Category</b>		0	0	-	-	-	-	-	-	-
10	Kitara PIIN-1102	AAECK4361P	0	0	61,66,334	23,00,437	-	-	84,66,771	84,66,771	5.55
11	Kitara PIIN-1103	AAECK5658B	0	0	61,66,334	18,40,350	-	-	80,06,685	80,06,685	5.24
12	Vikas Vijaykumar Khemani	ADTPK8739J	0	0	17,25,328	28,75,547	-	-	46,00,875	46,00,875	3.01
13	NAV Capital VCC- NAV Capital Emerging Star Fund	AAICN2612C	0	0	34,50,655	-	-	-	34,50,655	34,50,655	2.26
14	Viraj Russel Mehta	AKWPM6622M	0	0	28,32,361	-	-	-	28,32,361	28,32,361	1.85
15	Halcyon Trading Pvt Ltd	AAACH7396D	0	0	25,08,058	11,50,218	-	-	36,58,276	36,58,276	2.40

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16	Trishakti Power Holdings Pvt Ltd	AICPD1487E	12,26,000	4.77	16,90,863	11,50,219	-	-	28,41,082	40,67,082	2.66
17	Coeus Advisors Pvt Ltd	AAKCC2821Q	0	0	20,06,446	-	-	-	20,06,446	20,06,446	1.31
18	Niveshaay Hedgehogs Fund	AAETNS5967D	0	0	12,54,029	-	-	-	12,54,029	12,54,029	0.82
19	Chattisgarh Investment Ltd	AAACC9266D	0	0	10,03,223	-	-	-	10,03,223	10,03,223	0.66
20	Ovata Capital Management Ltd		0	0	6,01,934	1,43,778	-	-	7,45,711	7,45,711	0.49
21	Manju Singhi	AWAPS5917Q	0	0	6,01,934	-	-	-	6,01,934	6,01,934	0.39
22	Akshat Khetan		100	0.00	2,87,554	-	-	-	2,87,554	2,87,654	0.19
23	Vaghela Priyanka Hemrajsinh	BAZPV0086M	0	0	2,31,691	-	-	-	2,31,691	2,31,691	0.15
24	Jyotiradityasinh Vaghela	CEDPV2444E	0	0	2,31,691	-	-	-	2,31,691	2,31,691	0.15
25	Poojakumari Hemrajsinh Vaghela	ABMPV3097R	0	0	2,31,691	-	-	-	2,31,691	2,31,691	0.15
26	Jai Raj Singh Shaktawat	LTPPS4270K	0	0	2,31,691	-	-	-	2,31,691	2,31,691	0.15
27	Nexta Enterprises LLP	AATFN7181Q	0	0	9,65,378	-	-	-	9,65,378	9,65,378	0.63
28	Saket Agarwal	ABXPA8150D	0	0	4,01,003	-	-	-	4,01,003	4,01,003	0.26
29	KRIIS PORTFOLIO PVT LTD	AAGCK3756L	0	0	4,01,003	-	-	-	4,01,003	4,01,003	0.26
30	SEEMA AMRIT GANDHI	AAEPG0960B	0	0	4,01,003	-	-	-	4,01,003	4,01,003	0.26
31	Umang Mahendra Shah	ANQPS8129M	0	0	4,01,003	-	-	-	4,01,003	4,01,003	0.26
32	SHETH International Pvt. Ltd	AAECS3976Q	0	0	4,01,003	-	-	-	4,01,003	4,01,003	0.26
33	Krone Merchandise Pvt Ltd	AABCK3205D	0	0	4,01,003	-	-	-	4,01,003	4,01,003	0.26
34	NKA Resources LLP	AASFN6063E	0	0	4,01,003	-	-	-	4,01,003	4,01,003	0.26
35	Velani Kavyaben Viraj	AFCPV0481M	0	0	2,40,601	-	-	-	2,40,601	2,40,601	0.16
36	Sahebrao Vitthal Satre	ACAP59828C	0	0	2,40,601	-	-	-	2,40,601	2,40,601	0.16
37	Vishal M Lakhanpal	AAMPL0294K	0	0	2,40,601	-	-	-	2,40,601	2,40,601	0.16
38	Legacy Commodities Private Limited	AACCL9001H	0	0	2,40,601	-	-	-	2,40,601	2,40,601	0.16
39	Hari Jiva Varchand	AAAPV5391F	0	0	2,40,601	-	-	-	2,40,601	2,40,601	0.16
40	Ami Hari Varchand	ABVPV7654H	0	0	2,40,601	-	-	-	2,40,601	2,40,601	0.16
41	Rishav Bagrecha	AGGPB3752L	0	0	2,40,601	-	-	-	2,40,601	2,40,601	0.16
42	Devansh Ventures LLP	AAHFD2959G	0	0	2,40,601	-	-	-	2,40,601	2,40,601	0.16
43	Vivek Jain	AAEPJ1326N	0	0	2,00,501	-	-	-	2,00,501	2,00,501	0.13
44	Premier Looms Manufactures Pvt.Ltd	AABCP4186A	0	0	2,00,501	-	-	-	2,00,501	2,00,501	0.13
45	Kanchansobha Finance Pvt Ltd	AAACD4098G	0	0	2,00,501	-	-	-	2,00,501	2,00,501	0.13

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46	WOW Investments	AADFW9841L	0	0	1,63,609	-	-	-	1,63,609	1,63,609	0.11
47	Hypotenuse Investments	AALFH3752K	0	0	1,63,609	-	-	-	1,63,609	1,63,609	0.11
48	Shri Bajrang Commodity	AACFJ0698K	0	0	1,63,609	-	-	-	1,63,609	1,63,609	0.11
49	Vineeth Kumar Anchalia	AGQPV6102Q	0	0	1,60,401	-	-	-	1,60,401	1,60,401	0.11
50	Deepak Shivdhani Mishra	AMDPM1444K	0	0	80,201	-	-	-	80,201	80,201	0.05
51	Kaushal Bharat Ruparel	AMTPR6077M	0	0	80,201	-	-	-	80,201	80,201	0.05
52	Ankit Pradip Chopra	AENPC6238B	0	0	80,201	-	-	-	80,201	80,201	0.05
53	Pradip Bastimal Chopra	AACPC0068J	0	0	80,201	-	-	-	80,201	80,201	0.05
54	Ankur Krishnakant Choksi	ACGPC4930M	75,000	0.29	80,201	-	-	-	80,201	1,55,201	0.10
55	Jignesh Praful Mehta	AAEPM1295R	0	0	80,201	-	-	-	80,201	80,201	0.05
56	State Bank of India	AAACS8577K	0	0	-	-	-	28,18,035	28,18,035	28,18,035	1.85
57	Vinay Rajendrakumar Nagda	ACUPN3317R	0	0	11,50,219	-	-	-	11,50,219	11,50,219	0.75
58	Rahul Hemchand Visaria	ADMPV6695B	0	0	3,45,066	-	-	-	3,45,066	3,45,066	0.23
59	Deepak Hemnani	AAAPH8989F	0	0	1,72,533	-	-	-	1,72,533	1,72,533	0.11
60	Vijay B. Shah (HUF)	AABHV8676E	0	0	2,87,555	-	-	-	2,87,555	2,87,555	0.19
61	Union Bank of India	AAACU0564G	0	0	-	-	-	11,50,219	11,50,219	11,50,219	0.75
62	Bank of India	AAACB0472C	0	0	-	-	-	5,75,109	5,75,109	5,75,109	0.38
63	Keshav Digga	CBXPD9223Q	0	0	69,013	-	-	-	69,013	69,013	0.05
64	Tusk Investments Limited	AACCA0969R	0	0	4,60,087	-	-	-	4,60,087	4,60,087	0.30
65	Sarphy Infra & Financial Services Private Limited	ABJCS3212K	82,465	0.32	2,01,288	-	-	-	2,01,288	2,83,753	0.19
66	Yuvsan Capital Advisory LLP	AAX-2459	0	0	2,50,173	-	-	-	2,50,173	2,50,173	0.16
67	Nitaben Dharmendra Solanki	AJRPS7784B	0	0	2,32,344	-	-	-	2,32,344	2,32,344	0.15
68	Vatsal Merchant				2,30,044	-	-	-	2,30,044	2,30,044	0.15
69	Sunil Shah		1		2,30,044	-	-	-	2,30,044	2,30,045	0.15
70	Rupesh Desai				2,30,044	-	-	-	2,30,044	2,30,044	0.15
71	Badal Sharma				1,15,022	-	-	-	1,15,022	1,15,022	0.08
72	Vijay Gupta		0	0	1,15,022	-	-	-	1,15,022	1,15,022	0.08
	Sub Total (B) (Non-Promoter Category)		1383566		4,27,41,417	94,60,548	-	45,43,363	5,67,45,329	5,81,28,895	38.07
	<b>TOTAL (A) + (B)</b>				<b>7,40,27,361</b>	<b>1,98,12,516</b>	<b>2,70,30,136</b>	<b>45,43,363</b>	<b>12,54,13,376</b>	<b>12,78,87,384</b>	

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### ASSUMPTIONS:

1. All Warrants offered pursuant to the aforesaid resolution have been fully subscribed and allotted.
2. The warrants are held by the aforesaid Allottees at the time of exercise of the option and
3. The options are exercised by them in full.

### Details of Ultimate Beneficial Owners:

<b>PROMOTERS</b>			
<b>Sr.No.</b>	<b>NAME</b>	<b>SHAREHOLDING PATTERN AND PERCENTAGE OF HOLDING</b>	<b>PAN</b>
1	Supreme Lake View Bunglows Pvt Ltd.		AAUCS9508G
		1. Barkha Sharma- 99 2. Vikram Sharma- 1	1. Barkha Sharma- BLPPS8665G 2. Vikram Sharma- ANZPS6085M
2	BVB Infracorp Pvt Ltd.		AAUCS9531K
		1. Bhawanishankar Sharma- 25 2. Barkha Sharma- 25 3. Vikram Sharma-50	1. Bhawanishankar Sharma- ANUPS9315F 2. Barkha Sharma- BLPPS8665G 3. Vikram Sharma- ANZPS6085M
3	BVR Infracorp Pvt Ltd		AAUCS9530J
		1. Bhawanishankar Sharma- 35 2. Rita Sharma- 35 3. Vikram Sharma-30	1. Bhawanishankar Sharma- ANUPS9315F 2. Rita Sharma- ANYPS5836M 3. Vikram Sharma- ANZPS6085M
4	VSB Infracorp Pvt Ltd.		AAUCS9532L
		1. Barkha Sharma- 99 2. Vikram Sharma- 1	1. Barkha Sharma- BLPPS8665G 2. Vikram Sharma- ANZPS6085M
5	RBS Real Estate Ventures Private Limited		AAJCR4744G

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		1. Bhawanishankar Sharma- 99 2. Barkha Sharma- 1	1. Bhawanishankar Sharma- ANUPS9315F 2. Barkha Sharma- BLPPS8665G
6	Mohol Kurul Kamati Tollways Private Limited		AAICM1339H
		1. Barkha Sharma- 99 2. Vikram Sharma- 1	1. Barkha Sharma- BLPPS8665G 2. Vikram Sharma- ANZPS6085M
7	SUPREME TAG INFRASTRUCTURE LIMITED		
		1.Taran Rana (UBO)	
		2. Aditya Sharma (UBO)	
8	Vikram Sharma	NA	ANZPS6085M
9	Barkha Sharma	NA	BLPPS8665G
	Non Promoters		
Sr.No.	NAME	SHAREHOLDING PATTERN	PAN
10	Coeus Advisors Pvt Ltd		Co. PAN: AAKCC2821Q
		1. Supratim Sarkar- 50 (UBO)	AELPS9031E
		2. Gopal Agarwal- 20 (UBO)	ACUPA4953G
		3. Subhendu Moitra- 15 (UBO)	ADNPM5740M
		4. Manish Kothary- 15 (UBO)	AEUPK7260G
11	Kanchansobha Finance Pvt Ltd		Co. PAN: AAACD4098G
		1. Akshay Jain- 40 (UBO)	AORPJ3984R
		2. Neeraj jain- 50 (UBO)	AAFPJ0746D
		3. Aditi Jain-10 (UBO)	AUGPA2297P
12	Trishakti Power Holdings Private Limited		
		1. Paresh Doshi- 99.9 (UBO)	AICPD1487E
		2. Manish Doshi- 0.1%	AJRPD3677Q
13	Legacy Commodities Pvt Ltd		AACCL9001H
		1. Mukeshkumar Pabari- 12.50 (UBO)	ACVPP1751A
		2. Raj Pabari- 25 (UBO)	APJPP7056D
		3. Sharad Pabari- 12.50 (UBO)	APJPP7025E
		4. Ricky Pabari- 12.50 (UBO)	APJPP7055A

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		5. Tejpal Pabari- 25 (UBO)	AJTPP8432D
		6. Shaileshkumar Pabari- 12.50 (UBO)	ACVPP1752D
14	Chattisgarh Investment Ltd		AAACC9266D
		1. Kamal Sarda-1.86 (UBO)	AJJPS3910R
		2. Uma Sarda- 6.41	AKBPS4386G
		3. Pankaj Sarda- 3.31	AKBPS4387H
		4. Anant Sarda- 8.80	CXRPS2033M
		5. Vivaan Sarda- 0.06	FPGPS7638C
		6. Vipula Sarda- 1.16	ACQPC9052J
		7. Ghanshyam Sarda- 5.81	AKBPS4388J
		8. Aditya Sarda- 0.58	DHCPS7787C
		9. Manish Sarda- 5.43	AFUPS0401A
		10. Neeraj Sarda- 5.02	AFCPS4977H
		11. Sarda finvests- 1.94	ABSFS8550L
		12. Sarda Investments- 1.84	ABSFS8544G
		13. Aditi Sarda- 1.55	BHDPS0512E
		14. Veena Sarda- 5.43	BHDPS0512E
		15. Prachi agriculture and properties Pvt ltd- 19.18	AABCP3701H
		16. Sarda Agriculture & Properties Pvt Ltd- 31.52	AADCS2857D
		17. Lighthouse Systems pvt ltd- 0.10	AAACL7389J
15	Kriis Portfolio Pvt Ltd		AAGCK3756L
		<u>Rakesh Dipchand Doshi- 16.25 (UBO)</u>	AABPD8236A
		<u>Funali Rakesh Doshi- 17.75 (UBO)</u>	AAJPP3111C
		<u>Bhavya Rakesh Doshi- 16.05 (UBO)</u>	ASEPD8487A
		<u>Rakesh D Doshi HUF- 21.87 (UBO)</u>	AAEHR5995R
		Aarya Rakesh Doshi	ASEPD8529M
		Prakash M Shah HUF	AALHS9400D
		Prakash M Shah	AAQPS2780M
		Ashaben P Shah	ANLPS3446E
		Sharda V Shah	ASDPS5715M
		Lalit N Shah HUF	AABHL9711J
		Nirav Lalit Shah	JNTPS6243E
		Paresh V Salot	AADPS1396J
		Trupti P Shah	BSEPS4526C
		Krupa M Doshi	AHJPD3815G
		Lalit N Shah	AAFPS2338L
		Narendra Lakhani HUF	AACHN9800K
		Keyur P Shah	CBYPS9137H
		Vinodrai S Shah	ASDPS5701P

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		Narendra Lakhani	AACPL0161D
		Yogesh Doshi HUF	AAAHY6631H
16	Kitara Capital International Ltd		
		Kitara Capital 1102 Name of shareholders 1. Kitara PIIN 1103- 16.40 (UBO) 2. Other Shareholders-83.60 Total-100.00	AAECK4361P
		Kitara Capital 1103	AAECK5658B
17	Halcyon Trading Pvt Ltd.		AAACH7396D
		1. Ajitsinh Khimji- 40 (UBO)	AADPK1722A
		2. Umesh Khimji- 20 (UBO)	AHKPB3416E
		3. Dharmesh Khimji- 20 (UBO)	AABPB6396B
		4. Rishi Khimji- 20 (UBO)	AAHPK6026D
18	PREMIER LOOMS MANUFACTURERS PVT LTD		AABCP4186A
		1. Ashish Amin- 90.86 (UBO)	ABEPA6663Q
		2. Pooshan Amin- 0.82	CGGPA2764K
		3. Rasesh Shah- 0.08	AHHPS3675D
		4. Tejasben Amin- 0.75	AAVPP8394B
		5. Kailasben Amin- 7.49	ABWPA7966L
19	SUPREME TAG INFRASTRUCTURE LIMITED		
		1.Taran Rana (UBO)	
		2. Aditya Sharma (UBO)	
20	KRONE MERCHANDISE PVT LTD		AABCK3205D
		1. Ashirwad Creation Pvt Ltd- 50	AAFCA5825M
		a. Chandrakant N. Sheth (HUF)- 41.41	AACHC8366D
		b. Madhubala Sheth- 58.59 (UBO)	AOHPS9907H
		2. Jaikishan Tradecom Pvt Ltd-50	AABCJ8118J
		a. Mitesh Sheth-52.41	AJTPS2472E
		b. Chandrakant N. Sheth (HUF)- 47.59	AACHC8366D
21	SHETH INTERNATIONAL PVT LTD		AAECS3976Q
		1. Madhubala Sheth- 29.28 (UBO)	AOHPS9907H

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		2. Ellora Tower & Resources Pvt Ltd- 1.22	AABCE1383Q
		3. Gurupath Suppliers Pvt Ltd- 48.95	AABCG0002G
		4. Oasis Chemicals Ltd- 1.07	AAACO1646D
		5. Ashirwad creation Pvt Ltd- 2.13	AAFCA5825M
		6. Hitesh C Sheth- Partner of Arihant Enterprises - 17.36	AXTPS7913E
22	NKA resources LLP	NA	AASFN6063E
23	Niveshaay hedgehogs Fund	NA	AAETNS5967D
24	wow investments	NA	AADFW9841L
25	Hypotenuse Investments	NA	AALFH3752K
26	NAV Capital VCC-NAV Capital Emerging Star	NA	AAICN2612C
27	OTAVA CAPITAL	NA	
28	Shri Bajrang	NA	AACFJ0698K
29	pradip chopra	NA	AACPC0068J
30	ankit chopra	NA	AENPC6238B
31	ankur choksi	NA	ACGPC4930M
32	Vikas khemani	NA	ADTPK8739J
33	Viraj Mehta	NA	AKWPM6622M
34	Kaushal Ruparel	NA	AMTPR6077M
35	Sanket Agarwal	NA	ABXPA8150D
36	Vishal M Lakhanpal	NA	AAMPL0294K
37	Manju Singhi	NA	AWAPS5917Q
38	umang Shah	NA	ANQPS8129M
39	seema gandhi	NA	AAEPG0960B
40	vivek jain	NA	AAEPJ1326N
41	Sahebrao Vitthal Satre	NA	ACAP59828C
42	Deepak hemani	NA	AAAPH8989F
43	Ami Hari Varchand	NA	ABVPV7654H
44	Hari Jiva Varchand	NA	AAAPV5391F
45	Velani Kavyaben Viraj	NA	AFCPV0481M
46	Jignesh Praful Mehta	NA	AAEPM1295R
47	VIJAY B SHAH (HUF)	NA	AABHV8676E
48	RAHUL HEMCHAND VISARIA	NA	ADMPV6695B
49	Deepak Shivdhani Mishra	NA	AMDPM1444K
50	Rishav Bagrecha	NA	AGGPB3752L
51	Vineeth Kumar Anchalia	NA	AGQPV6102Q
52	Devansh Ventures LLP	AAA-1656	AAHFD2959G
53	Nexta Enterprises LLP	ABA-6606	AATFN7181Q
54	State Bank of India	NA	AAACS8577K

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55	Vinay Rajendrakumar Nagda	NA	ACUPN3317R
56	Akshat Khetan	NA	AWAPK1970D
57	Vaghela Priyanka Hemrajsinh	NA	BAZPV0086M
58	Jyotiradityasinh Vaghela	NA	CEDPV2444E
59	Poojakumari Hemrajsinh Vaghela	NA	ABMPV3097R
60	Nitaben Dharmendra Solanki	NA	AJRPS7784B
61	Jai Raj Singh Shaktawat	NA	LTPPS4270K
62	Yusav Capital Advisory LLP		AAX-2459
63	Sarphy Infra & Financial Services Private Ltd	NA	ABJCS3212K
64	Tusk Investments Ltd	NA	AACCA0969R
		Pranay Agarwal (UBO)	ACIPA3439K
65	Keshav digga	NA	CBXPD9223Q
66	Union Bank of India		AAACU0564G
67	Bank of India		AAACB0472C
68	Vatsal Merchant	NA	AADPM9517H
69	Rishabh Shah	NA	CWFPS3794G
70	Rupesh Desai	NA	AABPD9178P
71	Badal Sharma	NA	ALYPS9112J
72	Varun Sharma	NA	ALXPS8837P

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