Supreme Engineering Limited
Formerly Known as Supreme Heatreaters Pvt. Ltd.

CIN NO. L99999MH1987PLC043205

Date: September 09, 2026

To
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra- Kurla Complex,
Bandra (East), Mumbai – 400 051

Symbol: SUPREMEENG | Series: EQ

Through: NEAPS

Sub.: Notice of the 39th Annual General Meeting of the Company.

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith, the Notice of the 39th Annual General Meeting ('the AGM') of the Company scheduled to be held on Thursday, October 01, 2026 at 10.00 A.M. (IST) at Supreme Special Steels, Village Vihari, Opp. Khopoli Railway station, Khopoli - 410203. Maharashtra, India to transact the Business Items as mentioned in the Notice convening the AGM.

In accordance with the relevant Circulars of MCA and the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Notice of the AGM has been sent today through electronic mode to the Members of the Company whose e-mail addresses are registered with RTA i.e. Bigshare Services Private Limited. A letter containing the web-link of the Annual Report has been sent to those Members whose e-mail addresses are not registered.

Members of the Company holding shares as on Friday, August 28, 2026, i.e. Cut-Off Date, are eligible to attend the AGM and cast their votes on the Business Items/Resolutions. The remote e-voting period commences on Monday, 28 September, 2026, 09.00 A.M. and ends on Wednesday 30 September, 2026, 05.00 P.M. The detailed instructions regarding remote e-voting, participation in the AGM and e-voting at the AGM are specified in the Notes annexed to the Notice of the AGM.

The Annual Report, including the notice of AGM is also available on the website of the company at https://supremesteels.com/

Kindly take the above information on your record.

Thanking you,
Yours faithfully,
For Supreme Engineering Limited,

SANJAY RATTAN CHOWDHRI
Digitally signed by SANJAY RATTAN CHOWDHRI
Date: 2026.09.09 18:01:29 +05'30'

Sanjay Chowdhri
Managing Director
DIN: 00095990

Encl.: As above

NOTICE

NOTICE is hereby Given that the **39th Annual General Meeting** ("AGM") of the Members of Supreme Engineering Limited ("The Company") Will Be Held on Thursday, October 01, 2026, At 10:00 A.M. (IST) at Supreme Special Steels, Village Vihari, Opp. Khopoli Railway station, Khopoli - 410203, to transact the following business

ORDINARY BUSINESS:

Item No. 1: Adoption of Audited Standalone Financial Statements and Reports thereon.
To consider and adopt the Audited Standalone financial statements of the Company for the financial year ended March 31, 2026, along with the notes forming part thereof and the Report of the Board of Directors ("Board") and the Auditors thereon.

Item No. 2: Re-appointment of Director in place of retiring Director.
To re-appoint Mr. Sanjay Chowdhri (DIN: 00095990) who retires by rotation and being eligible, offers himself for re-appointment as Director of the Company.

SPECIAL BUSINESS:

Item No. 3: Rescission And Withdrawal of Earlier Special Resolution Relating To Increase In Authorised Share Capital Of The Company:

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

RESOLVED THAT, in suppression and supersession of the ordinary resolution passed earlier by the Shareholders at the Annual General Meeting held on September 28, 2024, regarding the increase in the Authorised Share Capital of the Company from Rs. 25,10,00,000/- (Rupees Twenty Five Crore Ten Lakh Only) divided into 25,10,00,000 (Twenty Five Crore Ten Lakh) Equity shares of Rs. 1/- each to Rs. 51,50,00,000/- (Rupees Fifty One Crore Fifty Lakh only) divided into 51,50,00,000 (Fifty One Crore Fifty Lakh) Equity shares of Rs. 1/- each, the consent of the Members be and is hereby accorded to rescind, cancel, and withdraw the said resolution with immediate effect.

RESOLVED FURTHER THAT, any Director of the company be and is hereby authorized individually or severally to sign, execute, and file the requisite forms, applications, or notices with the Registrar of Companies (RoC) or any other statutory authority, and to do all such acts, deeds, and things as may be necessary to give effect to this rescission.

Item No. 4: Increase in Authorised Share Capital and Consequent Alteration to the Capital Clause of the Memorandum of Association:

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

"RESOLVED THAT pursuant to the provisions of Sections 13, 61 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the provisions of the Memorandum and Articles of Association of the Company, consent of the members of the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company from Rs. 25,10,00,000/- (Rupees Twenty-Five Crore Ten Lakh Only) divided into 25,10,00,000 (Twenty-five Crore Ten Lakh) Equity Shares of Rs. 1/- each (Rupees One) to Rs. 67,69,70,000/- (Rupees Sixty-seven crore Sixty-Nine Lakh Seventy Thousand only) divided into 67,69,70,000/- (Sixty-Seven Crore Sixty-Nine Lakh Seventy Thousand) Equity Shares of Rs. 1/- each (Rupees one) by creation of additional 42,59,70,000 (Forty-Two Crore Fifty-Nine Lakh Seventy Thousand) Equity shares of Rs.1/- each (Rupees One) ranking pari-passu with the existing equity shares of the Company.

RESOLVED FURTHER THAT the Memorandum of Association be and is hereby altered by substituting the existing Clause V with the following new Clause V:

"V. The Authorised Share Capital of the Company is Rs. 67,69,70,000 /- (Rupees Sixty-seven crore Sixty-Nine Lakh Seventy Thousand only) divided into 67,69,70,000 /- (Sixty-Seven Crore Sixty-Nine Lakh Seventy Thousand) Equity Shares of Rs. 1 /- each (Rupees One)."

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors ('Board') of the Company be and is hereby duly empowered and authorised to take all such steps and actions for the purpose of making all such filings and registrations as may be required in relation to the aforesaid amendment to the Memorandum of Association and further to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary and with power on behalf of the Company to settle questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the Members of the Company."

Item No. 5: To approve, offer, issue and allotment of Equity Shares on a preferential basis:

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

"RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, and other applicable rules made thereunder (including any statutory amendment(s), modification(s) or re-enactment thereof for the time being in force) *("***the Act***")*, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time (the "SEBI ICDR

Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the "SEBI Listing Regulations"), and any other applicable laws, rules and regulations, circulars, notifications, clarifications, guidelines issued by the Government of India, the Securities and Exchange Board of India ("SEBI") and the Stock Exchange where the shares of the Company are listed ("Stock Exchange"), or any other authority / body and enabling provisions in the Memorandum and Articles of Association of the Company, and subject to necessary approvals, sanctions, permissions of appropriate statutory / regulatory and / or other authorities and persons, if applicable and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals / sanctions / permissions and / or consents, if any, and which may be agreed by the Board of Directors of the Company to exercise its powers, including the powers conferred on the Board by this resolution), consent of the Members of the Company be and is hereby accorded to the Board, to create, issue, offer and allot, from time to time, up to 28,09,70,000 (Twenty-Eight Crore Nine Lakh Seventy Thousand) fully paid-up Equity Shares at a price of Rs 2.60/- (Rupees Two and Sixty paise only) each at a premium of Rs. 1.60 /- (Rupees One hundred and sixty paise) per Equity Share which is not less than the floor price determined in accordance with Chapter V of the SEBI ICDR Regulations, aggregating up to Rs. 73,05,22,000 /- (Rupees Seventy-Three Crore Five Lakh Twenty-Two Thousand Only) to the persons belonging to Promoter and Non Promoter Category as listed in the table below ("Proposed Allottees") by way of preferential issue ("Preferential Issue"), for cash consideration, on such terms and conditions as may be determined by the Board in accordance with the Act, SEBI ICDR Regulations and other applicable laws:

Sr. No.	**Name of Proposed Allottees**	**Category**	**No. of Equity Shares to be allotted**	**Proposed Investment amount Rs (2.60 /- per share)**
1	Sanjay Chowdhri	Promoter	5,50,00,000	14,30,00,000
2	Abhinav Chowdhri	Promoter	50,00,000	1,30,00,000
3	Pranav Chowdhri	Promoter	50,00,000	1,30,00,000
4	Lalita Chowdhri	Promoter	50,00,000	1,30,00,000
5	Kunjana Dedhia	Non Promoter	2,25,00,000	5,85,00,000
6	Mahendra Kumar Kawad And Alka Kawad (Belong To Reliable Solution - Partnership Firm)	Non Promoter	2,00,00,000	5,20,00,000
7	Anil V. Dedhia	Non Promoter	1,25,00,000	3,25,00,000
8	Scm India Pvt Ltd	Non Promoter	1,00,00,000	2,60,00,000
9	Sanjay Thakur And Niranjan Jadhav (Belong To Kusum Infrastructure - Partnership Firm)	Non Promoter	1,00,00,000	2,60,00,000
10	Aisha Infra LLP	Non Promoter	80,00,000	2,08,00,000
11	Kushal Jayesh Khandwala	Non Promoter	80,00,000	2,08,00,000
12	Niket Nilesh Shah And Harsh Kiran Nisar (Belong To Ansh Partners - Partnership Firm)	Non Promoter	55,00,000	1,43,00,000
13	Saurin Chowdhary	Non Promoter	50,00,000	1,30,00,000
14	Kinjal Gandhi	Non Promoter	50,00,000	1,30,00,000
15	Bindu Gandhi	Non Promoter	50,00,000	1,30,00,000

16	Rushan Nihir Shah	Non Promoter	50,00,000	1,30,00,000
17	Sudhir Bheda	Non Promoter	50,00,000	1,30,00,000
18	Shyam Goenka	Non Promoter	50,00,000	1,30,00,000
19	Kamlaben Harilal Chowdhary	Non Promoter	50,00,000	1,30,00,000
20	Amritkaal Ventures LLP	Non Promoter	40,00,000	1,04,00,000
21	Dhananjay Tikariha	Non Promoter	40,00,000	1,04,00,000
22	Ghanshyam Parekh	Non Promoter	33,00,000	85,80,000
23	Manoram Agencies Dealers Private Limited	Non Promoter	25,00,000	65,00,000
24	Mamta Chheda	Non Promoter	25,00,000	65,00,000
25	Mayur Sejpal	Non Promoter	25,00,000	65,00,000
26	Sanyog Finlease Private Limited	Non Promoter	20,00,000	52,00,000
27	Samyak Jain	Non Promoter	20,00,000	52,00,000
28	Deepshikha Jain	Non Promoter	20,00,000	52,00,000
29	Hansa Jain	Non Promoter	20,00,000	52,00,000
30	Ashok Jain HUF	Non Promoter	20,00,000	52,00,000
31	Jain Marketing Pvt Ltd	Non Promoter	20,00,000	52,00,000
32	Nakul Ashok Jain	Non Promoter	20,00,000	52,00,000
33	Priyanka Nakul Jain	Non Promoter	20,00,000	52,00,000
34	Ramila Rasiklal Gala	Non Promoter	20,00,000	52,00,000
35	Sudhir Jobanputra	Non Promoter	20,00,000	52,00,000
36	Vishal Sejpal	Non Promoter	20,00,000	52,00,000
37	Mamta Girish Chheda And Girish Jethalal Chheda (Belong To Daytona Holdings - Partnership Firm)	Non Promoter	20,00,000	52,00,000
38	Anil Kumar Purohit	Non Promoter	20,00,000	52,00,000
39	Jasmine P. Gala	Non Promoter	17,00,000	44,20,000
40	Hemlata R Karani	Non Promoter	16,00,000	41,60,000
41	Multipack Tapes Private Limited	Non Promoter	15,00,000	39,00,000
42	Sushant Jain HUF	Non Promoter	15,00,000	39,00,000
43	Samyak Jain HUF	Non Promoter	15,00,000	39,00,000
44	Sagar A. Chheda	Non Promoter	15,00,000	39,00,000
45	Dharmesh Shah	Non Promoter	15,00,000	39,00,000
46	Rpsv Ventures Pvt Ltd	Non Promoter	15,00,000	39,00,000
47	Sunil Vasandani	Non Promoter	15,00,000	39,00,000
48	Vidhya Sagar Loya	Non Promoter	12,50,000	32,50,000
49	Scomla Jain	Non Promoter	10,00,000	26,00,000
50	Sandeep Jain & Sons HUF	Non Promoter	10,00,000	26,00,000
51	Saloni Agarwal	Non Promoter	10,00,000	26,00,000
52	Sanjay Pandit Dhavalikar	Non Promoter	10,00,000	26,00,000
53	Shilpa A. Chheda	Non Promoter	10,00,000	26,00,000

54	Chetan G. Vora	Non Promoter	10,00,000	26,00,000
55	Ankur Sablok And Deepak Setia And Luv Khanna (Belong To Pine Capital - Partnership Firm)	Non Promoter	10,00,000	26,00,000
56	Priyanka Himanshu Jain And Shipra Abhishek Bhutra (Belong To Ruchas Ventures - Partnership Firm)	Non Promoter	10,00,000	26,00,000
57	Ketan Shah	Non Promoter	10,00,000	26,00,000
58	Paramjeet Singh Makani	Non Promoter	10,00,000	26,00,000
59	Rajesh Palviya	Non Promoter	10,00,000	26,00,000
60	Vibha Dinesh Sancheti	Non Promoter	10,00,000	26,00,000
61	Laxmi Nikhil Poojari	Non Promoter	8,00,000	20,80,000
62	Nirav Shah	Non Promoter	8,00,000	20,80,000
63	Aakash Omprakash Batra	Non Promoter	6,20,000	16,12,000
64	Rajesh Javanmaliji Jain	Non Promoter	6,00,000	15,60,000
65	Ashok Kumar Jain	Non Promoter	6,00,000	15,60,000
66	Pramila Jain	Non Promoter	6,00,000	15,60,000
67	Varadharajan Venkitasubramanian	Non Promoter	6,00,000	15,60,000
68	Amit Kumar Jain	Non Promoter	6,00,000	15,60,000
69	Vishu Jain	Non Promoter	6,00,000	15,60,000
70	Sanjay Bhabootmal Jain HUF	Non Promoter	6,00,000	15,60,000
71	Ajay Nahata	Non Promoter	6,00,000	15,60,000
72	Jagdish Rai Bahl	Non Promoter	6,00,000	15,60,000
Total			**28,09,70,000**	**73,05,22,000**

RESOLVED FURTHER THAT in terms of Regulation 161 of the SEBI ICDR Regulations the “Relevant Date” for the purpose of calculating the floor price for the issue of Equity shares be and is hereby fixed as Tuesday, September 01, 2026, being the date 30 days prior to the date of the Annual General Meeting i.e., Thursday, October 01, 2026.

RESOLVED FURTHER THAT subject to the receipt of such approvals as may be required under applicable law, consent of the Members is hereby accorded to record the names of the Proposed Allottees in the prescribed Form PAS-5, pursuant to sub-rule 4 of rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and for the issue of invitation to subscribe to the Equity Shares and issue a private placement offer cum application letter in Form No. PAS- 4.

RESOLVED FURTHER THAT the Members of the Company take note of the certificate issued by a Practicing Company Secretary certifying that the proposed issue of Equity Shares on a preferential basis is in compliance with the SEBI ICDR Regulations.

RESOLVED FURTHER THAT without prejudice to the generality of the above resolutions, the issue of the Equity Shares shall inter-alia be subject to the terms and conditions as contained in the explanatory statement under Section 102 of the Act, annexed hereto, which shall be deemed to form part hereof.

RESOLVED FURTHER THAT the Equity Shares of the Company being offered, issued and allotted to the Proposed Allottees by way of the Preferential Issue shall inter alia be subject to the following terms and conditions, apart from others as prescribed under applicable law:

a. The Equity Shares to be offered, issued and allotted pursuant to the Preferential Issue shall be listed and traded on the Stock Exchange, subject to receipt of necessary permissions and approvals.

b. The Equity Shares to be offered, issued and allotted shall be fully paid up 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 and Articles of Association of the Company.

c. 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.

d. The pre-preferential allotment shareholding of the Proposed Allottees, as applicable, in the Company shall be subject to lock-in as specified in the provisions of Chapter V of the SEBI ICDR Regulations.

e. The Proposed Allottees shall be required to bring in the entire consideration for the Equity Shares to be allotted to them, on or before the date of allotment thereof.

f. The consideration for allotment of Equity Shares shall be paid to the Company from the bank accounts of the Proposed Allottees.

g. The monies received by the Company from the Proposed Allottees for application of the Equity Shares pursuant to this Preferential Issue be kept by the Company in a separate bank account;

h. The Equity Shares shall be allotted in dematerialized form only within a maximum period of 15 days from the date of passing of this 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 15 days from the date of receipt of last of such approvals or permissions.

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 Exchange 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 Exchange 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 authorities 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 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 of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things to give effect to the aforesaid resolution, including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, bankers, consultants, advocates and advisors to give effect to this resolution and further to take all other steps which may be incidental, consequential, relevant or ancillary in this regard and the Board be and is hereby further authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things and to take all such actions, steps and decisions as may be necessary, expedient or desirable in connection with or incidental to the aforesaid resolution, including making such applications, filings, submissions and representations and executing such documents and instruments as may be required, and to do all such other acts and things as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects."

Item No. 6: To approve, offer, issue and allotment of Convertible Warrants on a Preferential basis.

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

"RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, as amended, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time (the "SEBI ICDR Regulations"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the "SEBI Listing Regulations"), Securities & Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 ("SEBI Takeover Regulations") and any other applicable laws, rules and regulations, circulars, notifications, clarifications, guidelines issued by the Government of India, the Securities and Exchange Board of India ("SEBI") and the Stock Exchange where the shares of the Company are listed ("Stock Exchange"), or any other authority / body and enabling provisions in the Memorandum and Articles of Association of the Company, and subject to necessary approvals, sanctions, permissions of appropriate statutory / regulatory and / or other authorities and persons, if applicable and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals / sanctions / permissions and / or consents, if any, and which may be agreed by the Board of the Company to exercise its powers, including the powers conferred on the Board by this resolution), consent of the Members of the Company be and is hereby accorded to the Board, to create, issue, offer and allot, from time to time, in one or more tranches, upto 14,50,00,000 (Fourteen Crore Fifty Lakh Only) Convertible Warrants ("Warrants") at an issue price of Rs. 2.60/- (Rupees Two and Sixty paise only) per warrant **("Warrant Issue Price**") which is not less than floor price, each convertible into, or exchangeable for 1 (One) fully paid-up Equity Share of the Company having face value of Rs. 1/- (Rupees One) each at a premium of Rs. 1.60 /- (Rupees One hundred and sixty paise) for cash consideration, aggregating up to 37,70,00,000/- (Rupees Thirty-Seven Crore Seventy Lakh Only) against payment of 25% of the Warrant Issue Price, i.e., Rs 0.65/- (Rupees Sixty-Five Paise Only) per Warrant, as an upfront payment ("**Warrant Subscription Price**") with the balance 75% of the Warrant Issue Price, i.e., Rs 1.95 /- (Rupees One and Ninety-Five Paise Only) per Warrant ("**Warrant Conversion Price**"), payable at the time of conversion of the Warrants, which may be converted in one or more tranches, at the option of the Warrant Subscriber within a maximum period of 18 (eighteen) months from the date of allotment of the Warrants, on the terms and conditions set out herein in accordance with the SEBI ICDR Regulations and other applicable laws, to the persons belonging to Promoter and Non Promoter Category as listed in the table below ("Proposed Allottees")

Sr. No.	Name of Proposed Allottees	Category	No. of Warrants to be allotted	Proposed Investment amount (Rs. 2.60/- per share)
1	Sanjay Chowdhri	Promoter	7,00,00,000	18,20,00,000
2	Abhinav Chowdhri	Promoter	1,50,00,000	3,90,00,000
3	Pranav Chowdhri	Promoter	1,50,00,000	3,90,00,000
4	Hardik D. Parekh	Non Promoter	2,00,00,000	5,20,00,000
5	Trina Vyas	Non Promoter	75,00,000	1,95,00,000
6	Tanisha Vyas	Non Promoter	75,00,000	1,95,00,000
7	Nikita Hardik Parekh	Non Promoter	1,00,00,000	2,60,00,000
Total			**14,50,00,000**	**37,70,00,000**

RESOLVED FURTHER THAT in accordance with the provision of Chapter V of the SEBI (ICDR) Regulations the "Relevant Date" for the purpose of calculating the floor price for the issue of Warrants be and is hereby fixed as Tuesday, September 01, 2026, being the date 30 days prior to the date of the Annual General Meeting i.e., Thursday, October 01, 2026.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the issue of Warrants shall be subject to the following terms and conditions:

a. The Warrant holders shall, subject to the SEBI (ICDR) Regulations and other applicable rules, regulations and laws, be entitled to exercise the Warrants in one or more tranches within a period of 18 (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 of face value of Rs. 1/- (Rupees One) each to the Warrant holders;

b. An amount equivalent to 25% of the Warrant Issue Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% shall be payable by the Warrant holder(s) on the exercise of the Warrant(s);

c. Warrants shall be allotted within a period of 15 days from the later of (i) the date of the members resolution approving the allotment of Warrants or (ii) receipt of the last approval/ permission required for such allotment from any regulatory authority;

d. In the event that, a Warrant holder does not exercise the Warrants within a period of 18 (Eighteen) months from the date of allotment of such Warrants, the unexercised Warrants shall lapse and the amount paid by the Warrant holders on such Warrants shall stand forfeited by Company.

e. The price determined above and the number of Equity Shares to be allotted in the exercise of the Warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time;

f. Apart from the said right of adjustment mentioned in (e) above, the Warrants by themselves, until exercise of the conversion option and allotment of Equity Shares, do not give the Warrant holder thereof any rights akin to that of members of the Company;

g. The Company shall procure the listing and trading approvals for the Equity Shares to be issued and allotted to the Warrant holders upon exercise of the Warrants from the relevant Stock Exchange in accordance with the SEBI Listing Regulations and all other applicable laws, rules and regulations;

h. The Equity Shares so allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari passu in all respects including dividend, with the existing Equity Shares of the Company;

i. The Warrants and Equity Shares issued pursuant to the exercise of the Warrants shall be locked-in as prescribed under the SEBI (ICDR) Regulations from time to time;

j. The pre-preferential shareholding of the Proposed Equity Allottees (if any) and Equity Shares to be allotted to the Proposed Equity Allottees shall be under lock-in for such period as may be prescribed under Chapter V of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT 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 or desirable to give effect to the above resolutions, including without limitation to issue and allot Equity Shares upon exercise of the Warrants, to issue certificates/ clarifications on the issue and allotment of Warrants and thereafter allotment of Equity Shares further to exercise of the Warrants, effecting any modifications to the foregoing (including to determine, vary, modify or alter any of the terms and conditions of the Warrants including deciding the size and timing of any tranche of the Warrants), entering into contracts, arrangements, agreements, memoranda, documents to give effect to the resolutions above (including appointment of agencies, consultants, intermediaries and advisors for managing issuance of Warrants and listing and trading of Equity Shares issued on exercise of Warrants), including making applications to Stock Exchange for obtaining of in-principle approval, filing of requisite documents with the Registrar of Companies (ROC), National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, seeking approvals from lenders (where applicable), to take all such steps as may be necessary for the admission of the Warrants and Equity Shares (to be issued on exercise of the Warrants) with the depositories, viz. NSDL and CDSL and for the credit of such Warrants / Shares to the respective dematerialized securities account of the proposed allottees, and to delegate all or any of the powers conferred by the aforesaid resolutions on it to Banking or any committee of Directors or any Director(s) or officer(s) of the Company and to revoke and substitute such delegation from time to time, as deemed fit by the Board, to give effect to the above resolutions and also to initiate all necessary actions for and to settle all questions, difficulties, disputes or doubts whatsoever that may arise, including without limitation in connection with the issue and utilization of proceeds thereof, and take all steps and decisions in this regard.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things and to take all such actions, steps and decisions as may be necessary, expedient or desirable in connection with or incidental to the aforesaid resolution, including making such applications, filings, submissions and representations and executing such documents and instruments as may be required, and to do all such other acts and things as may be necessary to give effect to this resolution.

Item No. 7: Ratification of remuneration of Cost Auditors for the financial year ending March 31, 2027.

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

"RESOLVED THAT pursuant to the provisions of Section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the remuneration of Rs. 50,000/- (Rupees Fifty Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses, as approved by the Board of company upon recommendation of the Audit Committee, to be paid to M/s., Dinesh Jain & Company, Cost Accountants (Firm Registration No. 100583), as Cost Auditors of the Company for conducting the cost audit for the financial year ending March 31, 2027, be and is hereby ratified, confirmed and approved.

RESOLVED FURTHER THAT the Board and/or any person authorised by the Board, be and is hereby authorised severally to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient or desirable for the purpose of giving effect to this resolution."

By Order of the Board of Directors
Supreme Engineering Limited

Sd/-
Sanjay Chowdhri
Chairman & Managing Director
DIN: 00095990

Registered Office:
R.223, MIDC Complex, Thane,
Belapur Road, Rabale, Navi-Mumbai,
Maharashtra, India, 400701.
CIN: L99999MH1987PLC043205
E-mail: cs@supremesteels.com
Website: https://supremesteels.com/

Date: September 01, 2026
Place: Navi Mumbai

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting ("AGM") is entitled to appoint a proxy or proxies to attend and on a poll, to vote on his/her behalf and a proxy need not be a member. The instrument appointing the proxy, in order to be effective, must be deposited at the company's registered office, duly completed and signed, not less than 48 (Forty-Eight) hours before the AGM. Proxies submitted on behalf of limited companies, societies, etc. must be supported by appropriate resolutions or authority, as applicable.

   A person can act as a proxy on behalf of Members not exceeding 50 (Fifty) and holding in the aggregate not more than 10% (ten percent) of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% (ten percent) of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member.

2. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 (the "Act") setting out material facts concerning the business under Item No. 3 to 7 of the Notice is annexed hereto. The relevant details pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this AGM are also annexed.

3. Corporate Members and Institutional Investors intending to appoint their authorised representatives pursuant to Section 113 of the Act to attend the AGM through VC/OAVM or to vote through remote e-Voting are requested to send a certified copy of the Board Resolution by e-mail at cs@supremesteels.com.

4. The route map showing directions to reach the venue of the Annual General Meeting is annexed herewith the Notice.

5. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members holding shares in single name are advised to make nomination in respect of their shareholding. Members holding shares in dematerialised form can lodge their nomination with their Depository Participant ("DP")

6. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participant. Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and RTA to provide efficient and better services.

7. SEBI has mandated the submission of copy of Permanent Account Number (PAN) card by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the copy of PAN card to their DPs

8. Members are requested to register their E-mail address with the Company/Registrar & Transfer Agents so as to receive the Annual Report and other communication electronically.

9. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

10. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013 ("Act").

11. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in this Notice can be obtained for inspection by writing to the Company at cs@supremesteels.com till the date of the AGM.

12. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with Annual Report 2025–26 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Depository Participants. Members may note that the Notice and Annual Report 2025–26 will also be available on the Company's website at https://supremesteels.com/ websites of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com respectively.

13. The Company will also be publishing an advertisement in newspaper containing the details about the AGM i.e. the conduct of AGM through VC/OAVM, date and time of AGM, availability of notice of AGM at the Company's website, manner of registering the email IDs of those shareholders who have not registered their email addresses with the Company/RTA and other matters as may be required.

14. Members 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@supremesteels.com. The same will be replied by the Company suitably.

15. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Regulations 2015 (as amended), and 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. The facility of casting votes by a member using remote e-voting system as well as voting on the day of the AGM will be provided by Bigshare i-vote on e-voting system.

16. The remote e-voting period begins on Monday, 28 September, 2026, 09.00 A.M. and ends on Wednesday 30 September, 2026, 05.00 P.M. The remote e-voting module shall be disabled by M/s. Bigshare Services Private Limited 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. Friday, 25 September, 2026, 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.

17. The Members can join the AGM 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 AGM 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 AGM without restriction on account of first come first served basis.

18. Scrutinizer's Report:

a) The Company has appointed Mr. Rinkesh Gala (ACS 42486 and COP No.20128) Partner at RA Gala & Associates, Practicing Company Secretaries (FRN: P2019MH075400), to act as the Scrutinizer, to scrutinise the e-voting process in a fair and transparent manner.

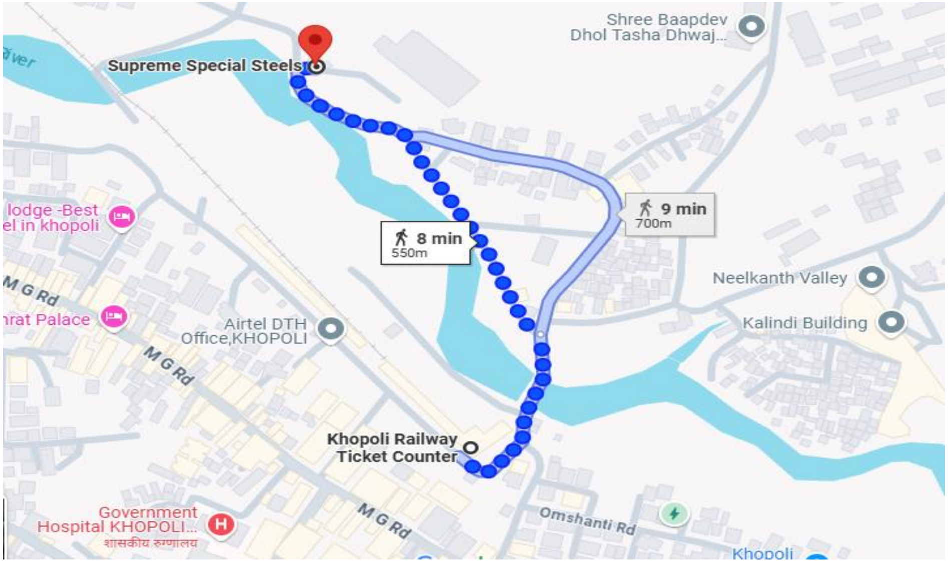
b) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting (votes cast during the AGM and votes cast through remote e-Voting) and issue, not later than two working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

c) The result declared along with the Scrutinizer's Report shall be placed on the Company's website at https://supremesteels.com/ and on the website of RTA www.bigshareonline.com. The Company shall simultaneously forward the results to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

Formerly Known as Supreme Heatreaters Pvt. Ltd.

CIN NO. L99999MH1987PLC043205

ROUTE MAP TO THE AGM VENUE
Supreme Special Steels, Village Vihari, Opp. Khopoli Railway station,
Khopoli - 410 203. Mahrashtra, India.



THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

i. The voting period begins on Monday, 28 September, 2026, 09.00 A.M and ends on Wednesday 30 September, 2026, 05.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, 25 September, 2026, may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

1. Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL**	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 URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 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 **BIGSHARE** the e-Voting service provider and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. **BIGSHARE**, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & 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. Click on **BIGSHARE** and you will be re-directed to **i-Vote**

	website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 e-Voting service provider name **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) 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. 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 e-Voting service provider name **BIGSHARE** and you will be redirected to **i-Vote** website for casting your vote during the remote e-Voting period. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page with all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to **i-vote (E-voting website)** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Participants	

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. CDSL and NSDL

Login type	**Helpdesk details**
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 or contact at toll free No. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022- 48867000.

2. **Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**LOGIN**" button under the '**INVESTOR LOGIN**' section to Login on E-Voting Platform.
- Please enter you '**USER ID'** (User id description is given below) and '**PASSWORD'** which is shared separately on you register email id.
  - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
  - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
  - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

Note *If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

  NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password**?
- Enter "**User ID"** and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.
  (In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

<u>Voting method for shareholders on i-Vote E-voting portal:</u>

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on **"VOTE NOW"** option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

3. <u>Custodian registration process for i-Vote E-Voting Website:</u>

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with **"User id and password will be sent via email on your registered email id"**.
  NOTE: If Custodian have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password**?

- Enter “**User ID”** and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**.
  (In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
  - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
  - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.
    Note: The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)
  - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	**Helpdesk details**
Shareholder‘s other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 022-62638338

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (‘'the Act’)

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 given hereunder sets out all material facts relating to the business mentioned at the said Items of the accompanying Notice:

Item No. 3: Rescission and Withdrawal of Earlier Special Resolution Relating to Increase In Authorised Share Capital of the Company

The Members of the Company had, at the Annual General Meeting held on September 28, 2024, passed a ordinary resolution for increasing the Authorised Share Capital of the Company from Rs. 25,10,00,000/- (Rupees Twenty-Five Crore Ten Lakh Only) divided into 25,10,00,000 (Twenty-Five Crore Ten Lakh) Equity Shares of Rs. 1/- each, to Rs. 51,50,00,000/- (Rupees Fifty-One Crore Fifty Lakh Only), divided into 51,50,00,000 (Fifty-One Crore Fifty Lakh) Equity Shares of Rs. 1/- each.

The aforesaid increase in the Authorised Share Capital was proposed in September 2024 in connection with the proposed fund raising by way of preferential issue of securities contemplated by the Company at that time. However, the proposed fund raising could not be completed in September 2024 and, accordingly, the enhanced Authorised Share Capital was not utilised for the intended purpose.

In view of the above, it is now proposed to rescind, cancel and withdraw the Ordinary Resolution passed by the Members at the Annual General Meeting held on September 28, 2024, with immediate effect.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the resolution at Item No. 3 of this AGM Notice.

The Board recommends special resolution set out at Item No. 3 of this AGM Notice for the approval of the Members.

Item No. 4: Increase in Authorised Share Capital and Consequent Alteration to the Capital Clause of the Memorandum of Association:

Presently, the Authorised Share Capital of the Company is Rs. 25,10,00,000/- ((Rupees Twenty-five crore ten lakh Only) divided into 25,10,00,000 (Twenty-Five Crore Ten Lakh) Equity Shares of Rs. 1 /- each (Rupees One). Considering the size and the business operations and in order to facilitate the further capital issuances, the Board at its Meeting held on Tuesday, September 01, 2026, had recommended to increase the Authorised Share Capital from Rs. 25,10,00,000/- (Rupees Twenty-five Crore Ten Lakh Only) divided into 25,10,00,000 (Twenty-Five Crore Ten Lakh) Equity Shares of Rs. 1/- each (Rupees One) to Rs. 67,69,70,000/- (Rupees Sixty-Seven Crore Sixty-Nine Lakh Seventy Thousand Only) divided into 67,69,70,000/- (Sixty-Seven Crore Sixty-Nine Lakh Seventy Thousand) Equity Shares of Rs. 1/- each (Rupees one) by creation of additional 42,59,70,000 (Forty-Two Crore Fifty-Nine Lakh Seventy Thousand) Equity shares of Rs.1/- each (Rupees One). The increase in the Authorised Share Capital and consequential alteration to Clause V of the Memorandum of Association of the Company requires members’ approval in terms of Sections 13 and 61 of the Companies Act, 2013.

A draft copy of the modified Memorandum of Association is available for inspection by the Members of the Company electronically during the normal business hours on any working day of the Company, up to the last date of e-voting.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the resolution at Item No. 4 of this AGM Notice.

The Board recommends an ordinary resolution set out at Item No. 4 of this AGM Notice for the approval of the Members.

Item No. 5: Approve, offer, issue and allotment of equity shares on a preferential basis:

The Board of Directors of the Company ("**the Board**") at their meeting held on Tuesday September 01, 2026 , approved issue of upto 28,09,70,000 (Twenty-Eight Crore Nine Lakh Seventy Thousand) fully paid-up Equity Shares at a issue price of Rs 2.60/- (Rupees Two and Sixty paise only) (including a premium of Rs 1.60 /- each) per Equity Share which is not less than the floor price determined in accordance with Chapter V of the SEBI ICDR Regulations, aggregating up to Rs.73,05,22,000 /- (Rupees Seventy-Three Crore Five Lakh Twenty-Two Thousand Only) to the persons as listed in the point no 2 below ("Proposed Allottees").

Accordingly, the approval of the members of the Company is being sought, by way of a special resolution, to create, offer, issue and allot, Equity Shares by way of preferential allotment to the Proposed Allottees.

The Equity Shares issued pursuant to the abovementioned resolutions shall be subject to lock-in and transferability in accordance with Regulations 167 and 168 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

The Equity Shares allotted shall rank pari passu inter- se and with the then existing equity shares of the Company in all respects, including in relation to dividend and voting rights.

The disclosures prescribed under the Companies Act, 2013 and Regulation 163 of the SEBI ICDR Regulations, as may be applicable, in respect of the Resolution proposed at Item No. 5 is as follows:

1. **<u>Objects of the Preferential issue:</u>**

The Company intends to utilize the proceeds raised through the Preferential Issue ("Issue Proceeds") towards the following objects:

Sr. No.	Proposed Utilisation of Funds	Amount in Rs. (Crores)	Purpose / Details
1	Settlement of Bank Dues under One-Time Settlement (OTS)	Upto 34 crore	The Company proposes to use approximately Upto Rs 34 Crore from the issue proceeds for payment and settlement of its outstanding bank dues under the One-Time Settlement ("OTS") arrangement

2	Repayment of Unsecured Loans	Upto 6 crore	Up to Rs 6 Crore will be used for repayment of the unsecured loans of the Company, either fully or partly, as may be outstanding.
3	Working Capital Requirements	Balance Amount	The balance amount will be used to meet the working capital requirements of the Company, including payments to suppliers and creditors, purchase of materials, employee expenses and other day-to-day business expenses.
4	General Corporate Purposes	Balance Amount	Any remaining amount may be used for general corporate purposes, including meeting the Company's routine business, administrative and operational requirements, subject to applicable laws and regulations. The amount to be utilized towards general corporate purposes does not exceed 25% of the total amount mentioned in the table above.

The amount specified for the aforementioned Objects may deviate +/- 10% (ten percent) depending upon the future circumstances, given that the Objects are based on management estimates and other commercial and technical factors.

2. Type and number of securities to be issued:(Proposed Allottee(s))

Sr. No.	Name of Proposed Allottees	Category	Upto No. of Equity Shares To be allotted	Proposed Investment amount Rs (2.60 /- per share)
1	Sanjay Chowdhri	Promoter	5,50,00,000	14,30,00,000
2	Abhinav Chowdhri	Promoter	50,00,000	1,30,00,000
3	Pranav Chowdhri	Promoter	50,00,000	1,30,00,000
4	Lalita Chowdhri	Promoter	50,00,000	1,30,00,000
5	Kunjana Dedhia	Non Promoter	2,25,00,000	5,85,00,000
6	Mahendra Kumar Kawad And Alka Kawad (Belong To Reliable Solution - Partnership Firm)	Non Promoter	2,00,00,000	5,20,00,000
7	Anil V. Dedhia	Non Promoter	1,25,00,000	3,25,00,000
8	Scm India Pvt Ltd	Non Promoter	1,00,00,000	2,60,00,000
9	Sanjay Thakur And Niranjan Jadhav (Belong To Kusum Infrastructure - Partnership Firm)	Non Promoter	1,00,00,000	2,60,00,000
10	Aisha Infra LLP	Non Promoter	80,00,000	2,08,00,000
11	Kushal Jayesh Khandwala	Non Promoter	80,00,000	2,08,00,000
12	Niket Nilesh Shah And Harsh Kiran Nisar (Belong To Ansh Partners - Partnership Firm)	Non Promoter	55,00,000	1,43,00,000

13	Saurin Chowdhary	Non Promoter	50,00,000	1,30,00,000
14	Kinjal Gandhi	Non Promoter	50,00,000	1,30,00,000
15	Bindu Gandhi	Non Promoter	50,00,000	1,30,00,000
16	Rushan Nihir Shah	Non Promoter	50,00,000	1,30,00,000
17	Sudhir Bheda	Non Promoter	50,00,000	1,30,00,000
18	Shyam Goenka	Non Promoter	50,00,000	1,30,00,000
19	Kamlaben Harilal Chowdhary	Non Promoter	50,00,000	1,30,00,000
20	Amritkaal Ventures LLP	Non Promoter	40,00,000	1,04,00,000
21	Dhananjay Tikariha	Non Promoter	40,00,000	1,04,00,000
22	Ghanshyam Parekh	Non Promoter	33,00,000	85,80,000
23	Manoram Agencies Dealers Private Limited	Non Promoter	25,00,000	65,00,000
24	Mamta Chheda	Non Promoter	25,00,000	65,00,000
25	Mayur Sejpal	Non Promoter	25,00,000	65,00,000
26	Sanyog Finlease Private Limited	Non Promoter	20,00,000	52,00,000
27	Samyak Jain	Non Promoter	20,00,000	52,00,000
28	Deepshikha Jain	Non Promoter	20,00,000	52,00,000
29	Hansa Jain	Non Promoter	20,00,000	52,00,000
30	Ashok Jain HUF	Non Promoter	20,00,000	52,00,000
31	Jain Marketing Pvt Ltd	Non Promoter	20,00,000	52,00,000
32	Nakul Ashok Jain	Non Promoter	20,00,000	52,00,000
33	Priyanka Nakul Jain	Non Promoter	20,00,000	52,00,000
34	Ramila Rasiklal Gala	Non Promoter	20,00,000	52,00,000
35	Sudhir Jobanputra	Non Promoter	20,00,000	52,00,000
36	Vishal Sejpal	Non Promoter	20,00,000	52,00,000
37	Mamta Girish Chheda And Girish Jethalal Chheda (Belong To Daytona Holdings - Partnership Firm)	Non Promoter	20,00,000	52,00,000
38	Anil Kumar Purohit	Non Promoter	20,00,000	52,00,000
39	Jasmine P. Gala	Non Promoter	17,00,000	44,20,000
40	Hemlata R Karani	Non Promoter	16,00,000	41,60,000
41	Multipack Tapes Private Limited	Non Promoter	15,00,000	39,00,000
42	Sushant Jain HUF	Non Promoter	15,00,000	39,00,000
43	Samyak Jain HUF	Non Promoter	15,00,000	39,00,000
44	Sagar A. Chheda	Non Promoter	15,00,000	39,00,000
45	Dharmesh Shah	Non Promoter	15,00,000	39,00,000
46	Rpsv Ventures Pvt Ltd	Non Promoter	15,00,000	39,00,000
47	Sunil Vasandani	Non Promoter	15,00,000	39,00,000
48	Vidhya Sagar Loya	Non Promoter	12,50,000	32,50,000
49	Scomla Jain	Non Promoter	10,00,000	26,00,000
50	Sandeep Jain & Sons HUF	Non Promoter	10,00,000	26,00,000

51	Saloni Agarwal	Non Promoter	10,00,000	26,00,000
52	Sanjay Pandit Dhavalikar	Non Promoter	10,00,000	26,00,000
53	Shilpa A. Chheda	Non Promoter	10,00,000	26,00,000
54	Chetan G. Vora	Non Promoter	10,00,000	26,00,000
55	Ankur Sablok And Deepak Setia And Luv Khanna (Belong To Pine Capital - Partnership Firm)	Non Promoter	10,00,000	26,00,000
56	Priyanka Himanshu Jain And Shipra Abhishek Bhutra (Belong To Ruchas Ventures - Partnership Firm)	Non Promoter	10,00,000	26,00,000
57	Ketan Shah	Non Promoter	10,00,000	26,00,000
58	Paramjeet Singh Makani	Non Promoter	10,00,000	26,00,000
59	Rajesh Palviya	Non Promoter	10,00,000	26,00,000
60	Vibha Dinesh Sancheti	Non Promoter	10,00,000	26,00,000
61	Laxmi Nikhil Poojari	Non Promoter	8,00,000	20,80,000
62	Nirav Shah	Non Promoter	8,00,000	20,80,000
63	Aakash Omprakash Batra	Non Promoter	6,20,000	16,12,000
64	Rajesh Javanmaliji Jain	Non Promoter	6,00,000	15,60,000
65	Ashok Kumar Jain	Non Promoter	6,00,000	15,60,000
66	Pramila Jain	Non Promoter	6,00,000	15,60,000
67	Varadharajan Venkitasubramanian	Non Promoter	6,00,000	15,60,000
68	Amit Kumar Jain	Non Promoter	6,00,000	15,60,000
69	Vishu Jain	Non Promoter	6,00,000	15,60,000
70	Sanjay Bhabootmal Jain HUF	Non Promoter	6,00,000	15,60,000
71	Ajay Nahata	Non Promoter	6,00,000	15,60,000
72	Jagdish Rai Bahl	Non Promoter	6,00,000	15,60,000
Total			**28,09,70,000**	**73,05,22,000**

3. <u>Amount which the Company intends to raise:</u>

The company intends to raise upto Rs. 73,05,22,000 /- (Rupees Seventy-Three Crore Five Lakh Twenty-Two Thousand Only)

4. <u>Name and address of Valuer who performed valuation:</u>

Bhavesh M Rathod, Registered Valuer bearing IBBI Reg No. IBBI/RV/06/2019/10708) having office at 515, 5th Floor, Dimple Arcade, Behind Sai Dham Temple, Thakur Complex, Kandivali East, Mumbai, Maharashtra – 400101.

Further, the Valuation report is available at the website: https://supremesteels.com/preferential-issue/#flipbook-df_6865/1/

5. Issue Price:

The Company proposes to offer, issue and allot up to 28,09,70,000 (Twenty-eight Crore Nine Lakh Seventy Thousand) fully paid-up Equity Shares at an issue price of Rs 2.60 /- (Rupees Two and Sixty paise only) (including a premium of Rs 1.60 /- each) which is not less than the floor price determined in accordance with Chapter V of SEBI ICDR Regulation.

6. Relevant Date:

In terms of the provisions of Chapter V of the SEBI (ICDR) Regulations relevant date for determining the floor price for the Preferential Allotment of the Equity shares is Tuesday, September 01, 2026, being the date 30 days prior to the date of this Annual General Meeting i.e., Thursday, October 01, 2026.

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

The Equity Shares are listed on NSE are frequently traded. For computation of the price per Equity Share, NSE, being the stock exchange with higher trading volumes for the preceding 90 trading days prior to Relevant Date, has been considered. The price per Equity Share has been arrived at in accordance with the pricing guidelines prescribed under Chapter V of the SEBI ICDR Regulations, which shall be higher of:

a. The 90 trading days volume weighted average price: Rs 1.77 /- per equity share;
b. The 10 trading days volume weighted average prices: Rs 2.60/- per equity share;
c.. Floor price determined in accordance with the provisions of the articles of association of the Company. However, the articles of association of the Company does not provide for any method of determination for valuation of shares which results in floor price higher than determined price pursuant to SEBI ICDR Regulations.

The price of Rs 2.60/- per Equity Share is not less than the floor price determined above in accordance with Chapter V of SEBI ICDR Regulations.

8. Practicing Company Secretary's Certificate:

The certificate issued by Mr. Hemanshu Upadhyay , Partner at HRU & Associates, Practicing Company Secretaries (ACS No.46800 | C.P. No.20259)), having its office at Office F-15, Sai Krupa Mall, Opp Dahisar Railway Station (west),Mumbai -400067. , certifying that the proposed Preferential Allotment is being made in accordance with the requirements of the SEBI ICDR Regulations, has been obtained by the Company and shall be available for inspection by the Members at the AGM.

The said certificate is also available on the website of the Company at https://supremesteels.com/preferential-issue/#flipbook-df_6868/1/

9. **Class or Classes of persons to whom the allotment is proposed to be made:**

The Equity Shares shall be issued and allotted to the investors as per Proposed Allottee(s) listed out in as under:

		Pre-Preferential Holding			*$Post-Preferential Holding	
Sr.No	**Name of Investor**	**No. of Shares**	**% of Holding**	**Proposed No. Of shares**	**No. of Shares**	**% of Holding**
1	Sanjay Chowdhri	5,65,93,000	23	5,50,00,000	11,15,93,000	16.51
2	Abhinav Chowdhri	75,00,000	3	50,00,000	1,25,00,000	1.85
3	Pranav Chowdhri	68,00,000	3	50,00,000	1,18,00,000	1.75
4	Lalita Chowdhri	1,71,20,000	7	50,00,000	2,21,20,000	3.27
5	Rajesh Javanmaliji Jain	0	0	6,00,000	6,00,000	0.09
6	Ashok Kumar Jain	0	0	6,00,000	6,00,000	0.09
7	Pramila Jain	0	0	6,00,000	6,00,000	0.09
8	Varadharajan Venkitasubramanian	0	0	6,00,000	6,00,000	0.09
9	Amit Kumar Jain	0	0	6,00,000	6,00,000	0.09
10	Vishu Jain	0	0	6,00,000	6,00,000	0.09
11	Sanjay Bhabootmal Jain Huf	0	0	6,00,000	6,00,000	0.09
12	Ajay Nahata	0	0	6,00,000	6,00,000	0.09
13	Jagdish Rai Bahl	0	0	6,00,000	6,00,000	0.09
14	Aakash Omprakash Batra	0	0	6,20,000	6,20,000	0.09
15	Laxmi Nikhil Poojari	0	0	8,00,000	8,00,000	0.12
16	Nirav Shah	6,25,000	0.25	8,00,000	14,25,000	0.21
17	Scomla Jain	0	0	10,00,000	10,00,000	0.15
18	Sandeep Jain & Sons Huf	0	0	10,00,000	10,00,000	0.15

19	Saloni Agarwal	0	0	10,00,000	10,00,000	0.15
20	Sanjay Pandit Dhavalikar	0	0	10,00,000	10,00,000	0.15
21	Shilpa A. Chheda	0	0	10,00,000	10,00,000	0.15
22	Chetan G. Vora	0	0	10,00,000	10,00,000	0.15
23	Ankur Sablok And Deepak Setia And Luv Khanna (Belong To Pine Capital - Partnership Firm)	0	0	10,00,000	10,00,000	0.15
24	Priyanka Himanshu Jain And Shipra Abhishek Bhutra (Belong To Ruchas Ventures - Partnership Firm)	0	0	10,00,000	10,00,000	0.15
25	Ketan Shah	30,958	0.01	10,00,000	10,30,958	0.15
26	Paramjeet Singh Makani	0	0	10,00,000	10,00,000	0.15
27	Rajesh Palviya	0	0	10,00,000	10,00,000	0.15
28	Vibha Dinesh Sancheti	0	0	10,00,000	10,00,000	0.15
29	Vidhya Sagar Loya	0	0	12,50,000	12,50,000	0.18
30	Multipack Tapes Private Limited	0	0	15,00,000	15,00,000	0.22
31	Sushant Jain Huf	0	0	15,00,000	15,00,000	0.22
32	Samyak Jain Huf	0	0	15,00,000	15,00,000	0.22
33	Sagar A. Chheda	0	0	15,00,000	15,00,000	0.22
34	Dharmesh Shah	0	0	15,00,000	15,00,000	0.22
35	Rpsv Ventures Pvt Ltd	0	0	15,00,000	15,00,000	0.22
36	Sunil Vasandani	0	0	15,00,000	15,00,000	0.22
37	Hemlata R Karani	0	0	16,00,000	16,00,000	0.24
38	Jasmine P. Gala	0	0	17,00,000	17,00,000	0.25
39	Sanyog Finlease Private Limited	0	0	20,00,000	20,00,000	0.30
40	Samyak Jain	0	0	20,00,000	20,00,000	0.30
41	Deepshikha Jain	0	0	20,00,000	20,00,000	0.30
42	Hansa Jain	0	0			0.30

				20,00,000	20,00,000	
43	Ashok Jain Huf	0	0	20,00,000	20,00,000	0.30
44	Jain Marketing Pvt Ltd	0	0	20,00,000	20,00,000	0.30
45	Nakul Ashok Jain	0	0	20,00,000	20,00,000	0.30
46	Priyanka Nakul Jain	0	0	20,00,000	20,00,000	0.30
47	Ramila Rasiklal Gala	0	0	20,00,000	20,00,000	0.30
48	Sudhir Jobanputra	0	0	20,00,000	20,00,000	0.30
49	Vishal Sejpal	0	0	20,00,000	20,00,000	0.30
50	Mamta Girish Chheda And Girish Jethalal Chheda (Belong To Daytona Holdings - Partnership Firm)	0	0	20,00,000	20,00,000	0.30
51	Anil Kumar Purohit	0	0	20,00,000	20,00,000	0.30
52	Manoram Agencies Dealers Private Limited	0	0	25,00,000	25,00,000	0.37
53	Mamta Chheda	0	0	25,00,000	25,00,000	0.37
54	Mayur Sejpal	21,270	0.01	25,00,000	25,21,270	0.37
55	Ghanshyam Parekh	0	0	33,00,000	33,00,000	0.49
56	Amritkaal Ventures LLP	0	0	40,00,000	40,00,000	0.59
57	Dhananjay Tikariha	0	0	40,00,000	40,00,000	0.59
58	Saurin Chowdhary	0	0	50,00,000	50,00,000	0.74
59	Kinjal Gandhi	0	0	50,00,000	50,00,000	0.74
60	Bindu Gandhi	0	0	50,00,000	50,00,000	0.74
61	Rushan Nihir Shah	0	0	50,00,000	50,00,000	0.74
62	Sudhir Bheda	0	0	50,00,000	50,00,000	0.74
63	Shyam Goenka	0	0	50,00,000	50,00,000	0.74
64	Kamlaben Harilal Chowdhary	0	0	50,00,000	50,00,000	0.74

65	Niket Nilesh Shah And Harsh Kiran Nisar (Belong To Ansh Partners - Partnership Firm)	0	0	55,00,000	55,00,000	0.81
66	Aisha Infra LLP	0	0	80,00,000	80,00,000	1.18
67	Kushal Jayesh Khandwala	0	0	80,00,000	80,00,000	1.18
68	Scm India Pvt Ltd	0	0	1,00,00,000	1,00,00,000	1.48
69	Sanjay Thakur And Niranjan Jadhav (Belong To Kusum Infrastructure - Partnership Firm)	0	0	1,00,00,000	1,00,00,000	1.48
70	Anil V. Dedhia	1,00,00,000	4.00	1,25,00,000	3,25,00,000	4.81
71	Mahendra Kumar Kawad And Alka Kawad (Belong To Reliable Solution - Partnership Firm)	9,36,056	1.80	2,00,00,000	2,09,36,056	3.10
72	Kunjana Dedhia	0	0	2,25,00,000	2,25,00,000	3.33

** Assuming completion of the preferential allotment to Proposed Allottees (as set out in Resolution No.5 and 6)*
$ The post preferential percentage of shareholding has been calculated assuming that all the Warrants allotted will be converted into equity shares.

Note: The above shareholding pattern has been prepared on the basis of shareholding as on August 28, 2026.

10. <u>Proposed time frame within which the preferential issue shall be completed:</u>

Pursuant to the requirements of the SEBI ICDR Regulations, the Company shall complete the allotment of Equity Shares to the Proposed Allottees on or before the expiry of 15 (fifteen) days from the date of passing of the Special Resolution by the members of the Company. In case the allotment is pending on account of any approval from the regulatory authority(ies), the allotment shall be completed within 15 days from the date of receipt of such approval(s).

11. <u>Proposal / Intent of the promoters, directors, or key management personnel or senior management of the Company to subscribe to the offer:</u>

None of the Promoters, Directors or Key Managerial Personnel or their relatives intend to subscribe to any Equity Shares pursuant to the Preferential Issue, other than, Mr. Sanjay Chowdhri, Promoter and Mrs. Lalitha Sanjay Chowdhri, Mr. Abhinav Chowdhary, Mr. Pranav Chowdhri relative of Key Managerial Personnel.

12. **Identity of the natural persons who are ultimate beneficial owners of the shares proposed to be allotted and/ or who ultimately control the proposed allottees:**

Sr. No.	Name of Proposed Allottees	Category	Ultimate Beneficial Owner of the Proposed Allottee
1	Sanjay Chowdhri	Promoter	NA
2	Abhinav Chowdhri	Promoter	NA
3	Pranav Chowdhri	Promoter	NA
4	Lalita Chowdhri	Promoter	NA
5	Kunjana Dedhia	Non Promoter	NA
6	Mahendra Kumar Kawad And Alka Kawad (Belong To Reliable Solution - Partnership Firm)	Non Promoter	1. Mahendra Kumar 2. Kawad Alka Kawad
7	Anil V. Dedhia	Non Promoter	NA
8	Scm India Pvt Ltd	Non Promoter	Bhavesh Nandani
9	Sanjay Thakur And Niranjan Jadhav (Belong To Kusum Infrastructure - Partnership Firm)	Non Promoter	1. Sanjay Thakur 2. Niranjan Jadhav
10	Aisha Infra LLP	Non Promoter	Kawaldeep Jasbir Singh Kholi
11	Kushal Jayesh Khandwala	Non Promoter	NA
12	Niket Nilesh Shah And Harsh Kiran Nisar (Belong To Ansh Partners - Partnership Firm)	Non Promoter	1. Niket Nilesh Shah 2. Harsh Kiran Nisar
13	Saurin Chowdhary	Non Promoter	NA
14	Kinjal Gandhi	Non Promoter	NA
15	Bindu Gandhi	Non Promoter	NA
16	Rushan Nihir Shah	Non Promoter	NA
17	Sudhir Bheda	Non Promoter	NA
18	Shyam Goenka	Non Promoter	NA
19	Kamlaben Harilal Chowdhary	Non Promoter	NA
20	Amritkaal Ventures LLP	Non Promoter	Mridul Shah
21	Dhananjay Tikariha	Non Promoter	NA
22	Ghanshyam Parekh	Non Promoter	NA
23	Manoram Agencies Dealers Private Limited	Non Promoter	1. Sandeep Jain 2.Sushant Jain 3.Deepshika Jain 4.Samyak Jain
24	Mamta Chheda	Non Promoter	NA
25	Mayur Sejpal	Non Promoter	NA
26	Sanyog Finlease Private Limited	Non Promoter	1.Deepshikha Jain 2.Samyak Jain

			3.Sushant Jain
27	Samyak Jain	Non Promoter	NA
28	Deepshikha Jain	Non Promoter	NA
29	Hansa Jain	Non Promoter	NA
30	Ashok Jain HUF	Non Promoter	Ashok Jain
31	Jain Marketing Pvt Ltd	Non Promoter	1.Nakul Jain 2.Ashok kumar
32	Nakul Ashok Jain	Non Promoter	NA
33	Priyanka Nakul Jain	Non Promoter	NA
34	Ramila Rasiklal Gala	Non Promoter	NA
35	Sudhir Jobanputra	Non Promoter	NA
36	Vishal Sejpal	Non Promoter	NA
37	Mamta Girish Chheda And Girish Jethalal Chheda (Belong To Daytona Holdings - Partnership Firm)	Non Promoter	1.Mamta Girish Chheda 2. Girish Jethalal Chheda
38	Anil Kumar Purohit	Non Promoter	NA
39	Jasmine P. Gala	Non Promoter	NA
40	Hemlata R Karani	Non Promoter	NA
41	Multipack Tapes Private Limited	Non Promoter	1.Sandeep Jain 2. Sushant Jain
42	Sushant Jain HUF	Non Promoter	Sushant Jain
43	Samyak Jain HUF	Non Promoter	Samyak Jain
44	Sagar A. Chheda	Non Promoter	NA
45	Dharmesh Shah	Non Promoter	NA
46	Rpsv Ventures Pvt Ltd	Non Promoter	1.Snehl Palviya 2.Palviya Priti
47	Sunil Vasandani	Non Promoter	NA
48	Vidhya Sagar Loya	Non Promoter	NA
49	Scomla Jain	Non Promoter	NA
50	Sandeep Jain & Sons HUF	Non Promoter	Sandeep Jain
51	Saloni Agarwal	Non Promoter	NA
52	Sanjay Pandit Dhavalikar	Non Promoter	NA
53	Shilpa A. Chheda	Non Promoter	NA
54	Chetan G. Vora	Non Promoter	NA
55	Ankur Sablok And Deepak Setia And Luv Khanna (Belong To Pine Capital - Partnership Firm)	Non Promoter	1. Ankur Sablok 2. Deepak Setia 3. Luv Khanna
56	Priyanka Himanshu Jain And Shipra Abhishek Bhutra (Belong To Ruchas Ventures - Partnership Firm)	Non Promoter	1.Priyanka Himanshu Jain 2. Shipra Abhishek Bhutra
57	Ketan Shah	Non Promoter	NA

58	Paramjeet Singh Makani	Non Promoter	NA
59	Rajesh Palviya	Non Promoter	NA
60	Vibha Dinesh Sancheti	Non Promoter	NA
61	Laxmi Nikhil Poojari	Non Promoter	NA
62	Nirav Shah	Non Promoter	NA
63	Aakash Omprakash Batra	Non Promoter	NA
64	Rajesh Javanmaliji Jain	Non Promoter	NA
65	Ashok Kumar Jain	Non Promoter	NA
66	Pramila Jain	Non Promoter	NA
67	Varadharajan Venkitasubramanian	Non Promoter	NA
68	Amit Kumar Jain	Non Promoter	NA
69	Vishu Jain	Non Promoter	NA
70	Sanjay Bhabootmal Jain HUF	Non Promoter	Sanjay Bhabootmal Jain
71	Ajay Nahata	Non Promoter	NA
72	Jagdish Rai Bahl	Non Promoter	NA

13. Change in control:

There will be no change in control / management of the Company consequent to the Preferential Issue. The promoter of the Company prior to the completion of the Preferential Issue and will continue to remain Promoter of the Company post the completion of the Preferential Issue.

Furthermore, the proposed Preferential Issue does not trigger any obligation to make an open offer under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**SEBI SAST Regulations**").

There will be no change in control of the Company pursuant to the issuance of the Equity Shares to the Proposed Allottees pursuant to the Preferential Issue.

14. Shareholding Pattern of the Company before and after the Preferential Issue:

The pre-issue and post-issue shareholding pattern (considering full allotment) is provided as below:

Sr. No.	**Category**	**Pre-issue**		**Proposed**	***$Post Issue**	
		No of shares held	**% of share holding**		**No of shares held**	**% of share holding**
A	Promoter					
1	Indian					
	Individual	10,31,56,510	41.27	17,00,00,000	27,31,56,510	40.41
	Bodies corporate					

	Sub-total	10,31,56,510	41.27	17,00,00,000	27,31,56,510	40.41
2	Foreign promoters					
	Sub-total (A)	10,31,56,510	41.27	17,00,00,000	27,31,56,510	40.41
B	Non-promoters' holding					
1	Institutional investors					
2	Non-institution					
	Private corporate bodies					
	Body Corporate Company	75,37,776	3.02	6,70,00,000	7,45,37,776	11.03
	Indian public					0.00
	Public	12,98,04,824	51.93	18,23,70,000	31,21,74,824	46.19
	others					0.00
	a. NRI	18,74,474	0.75	-	18,74,474	0.28
	b. Clearing Member	18,75,011	0.75	-	18,75,011	0.28
	c. HUF	57,01,305	2.28	66,00,000	1,23,01,305	1.82
	d. Trust	100	0.00	0.00	100	0.00
	Sub-total (B)	14,67,93,490	58.73	25,59,70,000	40,27,63,490	59.59
	Grand Total	24,99,50,000	100.00	42,59,70,000	67,59,20,000	100.00

** Assuming completion of the preferential allotment to Proposed Allottees (as set out in Resolution No.5 and 6)*
$ The post preferential percentage of shareholding has been calculated assuming that all the Warrants allotted will be converted into equity shares.

Note: The above shareholding pattern has been prepared on the basis of shareholding as on August 28, 2026

15. Lock-in Period:

The Equity Shares proposed to be allotted pursuant to the Preferential Issue and, where applicable, the pre-preferential allotment shareholding of the Proposed Allottees shall be subject to lock-in as per the requirement of Chapter V of SEBI ICDR Regulations.

16. Current and Proposed Status of the Allottees:

The proposed allottees as listed about below and such status shall remain the same post the Preferential Issue.

Sr. No.	Name of Proposed Allottees	Category
1	Sanjay Chowdhri	Promoter
2	Abhinav Chowdhri	Promoter

3	Pranav Chowdhri	Promoter
4	Lalita Chowdhri	Promoter
5	Kunjana . Dedhia	Non Promoter
6	Mahendra Kumar Kawad And Alka Kawad (Belong To Reliable Solution - Partnership Firm)	Non Promoter
7	Anil V. Dedhia	Non Promoter
8	Scm India Pvt Ltd	Non Promoter
9	Sanjay Thakur And Niranjan Jadhav (Belong To Kusum Infrastructure - Partnership Firm)	Non Promoter
10	Aisha Infra LLP	Non Promoter
11	Kushal Jayesh Khandwala	Non Promoter
12	Niket Nilesh Shah And Harsh Kiran Nisar (Belong To Ansh Partners - Partnership Firm)	Non Promoter
13	Saurin Chowdhary	Non Promoter
14	Kinjal Gandhi	Non Promoter
15	Bindu Gandhi	Non Promoter
16	Rushan Nihir Shah	Non Promoter
17	Sudhir Bheda	Non Promoter
18	Shyam Goenka	Non Promoter
19	Kamlaben Harilal Chowdhary	Non Promoter
20	Amritkaal Ventures LLP	Non Promoter
21	Dhananjay Tikariha	Non Promoter
22	Ghanshyam Parekh	Non Promoter
23	Manoram Agencies Dealers Private Limited	Non Promoter
24	Mamta Chheda	Non Promoter
25	Mayur Sejpal	Non Promoter
26	Sanyog Finlease Private Limited	Non Promoter
27	Samyak Jain	Non Promoter
28	Deepshikha Jain	Non Promoter
29	Hansa Jain	Non Promoter
30	Ashok Jain HUF	Non Promoter
31	Jain Marketing Pvt Ltd	Non Promoter
32	Nakul Ashok Jain	Non Promoter
33	Priyanka Nakul Jain	Non Promoter
34	Ramila Rasiklal Gala	Non Promoter
35	Sudhir Jobanputra	Non Promoter
36	Vishal Sejpal	Non Promoter
37	Mamta Girish Chheda And Girish Jethalal Chheda (Belong To Daytona Holdings - Partnership Firm)	Non Promoter
38	Anil Kumar Purohit	Non Promoter
39	Jasmine P. Gala	Non Promoter
40	Hemlata R Karani	Non Promoter
41	Multipack Tapes Private Limited	Non Promoter
42	Sushant Jain HUF	Non Promoter

43	Samyak Jain HUF	Non Promoter
44	Sagar A. Chheda	Non Promoter
45	Dharmesh Shah	Non Promoter
46	Rpsv Ventures Pvt Ltd	Non Promoter
47	Sunil Vasandani	Non Promoter
48	Vidhya Sagar Loya	Non Promoter
49	Scomla Jain	Non Promoter
50	Sandeep Jain & Sons HUF	Non Promoter
51	Saloni Agarwal	Non Promoter
52	Sanjay Pandit Dhavalikar	Non Promoter
53	Shilpa A. Chheda	Non Promoter
54	Chetan G. Vora	Non Promoter
55	Ankur Sablok And Deepak Setia And Luv Khanna (Belong To Pine Capital - Partnership Firm)	Non Promoter
56	Priyanka Himanshu Jain And Shipra Abhishek Bhutra (Belong To Ruchas Ventures - Partnership Firm)	Non Promoter
57	Ketan Shah	Non Promoter
58	Paramjeet Singh Makani	Non Promoter
59	Rajesh Palviya	Non Promoter
60	Vibha Dinesh Sancheti	Non Promoter
61	Laxmi Nikhil Poojari	Non Promoter
62	Nirav Shah	Non Promoter
63	Aakash Omprakash Batra	Non Promoter
64	Rajesh Javanmaliji Jain	Non Promoter
65	Ashok Kumar Jain	Non Promoter
66	Pramila Jain	Non Promoter
67	Varadharajan Venkitasubramanian	Non Promoter
68	Amit Kumar Jain	Non Promoter
69	Vishu Jain	Non Promoter
70	Sanjay Bhabootmal Jain HUF	Non Promoter
71	Ajay Nahata	Non Promoter
72	Jagdish Rai Bahl	Non Promoter

17. <u>Listing:</u>

The Company shall make an application to National Stock Exchange of India Limited for listing of the aforementioned Equity Shares pursuant to the Preferential Issue. The Equity Shares, once allotted, shall rank pari-passu with the then existing Equity Shares of the Company in all respects, including dividend.

18. <u>Undertakings</u>

The Company hereby undertakes that:

a. It would re-compute the price of the securities specified above in terms of the provisions of SEBI (ICDR) Regulations, where it is so required.

b. If the amount payable, if any, on account of the re-computation of price is not paid within the time stipulated in SEBI (ICDR) Regulations the above shares shall continue to be locked-in till the time such amount is paid by the allottees.

19. Principal terms of assets charged as securities:

NIL

20. Monitoring Agency and Utilisation of Funds:

Pursuant to Regulation 162A of the SEBI (ICDR) Regulations, since the proceeds from the Preferential Issue exceed Rs.100 Crores (Rupees One Hundred Crores only), the Company is required to appoint a SEBI registered external credit rating agency to act as the Monitoring Agency.

In terms of Regulation 162A of the SEBI (ICDR) Regulations, the Board of Directors of the Company (hereinafter referred to as "the Board") is hereby authorized and empowered to appoint Infomerics Valuation And Rating Limited a SEBI registered external credit rating agency with (SEBI Reg No. IN/CRA/007/2015) or any other eligible agency, as the Monitoring Agency to monitor the utilization of proceeds from the Preferential Issue in compliance with the prescribed regulatory requirements prescribed under Regulation 162A of the SEBI (ICDR) Regulations.

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 specified in Schedule XI of the SEBI ICDR Regulations. The Company shall, within specified timeframe from the end of each quarter, upload the report of the Monitoring Agency on its website and also submit the same to the Stock Exchange.

Interim Use of Issue Proceeds: Our Company, in accordance with the provisions of applicable laws and regulations, and policies formulated by our Board from time to time, will have the flexibility to deploy the issue proceeds. Pending complete utilization of the issue proceeds for the Objects described above, our Company intends to, inter alia, invest the issue proceeds in money market instruments including money market mutual funds, fixed deposits in scheduled commercial banks, securities issued by government of India or any other investments as permitted under applicable laws.

21. 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:

NIL

22. Other disclosures:

a. The Proposed Allottees have confirmed that they have not sold or transferred any Equity Shares during the 90 trading days preceding the Relevant Date.

b. The Company is in compliance with the conditions for continuous listing of Equity Shares as specified in the listing agreement with the Stock Exchange(s) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and is eligible to make the preferential issue under Chapter V of the SEBI ICDR Regulations.

c. Neither the Company nor any of its Directors or Promoters are categorized as wilful defaulter(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulter(s) issued by the Reserve Bank of India.

d. Neither the Company nor any of its Directors or Promoters are a wilful defaulter or fraudulent borrower as defined under the SEBI ICDR Regulations.

e. Neither the Company nor any of its Directors and/or Promoters is a fugitive economic offender as defined under the SEBI ICDR Regulations.

f. The entire pre-preferential allotment shareholding of the Proposed Allottees, if any, shall be locked-in from the Relevant Date up to a period of 90 trading days from the date of trading approval.

g. The Company is not required to re-compute the price of the Equity Shares in terms of the provisions of the SEBI ICDR Regulations, since the Equity Shares are listed on the recognized Stock Exchanges for a period of more than 90 trading days prior to the Relevant Date.

None of the Promoters, Directors or Key Managerial Personnel or their relatives in any way concerned or interested, financially or otherwise, in the proposed resolution, other than, Mr. Sanjay Chowdhri, Promoter and Mrs. Lalitha Sanjay Chowdhri, Mr. Abhinav Chowdhary, Mr. Pranav Chowdhri relative of Key Managerial Personnel.

In terms of Sections 23, 42 and 62(1)(c) of the Companies Act, 2013, approval of the Members by way of a Special Resolution is required to create, issue and allot the Equity Shares through a Preferential Issue, on private placement basis. The Board accordingly recommends the Special Resolution as set out in Item No. 5 of this Notice for approval of the Members.

Item No. 6: Approve, offer, issue and allotment the issuance of Convertible Warrants on a Preferential basis

The Board of Directors of the Company ("**the Board**") at their meeting held on Tuesday, September 01, 2026, approved Issuance of up to 14,50,00,000 (Fourteen Crore Fifty Lakh) convertible warrants ("**Warrants**"), at an issue price of ` Rs.2.60/- (Rupees Two and Sixty paise only) per Warrant ("**Warrant**

Issue Price"), each Warrant convertible into, or exchangeable for 1 (one) fully paid-up Equity Share of the Company having face value of Rs. 1/- (Rupees One only) at a premium of Rs.1.60 /- (Rupees One and sixty paise) for cash consideration, aggregating up to Rs. 37,70,00,000/- (Rupees Thirty-Seven Crore Seventy Lakh Only) to the persons belonging to the promoter/promoter Group & non-promoter categories, by way of a preferential issue through private placement offer (the "**Preferential Issue**"), in the manner set out below, subject to the approval of the Members, and such other approvals as may be required:

The Convertible Warrants issued pursuant to the abovementioned resolutions shall be subject to lock-in and transferability in accordance with Regulations 167 and 168 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

The Equity Shares allotted shall rank pari passu inter se and with the then existing equity shares of the Company in all respects, including in relation to dividend and voting rights.

The disclosures prescribed under the Companies Act, 2013 and Regulation 163 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations") as may be applicable, in respect of the Resolution proposed at Item No. 6 is as follows:

1. Objects of the Preferential issue:

The Company intends to utilize the proceeds raised through the Preferential Issue ("Issue Proceeds") towards the following objects:

Sr. No.	Proposed Utilisation of Funds	Amount in Rs. (Crores)	Purpose / Details
1	Settlement of Bank Dues under One-Time Settlement (OTS)	Upto 34 crore	The Company proposes to use approximately Upto Rs 34 Crore from the issue proceeds for payment and settlement of its outstanding bank dues under the One-Time Settlement ("OTS") arrangement
2	Repayment of Unsecured Loans	Upto 6 crore	Up to Rs 6 Crore will be used for repayment of the unsecured loans of the Company, either fully or partly, as may be outstanding.
3	Working Capital Requirements	Balance Amount	The balance amount will be used to meet the working capital requirements of the Company, including payments to suppliers and creditors, purchase of materials, employee expenses and other day-to-day business expenses.
4	General Corporate Purposes	Balance Amount	Any remaining amount may be used for general corporate purposes, including meeting the Company's routine business, administrative and operational requirements, subject to applicable laws and regulations.

			The amount to be utilized towards general corporate purposes does not exceed 25% of the total amount mentioned in the table above.

The amount specified for the aforementioned Objects may deviate +/- 10% (ten percent) depending upon the future circumstances, given that the Objects are based on management estimates and other commercial and technical factors.

2. Type and Number of securities to be issued:(Proposed Allottee(s)):

Sr. No.	Name of Proposed Allottees	Category	Upto No. of Warrants to be allotted	Proposed Investment amount (Rs. 2.60/- per share)
1	Sanjay Chowdhri	Promoter	7,00,00,000	18,20,00,000
2	Abhinav Chowdhri	Promoter	1,50,00,000	3,90,00,000
3	Pranav Chowdhri	Promoter	1,50,00,000	3,90,00,000
4	Hardik D. Parekh	Non Promoter	2,00,00,000	5,20,00,000
5	Trina Vyas	Non Promoter	75,00,000	1,95,00,000
6	Tanisha Vyas	Non Promoter	75,00,000	1,95,00,000
7	Nikita Hardik Parekh	Non Promoter	1,00,00,000	2,60,00,000
Total			**14,50,00,000**	**37,70,00,000**

3. Amount which the Company intends to raise:

The company intends to raise upto Rs. 37,70,00,000 /- (Rupees Thirty-Seven Crore Seventy Lakh Only)

4. Name and address of Valuer who performed valuation:

Bhavesh M Rathod , Registered Valuer bearing IBBI Reg No. IBBI/RV/06/2019/10708) having office at 515, 5th Floor, Dimple Arcade, Behind Sai Dham Temple, Thakur Complex, Kandivali East, Mumbai, Maharashtra - 400101

Further, the Valuation report is available at the website: https://supremesteels.com/preferential-issue/#flipbook-df_6865/1/

5. Issue Price:

The Company proposes to offer, issue and allot up to 14,50,00,000 (Fourteen Crore Fifty Lakh Only) fully paid-up Equity Shares at a price of Rs 2.60 /- (Rupees Two and Sixty paise only) (including a premium of Rs 1.60 /- each) which is not less than the floor price determined in accordance with Chapter V of SEBI ICDR Regulation.

6. Relevant Date:

In terms of the provisions of Chapter V of the SEBI (ICDR) Regulations relevant date for determining the floor price for the Preferential Allotment of the Equity shares is Tuesday, September 01, 2026, being the date 30 days prior to the date of this Annual General Meeting i.e., Thursday, October 01, 2026.

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

The Equity Shares are listed on NSE are frequently traded. For computation of the price of each Share underlying Warrant, NSE, being the stock exchange with higher trading volumes for the preceding 90 trading days prior to Relevant Date, has been considered. The price of underlying Warrant has been arrived at in accordance with the pricing guidelines prescribed under Chapter V of the SEBI ICDR Regulations, which shall be higher of:

a. The 90 trading days volume weighted average price: Rs 1.77 /- per equity share;
b. The 10 trading days volume weighted average prices: Rs 2.60/- per equity share;
c. Floor price determined in accordance with the provisions of the articles of association of the Company. However, the articles of association of the Company does not provide for any method of determination for valuation of shares which results in floor price higher than determined price pursuant to SEBI ICDR Regulations.

The price of Rs 2.60 /- per Equity Share is not less than the floor price determined above in accordance with Chapter V of SEBI ICDR Regulations.

8. Practicing Company Secretary's Certificate:

The certificate issued by Mr. Hemanshu Upadhyay , Partner at HRU & Associates, Practicing Company Secretaries (ACS No.46800 | C.P. No.20259)), having its office at Office F-15, Sai Krupa Mall, Opp Dahisar Railway Station (west),Mumbai -400067. , certifying that the proposed Preferential Allotment is being made in accordance with the requirements of the SEBI ICDR Regulations, has been obtained by the Company and shall be available for inspection by the Members at the AGM.

The said certificate is also available on the website of the Company at https://supremesteels.com/preferential-issue/#flipbook-df_6868/1/

9. Class or Classes of persons to whom the allotment is proposed to be made:

The warrants shall be issued and allotted to the investors as per Proposed Allottee(s) listed out in as under :

		Pre-Preferential Holding		Proposed Issuance		*$Post-Preferential Holding	
Sr.No	**Name of Investor**	**No. of Shares**	**% of Holding**	**Proposed No. Of Warrants**	**Proposed No. Of Equity shares**	**No. of Shares**	**% of Holding**
1	Sanjay Chowdhri	5,65,93,000	22.64	7,00,00,000	5,50,00,000	18,15,93,000	26.87
2	Abhinav Chowdhri	75,00,000	3.00	1,50,00,000	50,00,000	2,75,00,000	4.07
3	Pranav Chowdhri	68,00,000	2.72	1,50,00,000	50,00,000	2,68,00,000	3.96
4	Hardik D. Parekh	54,201	0.02	2,00,00,000	-	2,00,54,201	2.97
5	Trina Vyas	0	0.00	75,00,000.00	-	75,00,000	1.11
6	Tanisha Vyas	0	0.00	75,00,000.00	-	75,00,000	1.11
7	Nikita Hardik Parekh	0	0.00	1,00,00,000	-	1,00,00,000	1.48

** Assuming completion of the preferential allotment to Proposed Allottees (as set out in Resolution No.5 and 6)*
$ The post preferential percentage of shareholding has been calculated assuming that all the Warrants allotted will be converted into equity shares.

Note: The above shareholding pattern has been prepared on the basis of shareholding as on August 28, 2026

10. <u>Proposed time frame within which the preferential issue shall be completed:</u>

As required under the SEBI (ICDR) Regulations, Warrants shall be allotted by the Company within a period of 15 days from the date of passing of this Resolution provided that where the allotment of the proposed Equity Shares is pending on account of receipt of any approval or permission from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions. Upon exercise of the option by the proposed allottees to convert the convertible securities within the tenure specified, the allotment of equity shares pursuant to exercise of the convertible securities shall be completed within 15 days from the date of such exercise by the proposed allottees.

11. <u>Proposal / Intent of the promoters, directors, or key management personnel or senior management of the Company to subscribe to the offer:</u>

None of the Promoters, Directors or Key Managerial Personnel or their relatives intend to subscribe to any Equity Shares pursuant to the Preferential Issue, other than, Mr. Sanjay Chowdhri, Promoter and Mr. Abhinav Chowdhary, Mr. Pranav Chowdhri relative of Key Managerial Personnel.

12. Identity of the natural persons who are ultimate beneficial owners of the shares proposed to be allotted and/ or who ultimately control the proposed allottee:

Sr. No.	Name of Proposed Allottees	Category	Ultimate Beneficial Owner of the Proposed Allottee
1	Sanjay Chowdhri	Promoter	NA
2	Abhinav Chowdhri	Promoter	NA
3	Pranav Chowdhri	Promoter	NA
4	Hardik D. Parekh	Non Promoter	NA
5	Trina Vyas	Non Promoter	NA
6	Tanisha Vyas	Non Promoter	NA
7	Nikita Hardik Parekh	Non Promoter	NA

13. Change in control:

There will be no change in control / management of the Company consequent to the Preferential Issue. The promoter of the Company prior to the completion of the Preferential Issue and will continue to remain Promoter of the Company post the completion of the Preferential Issue.

Furthermore, the proposed Preferential Issue does not trigger any obligation to make an open offer under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**SEBI SAST Regulations**").

14. Shareholding Pattern of the Company before and after the Preferential Issue:

The pre-issue and post-issue shareholding pattern (considering full allotment) is provided as below:

Sr. No.	Category	Pre-issue		Proposed	*$Post Issue	
		No of shares held	% of share holding		No of shares held	% of share holding
A	Promoter					
1	Indian					
	Individual	10,31,56,510	41.27	17,00,00,000	27,31,56,510	40.41
	Bodies corporate					
	Sub-total	10,31,56,510	41.27	17,00,00,000	27,31,56,510	40.41
2	Foreign promoters					
	Sub-total (A)	10,31,56,510	41.27	17,00,00,000	27,31,56,510	40.41
B	Non-promoters' holding					
1	Institutional investors	-	-	-	-	-
2	Non-institution					

	Private corporate bodies					
	Body Corporate Company	75,37,776	3.02	6,70,00,000	7,45,37,776	11.03
	Indian public					0.00
	Public	12,98,04,824	51.93	18,23,70,000	31,21,74,824	46.19
	others					0.00
	a. NRI	18,74,474	0.75	-	18,74,474	0.28
	b. Clearing Member	18,75,011	0.75	-	18,75,011	0.28
	c. HUF	57,01,305	2.28	66,00,000	1,23,01,305	1.82
	d. Trust	100	0.00	0.00	100	0.00
	Sub-total (B)	14,67,93,490	58.73	25,59,70,000	40,27,63,490	59.59
	Grand Total	24,99,50,000	100.00	42,59,70,000	67,59,20,000	100.00

** Assuming completion of the preferential allotment to Proposed Allottees (as set out in Resolution No.5 and 6)*
$ The post preferential percentage of shareholding has been calculated assuming that all the Warrants allotted will be converted into equity shares.

Note: The above shareholding pattern has been prepared on the basis of shareholding as on August 28, 2026

15. Lock-in Period:

The warrants proposed to be allotted pursuant to the Preferential Issue and, where applicable, the pre-preferential allotment shareholding of the Proposed Allottees shall be subject to lock-in as per the requirement of Chapter V of SEBI ICDR Regulations.

16. Current and Proposed Status of the Allottees:

The proposed allottees as listed about below and such status shall remain the same post the Preferential Issue:

Sr.No	Name of Proposed Allottees	Category
1	Sanjay Chowdhri	Promoter
2	Abhinav Chowdhri	Promoter
3	Pranav Chowdhri	Promoter
4	Hardik D. Parekh	Non Promoter
5	Trina Vyas	Non Promoter
6	Tanisha Vyas	Non Promoter
7	Nikita Hardik Parekh	Non Promoter

17. Listing

The Company shall make an application to National Stock Exchange of India Limited for listing of the aforementioned Equity Shares pursuant to the Preferential Issue. The Equity Shares, once allotted, shall rank pari-passu with the then existing Equity Shares of the Company in all respects, including dividend.

18. Undertakings

The Company hereby undertakes that:

a. It would re-compute the price of the securities specified above in terms of the provisions of SEBI (ICDR) Regulations, where it is so required.

b. If the amount payable, if any, on account of the re-computation of price is not paid within the time stipulated in SEBI (ICDR) Regulations the above shares shall continue to be locked-in till the time such amount is paid by the allottees.

19. Principal terms of assets charged as securities

NIL

20. Monitoring Agency

Pursuant to Regulation 162A of the SEBI (ICDR) Regulations, since the proceeds from the Preferential Issue exceed Rs.100 Crores (Rupees One Hundred Crores only), the Company is required to appoint a SEBI registered external credit rating agency to act as the Monitoring Agency.

In terms of Regulation 162A of the SEBI (ICDR) Regulations, the Board of Directors of the Company (hereinafter referred to as "the Board") is hereby authorized and empowered to appoint Infomerics Valuation And Rating Limited a SEBI registered external credit rating agency with (SEBI Reg No. IN/CRA/007/2015), or any other eligible agency, as the Monitoring Agency to monitor the utilization of proceeds from the Preferential Issue in compliance with the prescribed regulatory requirements prescribed under Regulation 162A of the SEBI (ICDR) Regulations.

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 specified in Schedule XI of the SEBI ICDR Regulations. The Company shall, within specified timeframe from the end of each quarter, upload the report of the Monitoring Agency on its website and also submit the same to the Stock Exchange.

Interim Use of Issue Proceeds: Our Company, in accordance with the provisions of applicable laws and regulations, and policies formulated by our Board from time to time, will have the flexibility to deploy the issue proceeds. Pending complete utilization of the issue proceeds for the Objects described above, our Company intends to, inter alia, invest the issue proceeds in money market instruments including money market mutual funds, fixed deposits in scheduled commercial banks, securities issued by government of India or any other investments as permitted under applicable laws.

23. <u>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:</u>

NIL

24. <u>Other disclosures:</u>

a. The Proposed Allottees have confirmed that they have not sold or transferred any Equity Shares during the 90 trading days preceding the Relevant Date.

b. The Company is in compliance with the conditions for continuous listing of Equity Shares as specified in the listing agreement with the Stock Exchange(s) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and is eligible to make the preferential issue under Chapter V of the SEBI ICDR Regulations.

c. Neither the Company nor any of its Directors or Promoters are categorized as wilful defaulter(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulter(s) issued by the Reserve Bank of India.

d. Neither the Company nor any of its Directors or Promoters are a wilful defaulter or fraudulent borrower as defined under the SEBI ICDR Regulations.

e. Neither the Company nor any of its Directors and/or Promoters is a fugitive economic offender as defined under the SEBI ICDR Regulations.

f. The entire pre-preferential allotment shareholding of the Proposed Allottees, if any, shall be locked-in from the Relevant Date up to a period of 90 trading days from the date of trading approval.

g. The Company is not required to re-compute the price of the Equity Shares in terms of the provisions of the SEBI ICDR Regulations, since the Equity Shares are listed on the recognized Stock Exchange for a period of more than 90 trading days prior to the Relevant Date.

None of the Promoters, Directors or Key Managerial Personnel or their relatives in any way concerned or interested, financially or otherwise, in the proposed resolution, other than, Mr. Sanjay Chowdhri, Mr. Abhinav Chowdhary, Mr. Pranav Chowdhri relative of Key Managerial Personnel.

In terms of Sections 23, 42 and 62(1)(c) of the Companies Act, 2013, approval of the Members by way of a Special Resolution is required to create, issue and allot the Equity Shares through a Preferential Issue, on private placement basis. The Board accordingly recommends the Special Resolution as set out in Item No. 6 of this Notice for approval of the Members.

Item No.7 Ratification of remuneration of Cost Auditor of the Company for the financial year ending March 31, 2027.

The Board of Directors at its meeting held on September 01, 2026, based on the recommendations of the Audit Committee, had approved the appointment and remuneration of M/s. Dinesh Jain & Company, Cost Accountants (Firm Registration Number 000572), as the Cost Auditor for audit of the cost accounting records of the Company for the financial year 2026-27, at a remuneration not exceeding Rs. 50,000/- (Rupees Fifty Thousand only) excluding taxes and reimbursement of out-of-pocket expenses at actuals, if any, in connection with the audit. The overall remuneration proposed to be paid to the Cost Auditor for the financial year ending March 31, 2027, is commensurate to the scope of the audit to be carried out by the Cost Auditors.

M/s. Dinesh Jain & Company, Cost Accountants have confirmed that they hold a valid certificate of practice under Sub-section (1) of Section 6 of the Cost and Works Accountants Act, 1959. In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) for the time being in force), the remuneration payable to Cost Auditor has to be ratified by the members of the Company.

Accordingly, ratification by the members is sought to the remuneration payable to the Cost Auditor for conducting the audit of the cost records of the Company for the financial year ending March 31, 2027.

None of the Directors, Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the Ordinary Resolution set out at Item No. 7 of the Notice for approval by the members.

By Order of the Board of Directors
Supreme Engineering Limited

Sd/-
Sanjay Chowdhri
Chairman & Managing Director
DIN: 00095990

Formerly Known as Supreme Heatreaters Pvt. Ltd.

CIN NO. L99999MH1987PLC043205

Registered Office:
R.223, MIDC Complex, Thane,
Belapur Road, Rabale, Navi-Mumbai,
Maharashtra, India, 400701.
CIN: L99999MH1987PLC043205
E-mail: cs@supremesteels.com
Website: https://supremesteels.com/

Date: September 01, 2026
Place: Navi Mumbai

Brief Profile

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTH COMING ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meetings]

Name of Director	Mr. Sanjay Chowdhri
Date of Birth	10-03-1964
Date of First Appointment	21-04-1987
Brief Resume Qualification	Bachelor of Engineering Degree
Expertise in specific functional areas	He is a Managing Director of our Company since incorporation. He is a Qualified Engineer in the field of Electronics and Communication, having attained a Bachelor of Engineering Degree from Karnataka University (Dharwad) in the year 1985. He has an experience of more than three (3) decades in the field of metallurgy thus being the guiding force behind the strategic decisions of our Company, been instrumental in formulating the overall business strategy and developing business relations of our Company.
Terms and conditions of appointment or re-appointment	Re – appointment of Mr. Sanjay Chowdhri whose term shall be liable to retire by rotation
Directorships in other listed entities as on March 31, 2026	Nil
Membership of any Committees of other listed entities as on March 31, 2026	Nil
Name of Listed entities from which the person has resigned in the past three years	Nil
No of Equity Shares held in the Company	5,65,93,000
Relationship between directors inter-se	Father of Abhinav Chowdhri and Pranav Chowdhri and Husband of Lalitha Chowdhri