

SUPREME COMMERCIAL ENTERPRISES LIMITED

Regd. Office- 394, Hauz Qazi, 1st Floor, Delhi-110006
CIN: L51909DL1983PLC016724, PH NO: 9350150766
EMAIL ID:-supremecommercial@gmail.com

NOTICE

(Pursuant to Section 63 and Section 108 of Companies Act 2013 and other applicable provisions of the Companies Act, 2013, read with Rule 14 of the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force).

To
The Members of
Supreme Commercial Enterprises Limited

Notice is hereby given to the Members of Supreme Commercial Enterprises Limited ("the Company") that the **Extra Ordinary General Meeting** of the members of the M/s. **Supreme Commercial Enterprises Limited** will be held at the Registered Office of the Company at 394, Hauz Qazi, 1st Floor, Delhi-110006 on Saturday, the 23rd day of April, 2016 at 10.00 A.M to transact the following business:-

SPECIAL BUSINESS:-

ITEM NO.1 BONUS ISSUE OF SHARES

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

"RESOLVED THAT in accordance with Section 63 and other applicable provisions of the Companies Act, 2013, read with Rule 14 of the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), Article 116 of the Memorandum and Articles of Association of the Company and subject to:

1. consent of the members in the General Meeting;
2. Listing approval condition with Metropolitan Stock Exchange of India Ltd. (MSEI);
3. Regulations and Guidelines issued by the Securities and Exchange Board of India (SEBI), including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulations, 2009 (as amended from time to time) and applicable

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Regulatory Authorities, and such permissions, sanctions and approvals as may be required in this regard,

The Board of Directors (hereinafter referred to as 'The Board') do hereby recommend that a sum of Rs. 4,57,490 (Four Lacs Fifty Seven Thousand and Four Hundred and Ninety Rupees Only) be capitalised out of the Security Premium reserve and be distributed amongst the equity shareholders ((Public Shareholders) of the company, by issue of 45749 equity shares of Rs. 10/- each as fully paid up to the equity shareholders in the proportion of 60:31 or 1:1 in case of shareholder holding 1 share.

“RESOLVED FURTHER THAT the transfer books are proposed to be closed as may be declared by the board and that such new shares as and when issued and fully paid, shall rank pari passu with the existing equity shares.”

“RESOLVED FURTHER THAT for the shareholders who hold their existing Equity Shares in physical form, the share certificate(s) in respect of the Bonus Shares shall be completed and thereafter be dispatched within the period prescribed or that may be prescribed on this behalf, from time to time.”

“RESOLVED FURTHER THAT for the purpose of putting into effect the proposed resolution, an Extra-Ordinary General meeting of the members of the company be convened to consider the proposed capitalisation of profits and issue of bonus shares.”

“RESOLVED FURTHER THAT the Bonus Shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to take all other steps as may be necessary to give effect to the aforesaid resolution and determine all other terms and conditions of the issue of bonus shares as the Board may in its absolute discretion deem fit.”

Place: New Delhi
Date: 28.03.2016



By Order of the Board

A handwritten signature in blue ink, appearing to read 'Sita Ram Gupta'.

(Sita Ram Gupta)

Director

(DIN 00053970)

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Notes:

- 1. A Member entitled to attend and vote at the Extra Ordinary General Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the Company. The instrument appointing a proxy should, however, be received at the Registered Office of the Company not less than forty-eight hours before the commencement of the Meeting.**
2. Corporate Members are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote the Meeting.
3. Relevant documents pertaining to business to be transacted in the meeting are open for inspection by the members at the Registered Office of the Company on all working days except Saturday, between 11.00 a.m. to 5.00 p.m. upto the date of Meeting.
4. Members are requested to bring their attendance slip to the meeting. Members / proxies should fill in the Attendance slip for attending to the meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. The Register of Members and Transfer Books of the Company shall remain closed from 18th day of April, 2016 to 23rd day of April, 2016 for the purpose of Extra Ordinary General Meeting.
7. Pursuant to Section 108 and the corresponding Rules of Companies Act, 2013, the Company has provided e-voting facility to the members using the National Securities Depository Ltd. (NSDL) platform. All business to be transacted at the annual general meeting can be transacted through the electronic voting system.

EVEN(Electronic Voting Event Number)	PASSWORD	USER ID	NO. OF SHARES
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The e-voting facility will be available during the following voting period:

Commencement of e-voting	From 09.00 a.m. (IST) on April 20th, 2016
End of e-voting	Upto 05.00 p.m. (IST) on April, 22nd, 2016

The cut-off date (i.e. the record date) for the purpose of e-voting is 18th April, 2016

The procedure and manner for e-voting are as under:

- I. In case of Members receiving e-mail from NSDL (For those members whose e-mail addresses are registered with Company/Depositories):**
 - a. Open e-mail and open PDF file viz. "ACL-remote e-Voting.pdf" with your client ID or Folio No. as password containing your user ID and password for remote e-voting. Please note that the password is an initial password.
 - b. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>.
 - c. Click on Shareholder-Login.
 - d. Put user ID and password as initial password noted in step (i) above. Click Login.
 - e. Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - f. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - g. Select "EVEN" of "Supreme Commercial Enterprises Limited".
 - h. Now you are ready for remote e-voting as Cast Vote page opens.
 - i. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

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- j. Upon confirmation, the message "Vote cast successfully" will be displayed.
- k. Once you have voted on the resolution, you will not be allowed to modify your vote.
- l. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to csrakeshkumar@gmail.com with a copy marked to evoting@nsdl.co.in.

II. In case of Members receiving Physical copy of Notice of Extra Ordinary General Meeting (for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy)

- a. Initial password is provided in the box overleaf.
 - b. Please follow all steps from Sl. No. (b) to Sl. No. (l) above, to cast vote.
- A. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
 - B. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
 - C. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
 - D. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 18th April, 2016.
 - E. Any person, who acquires shares and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e 18th April, 2016, may also obtain the login ID and

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password by sending a request at evoting@nsdl.co.in or RTA, MAS Services Limited.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

- F. A member may participate in the EGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the EGM.
- G. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the EGM through ballot paper.
- H. Mr. Rakesh Kumar, Practicing Company Secretary (Membership No. FCS- 7695 & CP No.8553), Proprietor of M/s. R K & Associates, Company Secretaries has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- I. The Chairman shall, at the EGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the EGM but have not cast their votes by availing the remote e-voting facility.
- J. The Scrutinizer shall after the conclusion of voting at the EGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the EGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

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- K. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.supremecommercial.co.in and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing and communicated to the Metropolitan Stock Exchange of India Ltd. (MSEI) and DSE Limited.
8. Members who wish to seek any information or have any queries relating thereto may write to the Company at supremecommercial@gmail.com at an early date to enable the management to keep the information ready.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

The Company's Equity Shares are listed on the Metropolitan Stock Exchange of India Ltd. (MSEI) and The Delhi Stock Exchange Association Ltd (DSE). In order to achieve minimum public shareholding of at least 25%, the Board recommended a bonus issue of Equity Shares to Public Shareholders in the ratio of 60:31 or 1:1 in case of shareholder holding 1 share.

Your Directors have proposed that a sum not exceeding Rs. 4,57,490 (Four Lacs Fifty Seven Thousand and Four Hundred and Ninety rupees only) be drawn from the Securities Premium Account of the Company and capitalized and transferred to Share Capital Account towards issue and allotment of Bonus Shares. The paid up share capital of the Company will increase to the appropriate amount after including the nominal value of the bonus shares as approved and the Securities Premium will be reduced by that appropriate amount.

The Bonus Shares will be issued to the Members who hold Shares as on the Record Date. The said Bonus Shares shall rank pari passu with the existing Equity Shares in all respects.

The Bonus Issue of Equity Shares is subject to the approval of Members in terms of Section 63 and other applicable provisions of the Companies Act, 2013, as well as any other applicable statutory and regulatory approvals.

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None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution set out in Item No. 1 of the Notice
The Board recommends an Ordinary Resolution set out at Item No. 1 of the Notice for approval by the Members.

Place: New Delhi
Date: 28.03.2016



By Order of the Board

A handwritten signature in blue ink, appearing to read 'Sita Ram Gupta'.

(Sita Ram Gupta)
Director
(DIN 00053970)

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ATTENDANCE SLIP

Please fill Attendance Slip and hand it over at the entrance of the meeting hall

1.	Name(s) of Member(s) including Joint holders, if any (in Block Letter(s))	
2.	Registered Address of the Sole/First named Member	
3.	Registered Folio No	
4.	Number of Shares held	

I/We hereby record my/our presence at the Extra Ordinary General Meeting of the Members of M/s. Supreme Commercial Enterprises Limited held on 23rd Day of April, 2016 at 10.00 a.m.at 394, Hauz Qazi, 1st Floor, Delhi-110006,

(Signature of Member / Proxy)

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Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L51909DL1983PLC016724

Name of the company: Supreme Commercial Enterprises Limited

Registered office: 394, Hauz Qazi, First Floor, Delhi-110006

Website: www.supremecommercial.co.in

Name of the member (s) :

Registered address :

E-mail Id:

Folio No/ Client Id :

DP ID :

I/We, being the member (s) of shares of the above named company, hereby appoint

1.Name :

Address :

E-mail Id :

Signature :....., or failing him

2.Name :

Address:

E-mail Id :

Signature:....., or failing him

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3.Name :
Address:
E-mail Id:
Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary general meeting of the company, to be held on the 23rd Day of April, Saturday, at 10.00 A.M.. at 394, Hauz Qazi, Ist Floor, Delhi-110006 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution:

Special Business

1. Bonus Issue of Shares

Signed this..... day of..... 2016....

Signature of shareholder

Affix
Revenue
1Rupee
Stamp

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.