

# **SUPREME COMMERCIAL ENTERPRISES LIMITED**

Regd. Office- Y-4-A-C, Loha Mandi, Naraina, New Delhi- 110028

PH NO: 9350150766 EMAIL ID:-supremecommercial@gmail.com

CIN: L51909DL1983PLC016724

## **NOTICE OF 38<sup>TH</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the **38<sup>TH</sup> Annual General Meeting** of the members of the **M/s. Supreme Commercial Enterprises Limited** will be held on Friday, the 30<sup>th</sup> day of September, 2022 at 11.30 A.M. at 35, Link Road, 2nd Floor, Lajpat Nagar-III, New Delhi-110024 to transact the following business:-

### **Ordinary Business**

**Item No. 1** To receive, consider and adopt the Audited Financial Statements (including Audited Standalone & Consolidated Financial Statements) for the financial year ended 31st March, 2022, and the report of the Auditors' and Directors' thereon.

**Item No. 2** To appoint director in place of Mr. Sita Ram Gupta (DIN 00053970), who retires by rotation and being eligible offers himself for re-appointment.

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 152 and other applicable provisions of the Companies Act, 2013, Mr. Sita Ram Gupta (DIN 00053970), who retires by rotation at this Meeting, and being eligible, offers himself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

**Item No. 3** To authorize Board of Directors of the Company to fix the remuneration of the Statutory Auditors for the financial year 2022-23 and if thought fit, to pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 142 read with relevant provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactment thereof, for the time being in force), the Board of Directors be and is hereby authorized to fix the remuneration of Statutory Auditors for the financial year 2022-23.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

### **SPECIAL BUSINESS:**

**Item No. 4 Appointment of Mr. Girish Mohan Ganeriwala (DIN: 00065328) as Independent Director of the Company.**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation of Nomination & Remuneration Committee Mr. Girish Mohan Ganeriwala (DIN: 00065328), who was appointed by the Board of Directors as an Additional Independent Director with effect from August 12, 2022 and whose term of office expires at this Annual General Meeting and who is eligible for appointment under the relevant provisions of the Companies Act, 2013 and who has submitted a notice proposing his candidature for the office of a Director, under Section 160 of the Companies Act, 2013 and a declaration of independence under Section 149(6) of the Companies Act, 2013, be and is hereby appointed as a Non-Executive Independent Director of the company to hold office for 5 (Five) consecutive years with effect from August 12, 2022 and whose office shall not be liable to retire by rotation.

**“RESOLVED FURTHER THAT** the Board of Directors and/or the Company Secretary of the Company, be and is /are hereby authorized, singly and/or jointly to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution.”

**Item No. 5. Appointment of Mr. Sunil Kumar Roy (DIN: 07471460), as Independent Director of the Company.**

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

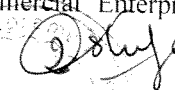
**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation of Nomination & Remuneration Committee Mr. Sunil Kumar Roy (DIN: 07471460), who was appointed by the Board of Directors as an Additional Independent Director with effect from September 05, 2022 and whose term of office expires at this Annual General Meeting and who is eligible for appointment under the relevant provisions of the Companies Act, 2013 and who has submitted a notice proposing his candidature for the office of a Director, under Section 160 of the Companies Act, 2013 and a declaration of independence under Section 149(6) of the Companies Act, 2013, be and is hereby appointed as a Non-Executive Independent Director of the company to hold office for 5 (Five) consecutive years with effect from September 05, 2022 and whose office shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors and/or the Company Secretary of the Company, be and is /are hereby authorized, singly and/or jointly to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution.”

Place: New Delhi

Date: 05/09/2022

By and on behalf of the Board of Directors  
Supreme Commercial Enterprises Limited



(Ishika Garg)

CS & Compliance Officer

**Notes:**

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special Business is annexed hereto.
2. **A Member entitled to attend and vote at the Annual 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.**
3. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty Members holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Members holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy, who shall not act as a Proxy for any other Member.
4. If a Proxy is appointed for more than fifty Members, the Proxy shall choose any fifty Members and confirm the same to the Company not later than 48 hours before the commencement of the meeting. In case, the Proxy fails to do so, only the first fifty proxies received by the Company shall be considered as valid.
5. The instrument of Proxy, in order to be effective, should be deposited, either in person or through post, at the Registered Office of the Company, duly completed and signed, at least 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / letter of authority, as applicable.
6. Corporate Members intending to send their authorized representatives to attend the AGM, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company, a certified copy of relevant Board Resolution together with the respective specimen signatures of those representative(s) authorized under the said resolution to attend and vote on their behalf at the meeting.
7. The relevant provisions of the Companies Act, 2013 read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 permits companies to send documents like Notice of Annual General Meeting, Annual Report and other documents through electronic means to its members at their registered email addresses. Accordingly, Notice, Audited Financial Statements, Board's Report and Auditors' Report etc. is being sent in electronic form to the shareholders whose registered e-mail IDs are available with the Company/ Registrar and Share Transfer Agent (RTA). These documents will also be available on the website of the Company [www.supremecommercial.co.in](http://www.supremecommercial.co.in). Printed copies of the notice of Annual General Meeting and Annual Report for the year ended 31st March, 2022 would be dispatched to those Members, whose email addresses are not available with Depository Participants/ Company/RTA. The physical copies of the relevant documents will be available at the Company's registered office at New Delhi for inspection between 11:00 A.M. to 1:00 P.M. on working days (barring Sundays and Public Holidays) prior to the Annual General Meeting.
8. Members seeking clarifications on the Annual Report are requested to send written queries to the Company at [supremecommercial@gmail.com](mailto:supremecommercial@gmail.com) at least one week before the date of the meeting. This would enable the Company to compile the information and provide the replies at the Meeting.
9. In terms of Section 152 of the Companies Act, 2013, Mr. Sita Ram Gupta (DIN 00053970), is liable to retire by rotation at the meeting and being eligible, offer himself for re-appointment. Brief resume of directors proposed to be appointed/re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships,

memberships/chairmanships of board committees, shareholding and relationship between directors inter-se as stipulated under Regulation 36 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, are annexed hereto.

10. Members are requested to note that:
  1. copies of Annual Report will not be distributed at the Annual General Meeting, therefore, bring their copies of Annual Report, notice along with attendance slip duly completed and signed at the meeting.
  2. deliver duly completed and signed attendance slip at the entrance of the meeting venue, as entry to the hall will be strictly on the basis of entry slip to be provided from the counters at the venue in exchange of attendance slip.
  3. the attendance slip and proxy form should be signed as per specimen signature registered with M/s Indus Portfolio Pvt. Ltd, RTA / Depository Participant (DP).
  4. 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.
  5. quote their Folio/ Client ID & DP ID No. in all correspondence.
  6. due to strict security reasons mobile phones, brief cases, eatables and other belongings are not allowed inside the auditorium/venue.
  7. no gifts/coupons will be distributed at the Annual General Meeting.
  8. entry is restricted to members or registered proxy holders. Accordingly, members are requested to register their proxies before stipulated time.
11. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of Listing Regulations, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Friday, 23<sup>rd</sup> September, 2022, i.e. the date prior to the commencement of book closure, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. Members may cast their votes on electronic voting system from any place other than the venue of the meeting (remote e-voting). The remote e-voting period will commence at 9.00 a.m. on Tuesday, 27<sup>th</sup> September, 2022 and will end at 5.00 p.m. on, Thursday, 29<sup>th</sup> September, 2022. The remote E-Voting module shall be disabled for voting thereafter. Once the vote on resolution is cast by the Member, The member shall not be allowed to change it subsequently further the members who have casted their votes electronically shall not vote by poll, if held at the meeting. .
12. The Company has appointed Mr. Rakesh Kumar from R.K. & Associates, Practicing Company Secretary, to act as the Scrutinizer, to scrutinize the entire voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.
13. Pursuant to section 91 of the Companies Act, 2013, the Register of Members and Transfer Books of the Company shall remain closed from 24<sup>th</sup> day of September to 30<sup>TH</sup> day of September, 2022 for the purpose of Annual General Meeting [Both Days Inclusive].
14. Pursuant to Section 107 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 there will not be any voting by show of hands on any of the agenda items at the Meeting and the Company will conduct polling at the Meeting.

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-**

The remote e-voting period begins on Tuesday, 27th September, 2022 at 09:00 A.M. and will end on Thursday, 29th September, 2022 at 05:00 p.m. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday 23rd September, 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday 23rd September, 2022.

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

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

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li data-bbox="638 1232 1460 1870">1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li data-bbox="638 1870 1460 2060">2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ section. A new</li> </ol>

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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

- Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on

 App Store  Google Play



Individual Shareholders holding securities in demat mode with CDSL

- Existing users who have opted for Easi / Easiest, they can login through their 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 are <https://web.cdslindia.com/myeasi/home/login> or [www.cdslindia.com](http://www.cdslindia.com) and click on New System Myeasi.
- After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote.
- If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
- Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in [www.cdslindia.com](http://www.cdslindia.com) home page. 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 provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period
--	--

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

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

Login type	Helpdesk details
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43

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

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

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

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

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



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

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

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

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

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [csrakeshkumar@gmail.com](mailto:csrakeshkumar@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [supremecommercial@gmail.com](mailto:supremecommercial@gmail.com) .
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [supremecommercial@gmail.com](mailto:supremecommercial@gmail.com).

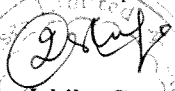
3. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
4. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
5. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

#### **Other Instructions**

1. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours 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 authorized by him in writing.
2. The result declared along with the Scrutinizer's Report shall be placed on the Company's website [www.supremecommercial.co.in](http://www.supremecommercial.co.in) and on the website of NSDL i.e., [www.evotingindia.com](http://www.evotingindia.com). The Company shall simultaneously forward the results to MSE Limited, where the shares of the Company are listed.
3. Subject to the receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Annual General Meeting i.e., on 30<sup>th</sup> September, 2022.

**Place: New Delhi**  
**Date: 05.09.2022**

**By and on behalf of the Board of Directors**  
Supreme Commercial Enterprises Limited

  
**(Ishika Garg)**  
**CS & Compliance Officer**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013, FOR THE ITEMS SET OUT IN THE ACCOMPANYING NOTICE ARE AS UNDER:**

**Item No. 4 Appointment of Mr. Girish Mohan Ganeriwala (DIN: 00065328) as Independent Director of the Company.**

The Board of Directors in its meeting held on August 12 2022 on the recommendation of the Nomination & Remuneration Committee had appointed Mr. Girish Mohan Ganeriwala (DIN: 00065328) as an Additional Independent Director for a term of five years with effect from August 12<sup>th</sup> 2022 and pursuant to the requirements of the Act, it is proposed to seek approval of the members to appoint Mr. Girish Mohan Ganeriwala (DIN: 00065328), as an Independent Director for a term of five years commencing from August 12<sup>th</sup> 2022. Further, Mr. Girish Mohan Ganeriwala shall not be liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013.

Mr. Girish Mohan Ganeriwala has given a declaration to the Board that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013. In terms of proviso to sub-section (5) of Section 152, the Board of Directors are of the opinion that Mr. Girish Mohan Ganeriwala fulfils the conditions specified in the Act, for his appointment as an Independent Director. The Company has also received the consent in writing to act as a Director, and an intimation that he is not disqualified under section 164(2) of the Companies Act, 2013. The Company has received a notice in writing from a member, pursuant to Section 160(1) of the Companies Act, 2013, proposing the candidature of Mr. Girish Mohan Ganeriwala for his appointment to the office of Independent Director.

Pursuant to Secretarial Standards-2 issued by the Institute of Company Secretaries of India, additional information about Mr. Girish Mohan Ganeriwala is annexed in **Annexure I** to this Notice.

Mr. Girish Mohan Ganeriwala does not hold any shares/securities in the Company, either in his individual capacity or on a beneficial basis for any other person.

Mr. Girish Mohan Ganeriwala and his relatives, none of the other Directors and Key Managerial Personnel of the Company, or their relatives, are concerned or interested, financially or otherwise in this resolution. The Board recommends the Ordinary Resolution at Item No. 4 for approval of the members.

**Item No. 5 Appointment of Mr. Sunil Kumar Roy (DIN: 07471460), as Independent Director of the Company.**

The Board of Directors in its meeting held on September 05, 2022 on the recommendation of the Nomination & Remuneration Committee had appointed Mr. Sunil Kumar Roy (DIN: 07471460), as an Additional Independent Director for a term of five years with effect from September 05, 2022 and pursuant to the requirements of the Act, it is proposed to seek approval of the members to appoint Mr. Sunil Kumar Roy (DIN: 07471460), as an Independent Director for a term of five years commencing from September 05, 2022. Further, Mr. Sunil Kumar Roy shall not be liable to retire by rotation as provided under Section 152(6) of the Companies Act, 2013.

Mr. Sunil Kumar Roy has given a declaration to the Board that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013. In terms of proviso to sub-section (5) of

Section 152, the Board of Directors are of the opinion that Mr. Sunil Kumar Roy fulfils the conditions specified in the Act, for his appointment as an Independent Director. The Company has also received the consent in writing to act as a Director, and an intimation that he is not disqualified under section 164(2) of the Companies Act, 2013. The Company has received a notice in writing from a member, pursuant to Section 160(1) of the Companies Act, 2013, proposing the candidature of Mr. Sunil Kumar Roy for his appointment to the office of Independent Director.

Pursuant to Secretarial Standards-2 issued by the Institute of Company Secretaries of India, additional information about Mr. Sunil Kumar Roy is annexed in **Annexure I** to this Notice.

Mr. Sunil Kumar Roy does not hold any shares/securities in the Company, either in his individual capacity or on a beneficial basis for any other person.

Mr. Sunil Kumar Roy and his relatives, none of the other Directors and Key Managerial Personnel of the Company, or their relatives, are concerned or interested, financially or otherwise in this resolution. The Board recommends the Ordinary Resolution at Item No. 5 for approval of the members.

**Information of Directors seeking appointment/ re-appointment of the forthcoming AGM pursuant to Secretarial Standard 2 issued by ICSI and under Regulation 36(3)of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

<b>Name</b>	Mr. Sita Ram Gupta (DIN 00053970)	Mr. Girish Mohan Ganeriwala (DIN: 00065328)	Mr. Sunil Kumar Roy (DIN: 07471460),
<b>Date of Birth</b>	15 <sup>th</sup> November, 1931	12 <sup>th</sup> October 1959	19 <sup>th</sup> October 1959
<b>Date of first appointment on the Board</b>	6 <sup>th</sup> April, 2012	12 <sup>th</sup> August 2022	05 <sup>th</sup> September 2022
<b>Qualification</b>	Graduate	Graduate	Post Graduate
<b>Expertise in specific functional area</b>	Mr. Sita Ram Gupta the Director of the Company has nearly 7 decades of Work Experience in the Industry. He has been associated with the Company for around 10 years as a Director. He is also the promoter of the Company. He is responsible for the overall working of the Company and is instrumental in making strategic decisions for the Company	Mr. Girish Mohan Ganeriwala having business experience more than 30 years.	An IIT-Kanpur post-graduate alumnus, Mr. Roy has over 30 years of hands on experience in Business strategy, Innovation, management transformation and profit centre operations of various organizations across diverse industry sectors. Business Strategy Consultant. Mr. Sunil K Roy has worked with Surya Roshini, Prakash Industries, Relaxo Footwears, Aqualite Footwears, Asian Hotels (Hyatt Franchise), Swar Sudha Entertainment, Sangeeta Shree International Developers, Diamond Footwears to mention few. Mr. Roy has been delivering effective & actionable strategies to the clients. Innovation under his expert guidance has become regular Organizational process. Proactive & tactical strategies

			formulated by him have given distinct advantages to the organization's vis-à-vis competition.
<b>Directorship held in other companies</b>	<ol style="list-style-type: none"> <li>1. Surendra Brothers Engineers Private limited</li> <li>2. Eagle International Limited</li> <li>3. National Housing Development Finance corporation Limited</li> <li>4. Nipin Steels Private Limited</li> <li>5. Interglobal Steels Private Limited</li> <li>6. Mahawar Dharmarth Sansthan</li> <li>7. Juhi Leasing And Finance Limited</li> <li>8. Abhinandan Trafın Private Limited</li> <li>9. Star Wire (India) Electricity Private limited</li> <li>10. Jyotishikha Goods LLP</li> </ol>	I. Star Wire (India) Limited	I. 6S Footwear Private Limited
<b>Terms and conditions of Appointment/ reappointment and Remuneration</b>	As recommended by Nomination and Remuneration Committee and approved by the Board		
<b>Membership / Chairmanship of Committees across all companies</b>	None	Star Wire (India) Limited i) Audit Committee Member ii) Nomination and Remuneration Committee	None
<b>Relationship with other Directors or KMPs</b>	Yes. Grand Father of Mr Abhishek Gupta Father-in law of Mrs. Rekha Gupta	None	None
<b>No of Board Meetings attended during the FY 21-22</b>	5 (Six)	NA	NA
<b>Number of shares of Supreme Commercial</b>	89550 (Eighty Nine Thousand Five Hundred and Fifty) Shares of Rs.	NIL	NIL

<b>Enterprises Limited held as on 31<sup>st</sup> March 2022</b>	10/- each		
<b>Directorship in other listed Entitie</b>	None	None	None
<b>In the case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements</b>	NA	The role and capabilities as required in the case of an independent director are well defined in the Policy on Nomination, Appointment and Removal of Directors. Further, the Board has a defined list of core skills/expertise/competencies, in the context of its business and sector for it to function effectively. The Nomination and Remuneration Committee of the Board has evaluated the profile of Mr. Girish Mohan Ganeriwala and concluded that Mr. Girish possess the relevant skill and capabilities to discharge the role of Independent Directors.	The role and capabilities as required in the case of an independent director are well defined in the Policy on Nomination, Appointment and Removal of Directors. Further, the Board has a defined list of core skills/expertise/competencies, in the context of its business and sector for it to function effectively. The Nomination and Remuneration Committee of the Board has evaluated the profile of Mr. Sunil Kumar Roy and concluded that Mr. Roy possess the relevant skill and capabilities to discharge the role of Independent Directors

Place: New Delhi  
Date: 05.09.2022

By and on behalf of the Board of Directors  
Supreme Commercial Enterprises Limited

  
(Ishika Garg)  
CS & Compliance Officer