



SUPREME PETROCHEM LTD

Annual Report
2020-2021

**BOARD OF DIRECTORS:**

M. P. Taparia, Chairperson
 Rajan B. Raheja
 B. L. Taparia
 S. J. Taparia
 M. S. Ramachandran
 R. Kannan
 Ms. Ameeta Parpia
 Dr. S. Sivaram
 Rajeev M. Pandia
 K. V. Mujumdar (w.e.f September 19, 2020)

REGISTERED OFFICE:

Solitaire Corporate Park, Building No. 11, 5th Floor,
 167, Guru Hargovindji Marg, Andheri-Ghatkopar Link Road,
 Chakala, Andheri (East), Mumbai - 400 093
 Phone: +91 22 67091900
 Fax : +91 22 40055681
 email : investorhelpline@spl.co.in
 website : www.supremepetrochem.com

CIN:

L23200MH1989PLC054633

PLANTS:

- (i) Amdoshi, Wakan-Roha Road, Post: Patansai,
 Nagothane, Taluka Roha, Dist. Raigad,
 Maharashtra - 402 106.
- (ii) Ammulavoyil Village, Andarkuppam Post,
 Manali New Town, Chennai, Tamil Nadu - 600 103.

BANKERS:

ICICI Bank Ltd.
 AXIS Bank Ltd.
 Central Bank of India
 IndusInd Bank
 IDBI Bank Ltd.
 Kotak Mahindra Bank Ltd.
 Standard Chartered Bank
 The Hongkong & Shanghai - Banking Corporation Ltd.

AUDITORS:

M/s G. M. Kapadia & Co.
 Chartered Accountants

REGISTRARS & SHARE TRANSFER AGENT (RTA):

KFin Technologies Private Limited,
 Selenium Tower B, Plot No. 31 & 32,
 Financial District, Nanakramguda,
 Serilingampally Mandal,
 HYDERABAD - 500 032, TELANGANA.

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PERFORMANCE HIGHLIGHTS

₹ in Lakhs unless indicated otherwise

	2020-2021 (12 Months)	2019-2020 (12 Months)	2018-2019 (12 Months)	2017-2018 (12 Months)	2016-2017 (12 Months)	2015-2016 (9 Months)	2014-2015 (12 Months)	2013-2014 (12 Months)	2012-2013 (12 Months)	2011-2012 (12 Months)
Net Sales	318517	272425	319381	302661	291862	206805	265254	326430	296716	227267
Other Income	2128	1193	1003	802	749	347	319	586	539	649
Total Income	320645	273618	320384	303463	292611	207152	265573	327015	297254	227916
Operating Profit (EBIDTA)	69020	16042	10338	20429	30477	10721	9654	9557	16158	10269
Financial Cost	727	649	394	460	470	531	1660	2284	2388	3199
Depreciation / Amortisation	3914	3603	2327	2075	2222	1705	2364	2874	2771	2292
Profit Before Tax & Exceptional items	64378	11790	7616	17894	27785	8485	5629	4399	10999	4778
Net Profit	47749	10265	4921	11612	17941	5705	3570	3059	7282	3137
Paid up Equity Capital	9402.07	9643.61	9650.20	9650.20	9650.20	9650.20	9650.20	9650.20	9683.86	9683.86
Reserves and Surplus	97082	57684	54593	54909	48560	31823	27986	26777	25596	21146
Shareholders' Funds (Net Worth)	106484	67328	64243	64559	58210	41473	37636	36427	35280	30830
Deferred Tax Liability (Net)	3569	3743	5233	4874	4787	4796	4848	4924	4872	4386
Loans	—	—	—	—	—	—	—	3204	7469	14231
Capital Employed	110054	71070	69476	69433	62997	46269	42485	44555	47621	49446
Avg. Capital Employed	90562	70273	69455	66215	54633	44377	43520	46088	48534	49710
Earning Per Equity Share (₹)	50.63	10.64	5.10	12.03	18.59	5.91	3.70	3.16	7.52	3.24
Cash Earning Per Equity Share (₹)	54.78	14.37	7.51	14.18	20.89	7.68	6.15	6.13	10.38	5.61
Book Value (₹)	113.26	69.77	66.57	66.90	60.32	42.98	39.00	37.75	36.43	31.84
Dividend (%)	*150	55	30	45	45	15	15	15	25	14
ROACE (%) (PBIT / Average capital Employed)	71.89	17.70	11.53	27.72	51.72	20.32	16.75	14.50	27.58	16.05
ROANW (%) (PAT / Average Net Worth)	54.94	15.60	7.64	18.92	36.00	14.42	9.64	8.53	22.03	10.44
Debt : Equity (Total Debt/Total Net Worth)	—	—	—	—	—	—	—	0.09	0.21	0.46
Total Outside Liabilities / Total Net Worth	0.61	0.81	0.82	0.93	0.86	1.15	1.21	1.56	1.78	2.25

* Including Final dividend of 125% per equity share of the Company subject to approval of shareholders.

NOTICE

NOTICE is hereby given that the Thirty Second Annual General Meeting of SUPREME PETROCHEM LTD will be held on Thursday, 1st July, 2021 at 4.30 p.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following items of business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021, together with the Report of the Board of Directors and Auditors thereon.
2. To confirm the Interim Dividend of ₹ 2.50 per share paid on Equity Shares of the Company in November 2020 and to declare final dividend on the Equity Shares of the Company for the financial year ended March 31, 2021.
3. To appoint a Director in place of Shri Rajan B. Raheja (DIN: 00037480) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. **Approval for re-appointment of Shri B. L. Taparia as a Non Executive and Non Independent Promoter Director of the Company:**

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

"RESOLVED THAT consent of the members be and is hereby accorded, pursuant to the provisions of Section 152(6) of the Companies Act, 2013, for re-appointment of Shri B. L. Taparia (DIN: 00112438), who retires by rotation and being eligible offers himself for re-appointment, as a Non Executive and Non Independent Promoter Director of the Company, subject to retirement by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members be and is hereby also accorded for continuance of Shri B. L. Taparia as a Director of the Company, despite having attained the age of 75 years and above, as long as he continues in the same capacity.

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."

5. **Approval for re-appointment of Shri N. Gopal as Manager of the Company:**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to such other approvals as may

be necessary, consent of the Members be and is hereby accorded to the appointment of Shri N. Gopal as a Manager of the Company, despite having attained the age of 70 years and above, and to him being paid and provided remuneration, benefits and amenities for a period of three years w.e.f. April 1, 2021 to March 31, 2024 on the remuneration, terms and conditions approved by the Nomination and Remuneration Committee and as contained in the Explanatory Statement annexed to this Notice and in the Employment Agreement executed between the Company and Shri N. Gopal with liberty to the Board of Directors of the Company to vary or increase the remuneration including the perquisites within the prescribed limits or ceiling stipulated in Companies Act, 2013 read with Schedule V thereto and any other applicable rules/regulations, as amended from time to time, without any further reference to the Company, in such manner as may be agreed to between the Board and Shri N. Gopal.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profit in any financial year, the Company shall pay to Shri N. Gopal, in respect of such financial year, remuneration by way of salary, allowances, perquisites and other benefits as the Board of Directors may deem fit and suitable, subject to the limits provided in the Companies Act, 2013 read with Schedule V thereto and any other applicable rules/regulations, as amended from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all such steps as may be necessary, proper or expedient to give effect to this resolution".

6. **Regularisation of Shri K. V. Mujumdar as Director of the Company:**

To consider and if thought fit, to pass 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 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri K.V. Mujumdar (DIN: 08866096) appointed as an Additional Director of the Company pursuant to the provisions of Section 161 of the Companies Act, 2013 and clause 89 of the Articles of Association of the Company with effect from September 19, 2020 and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member, pursuant to the provisions of Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, not liable to retire by rotation.

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



7. Appointment of Shri K. V. Mujumdar as Whole Time Director of the Company:

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto, as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other approvals as may be necessary, the consent of the members be and is hereby accorded to the appointment of Shri K. V. Mujumdar as a Whole Time Director of the Company, designated as Director (Operations), for a period of 5 years with effect from September 19, 2020 to September 18, 2025, despite attaining the age of 70 years or more during his said tenure, on the remuneration, terms and conditions approved by the Nomination and Remuneration Committee and as contained in the Explanatory Statement annexed to this Notice and in the Employment Agreement executed between the Company and Shri K. V. Mujumdar with liberty to the Board of Directors of the Company to vary or increase the remuneration including the perquisites within the prescribed limits or ceiling stipulated in Companies Act, 2013 read with Schedule V thereto and any other applicable rules/regulations, as amended from time to time, without any further reference to the Company, in such manner as may be agreed to between the Board and Shri K. V. Mujumdar.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profit in any financial year, the Company shall pay to Shri K. V. Mujumdar, in respect of such financial year, remuneration by way of salary, allowances, perquisites and other benefits as the Board of Directors may deem fit and suitable, subject to the limits provided in the Companies Act, 2013 read with Schedule V thereto and any other applicable rules/regulations, as amended from time to time.

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

8. Ratification of remuneration of the Cost Auditors:

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any amendment, statutory modification(s) or re-enactment(s) thereof for the time being in force), the annual remuneration of ₹ 4,40,000/- (Rupees Four Lakhs Forty thousands only) plus out of pocket expenses & GST to M/s. Kishore Bhatia & Associates, (Firm Registration No.00294) - Cost Accountants as fixed by the Board of Directors for appointing them as Cost Auditors of the Company for the Financial Year 2021-2022 to conduct audit of its cost accounting records, as prescribed under the Companies (Cost Records & Audit) Rules, 2014 and

amendments made thereto be and is hereby ratified and approved.

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

9. Approval pertaining to Related Party Transaction(s):

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

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 (“The Act”) read with Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014, Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) and any other applicable rules and provisions including any amendments thereto for the time being in force, consent of the members be and is hereby accorded to the Board of Directors of the Company to enter into Contract(s)/Arrangement(s)/Transaction(s) with The Supreme Industries Limited, a Company which falls under Related Party Category in terms of the provisions of Section 2(76) of “The Act”, with respect to sale, purchase or supply of any goods or materials and/or availing of any services in connection with the purchase or sale of goods or material including storage thereof, on such terms and conditions as the Board of Directors may deem fit within the threshold limit stipulated under the provisions of Section 188 of “The Act” and/or Regulation 23 of “Listing Regulations” as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force), provided that the said Contract(s)/Arrangement(s)/Transaction(s) so carried out shall be on an Arm’s Length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate authority upon any Director or Officer of the Company for the purpose of executing requisite Agreement(s)/Contract(s)/Document(s) on behalf of the Company, in relation to the aforesaid activities, and to do all such acts, things and deeds as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

By Order of the Board of Directors
For **Supreme Petrochem Ltd**

D. N. Mishra
Company Secretary
FCS-5506

Registered Office:

Solitaire Corporate Park, Building No. 11, 5th Floor,
167, Guru Hargovindji Marg, Andheri-Ghatkopar Link Road,
Chakala, Andheri (East), Mumbai - 400 093
Phone : +91 22 67091900; Fax : +91 22 40055681
email : investorhelpline@spl.co.in
website: www.supremepetrochem.com

Date: April 30, 2021
Place: Mumbai

NOTES

1. In view of the continuing Covid-19 pandemic and consequential restrictions imposed on the movements of people, the Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20/2020 dated May 5, 2020 in conjunction with Circular No. 14/2020 dated April 8, 2020 and Circular No. 17/2020 dated April 13, 2020, (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the MCA Circulars granted certain relaxations and thus permitted the holding of Annual General Meeting ("AGM") of the companies through VC/OAVM viz. without the physical presence of the Members at a common venue. Hence in compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA/SEBI Circulars, as applicable, the AGM of the Company is being held through VC/OAVM (e-AGM).
2. The Deemed Venue of the 32nd AGM of the Company shall be its Registered Office.
3. Since the AGM will be held through VC/OAVM (e-AGM), the Route Map for venue of AGM is not annexed to the Notice.
4. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum of the AGM under Section 103 of the Act.
5. In compliance with the MCA Circulars and SEBI Circular dated January 15, 2021 as aforesaid, Notice of the AGM along with the Annual Report (viz. Financial Statement) for Financial Year 2020-2021 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories/R&T Agent. Members may note that the Notice and Annual Report for Financial Year 2020-2021 will also be available on the Company's website www.supremepetrochem.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of R&T Agent of the Company viz. KFin at <https://evoting.kfintech.com>.

Alternatively, Member may send signed copy of the request letter providing the e-mail address, mobile number, self-attested PAN copy, DP ID (in case of electronic mode shares), folio No (in case of physical mode shares) via e-mail at the Email Id – einward.ris@kfintech.com for obtaining the Annual Report and Notice of e-AGM of the Company electronically.
6. 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.
7. To avoid fraudulent transaction(s), the identity/signature of the Members holding shares in electronic/demat form is verified with the specimen signatures furnished by NSDL/CDSL and members holding shares in physical form is verified as per the records of the R&T Agent of the Company. Members are requested to keep the same updated.
8. Pursuant to the provisions of the Act and other applicable Regulations, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on their behalf and the proxy need not be a Member of the Company. However since this AGM is being held pursuant to the MCA/SEBI Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will also not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to the Notice.
9. Corporate/institutional Members (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG format) of the relevant Board Resolution/Authority Letter/Power of Attorney etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutinizer through e-mail at supreme.scrutiniser@gmail.com and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format 'SPL_EVENT No.'
10. The facility of joining the e-AGM through VC/OAVM will be opened 15 minutes before and will remain open upto 15 minutes after the scheduled start time of the e-AGM, i.e. from 4.15 p.m. to 4.45 p.m. and will be available for 1000 members on a first-come first-served basis. This rule would however not apply to participation in respect of large Shareholders (Shareholders holding 2% or more shares of the Company), Promoters, Institutional Investors, Auditors, Key Managerial Personnel and the Directors of the Company including Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.
11. Members are requested to notify change in their address, if any, immediately to the R&T Agent of the Company.
12. To receive faster communication by Company including Annual Reports and Notices, the Members are requested to register / update their e-mail address, Telephone Number/Mobile Number with their respective Depository Participants (DPs) where they hold their shares in electronic form. However if their shares are held in physical form, Members are advised to register their e-mail address with R&T Agent of the Company by clicking on the link <https://karisma.kfintech.com/emailreg> and following instructions thereof. Members are requested to support the green initiative efforts of the Company.



13. For ease of conduct, Members who would like to ask questions/express their views on the items of the businesses to be transacted at the AGM can send their questions/comments in advance by visiting URL <https://emeetings.kfintech.com> and clicking on the tab 'Post your Queries' during the period starting from June 23, 2021 (9.00 a.m. IST) to June 26, 2021 (5.00 p.m. IST) mentioning their name, demat account no./Folio no., Email Id, mobile number etc. The queries so raised must also be mailed at investorhelpline@spl.co.in. The queries should be precise and in brief to enable the Company to answer the same suitably depending on the availability of time at the meeting.
14. The Company has been maintaining, inter alia, the following statutory registers at its Registered Office - Andheri (East), Mumbai:
 - i. Register of contracts or arrangements in which directors are interested under Section 189 of the Act.
 - ii. Register of Directors and Key Managerial Personnel and their shareholding under Section 170 of the Act.

In accordance with the MCA circulars, the said registers shall be made accessible during the AGM for inspection, through electronic mode and the Shareholders can view the statutory registers of the Company after log in to <https://emeetings.kfintech.com> and clicking the button next to Thumb symbol.
15. The Members approved the appointment of M/s. G M Kapadia & Co. Chartered Accountants (FRN104767W) as Statutory Auditors of the Company, in their Annual General Meeting held on 18th July, 2018, to hold office from conclusion of 29th Annual General Meeting of the Company to the conclusion of its 34th Annual General Meeting to be held in calendar year 2023. Since the requirement of ratification of appointment of Statutory Auditors every year by the Members of Company has been dispensed with w.e.f. May 7, 2018 vide Companies (Amendment) Act, 2017, no resolution is being proposed for ratification of appointment of Statutory Auditors at the AGM.
16. Pursuant to the requirement of Regulation 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and respective provisions of Secretarial Standard-2, the brief profile/particulars of the Directors of the Company seeking their appointment or re-appointment at the Annual General Meeting (AGM) is annexed hereto.
17. The Explanatory Statement pursuant to Section 102 of the Companies Act 2013 ('Act') setting out details/material facts relating to the proposed special business(es) under Item Nos. 4 to 9 of the Notice is annexed hereto.
18. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or

transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their share holdings into dematerialized form. Members can contact the Company or its R&T Agent KFin for assistance in this regard.

19. In terms of circulars/regulations issued by SEBI, it is now mandatory to furnish a copy of PAN Card to the Company or its R&T Agent in case of transactions related to transfer of shares, deletion of name, transmission of shares and transposition of shares, hence members are requested to furnish copy of their PAN Card while proceeding for such transactions.
20. Members holding shares in the same name under different Ledger Folios are requested to apply for consolidation of such folios and send the relevant Share Certificates to the R&T Agent of the Company for enabling them to consolidate the shares with due process.
21. Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, June 29, 2021 to Thursday, July 01, 2021 (both days inclusive), for the purpose of AGM and for determining the name of members eligible for dividend on equity shares, if declared at AGM. 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 who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13 which can be downloaded from the Company website www.supremepetrochem.com. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to the Company's R&T Agent M/s KFin Technologies Pvt Ltd. in case the shares are held in physical form by sending an email to einward.ris@kfintech.com.
22. SEBI Listing Regulations have mandated the Companies to credit the dividends electronically to the Members' Bank account. Members who hold shares in electronic/dematerialized form should inform their Depository Participant (DP) as well as to the Company and those Members holding shares in physical form should inform to the Company or its R&T Agent, their bank details viz. Bank Account Number, Name of the Bank and Branch details, IFSC Code and MICR Code to enable the Company to incorporate the same for dividend payments. Those Members who have earlier provided their bank details but if there is any change therein, they should also update the same instantly in the manner as aforesaid. The dividend warrant for those members who fail to update their bank details will be posted subject to the normal functioning of the postal services, considering the ongoing COVID-19 Pandemic situation.
23. Members holding shares in electronic form may please note that their bank details as furnished by the respective Depositories or KFin (RTA) to the Company will be

printed on their dividend instruments as per the applicable regulations and the Company will not entertain any direct request from such Members for deletion/change in such bank details. Members may, therefore, give instructions regarding bank accounts in which they wish to receive the dividend, directly to their Depository Participants or KFin, as the case may be.

24. If the final dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend will be made on or after July 15, 2021 as under:

- i. to all the Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the Depositories viz. National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as at the close of business hours on Monday, June 28, 2021 (viz. the "Record Date");
- ii. to all the Members in respect of shares held in physical form after giving effect to their valid transfer or transmission or transposition requests lodged with the Company, if any, as at the close of business hours on Thursday, July 1, 2021.

25. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates as applicable to various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments made thereto from time to time. Some of the major features of the latest tax provisions on dividend distribution are stated as hereunder for a quick reference.

For Resident Shareholders, tax shall be deducted at source under Section 194 of the Income Tax Act, 1961 at 10% on the amount of Dividend declared and paid by the Company during financial year 2021-22 provided PAN is provided by the shareholder. If PAN is not submitted, TDS would be deducted @ 20% as per Section 206AA of the Income Tax Act, 1961.

However, no TDS shall be deducted on the dividend payable to a resident Individual if the total dividend to be received by them during Financial Year **2021-2022** does not exceed ₹ 5,000/-. Please note that this includes the previous dividend(s) paid, if any, and future dividend(s) which may be paid, during the Financial Year **2021-2022**, if declared.

In cases where the shareholder provides Form 15G (applicable to any person other than a Company or a Firm) / Form 15H (applicable to an Individual above the age of 60 years), provided that the eligibility conditions are being met, no tax at source shall be deducted.

Apart from the above, since the TDS/ Withholding rates are different for resident and non-resident shareholders,

members are requested to confirm their residential status as per the provisions of the Income Tax Act 1961, by sending an email at einward.ris@kfintech.com with cc to spldividend@spl.co.in

Company shall arrange to email the soft copy of TDS certificate of the Members at their registered email ID in due course, post payment of the dividend amount and in remaining cases where no email ID is registered, TDS certificates shall be posted to the Members when the postal services function normally.

In view of above provisions, the shareholders are requested to update their PAN with the Company/R&T Agent (in case shares held in physical mode) and with the depositories (in case of shares held in demat mode). A Resident individual shareholder with PAN but not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H in the aforesaid manner, to avail the benefit of non-deduction of tax at source, by sending email to spldividend@spl.co.in upto 5.00 p.m. (IST) on June 28, 2021.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F or any other document which may be required to avail the tax treaty benefits under the provisions of Income Tax Act, 1961 by sending an email to spldividend@spl.co.in upto 5.00 p.m. (IST) on June 28, 2021.

26. Shareholders who have not yet en-cashed their dividend warrant(s) for the financial year 2013-2014 and/or any subsequent financial years, are requested to submit their claim to the R&T Agent of the Company immediately to avoid transferring of their unpaid dividend amount to IEPF A/c.

Members are further requested to note that pursuant to the provisions of Section 124 and 125 of Companies Act, 2013, the dividends if not en-cashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF) and the shares in respect of which dividends remain unclaimed for seven consecutive years are also liable to be transferred to the demat account of the IEPF Authority and no claim with the Company shall lie in respect thereof. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority in Form IEPF-5 available on www.iepf.gov.in. With respect to procedure for making claim from IEPF, please refer to Corporate Governance Report separately annexed and forming part of the Annual Report.

The Company has uploaded the information in respect of unclaimed dividends on the website of the Company



www.supremepetrochem.com for ready reference of the members.

27. Information and Instructions for e-voting and joining the e-AGM of Company are as follows:

1. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company is pleased to provide to its Members, facility to exercise their right to vote on resolutions proposed to be passed at the AGM by electronic means. The Members may cast their votes using electronic voting system from any place (viz. 'remote e-voting'). The Company has engaged the services of Kfin Technologies Private Limited ("Kfin") as the Agency to provide e-voting facility to members.
2. The Board of Directors of the Company has appointed Shri P. N. Parikh (FCS 327) or failing him Shri Mitesh Dhabliwala (FCS 8331) or failing him Ms. Sarvari Shah (FCS9697) of Parikh & Associates, Practicing Company Secretaries as Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose.
3. Voting right of the Members shall be reckoned in proportion to their shares held in the paid-up equity share capital of the Company as on Thursday, June 24, 2021 (the "Cut-off date"). Person who is not a member as on the cut-off date should treat the Notice for information purpose only.
4. A person, whose name is recorded in the Register of Members or in the register of beneficial owners maintained by the depositories (viz. CDSL/NSDL) as on the cut-off date i.e. Thursday, June 24, 2021 only shall be entitled to avail the facility of remote e-voting for the resolutions placed in the AGM. Those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
5. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.
6. The remote e-voting facility will be available during the following period:

Commencement of remote e-voting : From 9.00 a.m. (IST) on Sunday, June 27, 2021.

End of remote e-voting : At 5.00 p.m. (IST) on Wednesday, June 30, 2021.

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled/blocked thereafter by the e-voting service providers. Once the vote on a resolution is cast by the Member(s), they shall not be allowed to change it subsequently or cast the vote again.

7. The remote E-Voting process, in relation to the resolutions proposed at 32nd AGM of the company has been segregated into 3 parts which is mentioned as hereunder:
 - (i) E-Voting in case of Physical Shareholders & Non-Individual Shareholders (Physical / Demat)
 - (ii) E-Voting in case of Individual Shareholders having shares in electronic / demat mode
 - (iii) E-Voting in case of attending AGM and voting thereat.

INSTRUCTION FOR REMOTE E-VOTING

(i) In case of Physical Shareholders & Non-Individual Shareholders (Physical/Demat) :

- a. Initial password is provided in the body of the e-mail.
- b. Launch internet browser and type the URL: <https://evoting.kfintech.com> in the address bar.
- c. Enter the log in credentials i.e. User ID and password mentioned in your e-mail. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting your votes.
- d. After entering the details appropriately, click on LOGIN.
- e. You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- f. You need to login again with the new credentials.
- g. On successful login, the system will prompt you to select the EVENT. Select Supreme Petrochem Limited.
- h. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as