

SCRUTINIZER'S REPORT

To

The Chairman,
73rd Annual General Meeting of the Equity Shareholders of
The Supreme Industries Limited
(L35920MH1942PLC003554)
Held on Wednesday the 16th September, 2015 at 4.00 p.m. at
Walchand Hirachand Hall, Indian Merchants' Chamber,
Near Churchgate Station, 76, Veer Nariman Road, Mumbai – 400020.

Dear Sir,

Sub : Scrutinizer's Report on: (i) e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014; (ii) the Ballot (in lieu of e-voting at the AGM) forms received from the shareholders who do not have access to e-voting and (iii) Poll conducted at the 73rd Annual General Meeting (AGM) of the Company.

I, V. Laxman, FCS, proprietor of M/s. V. Laxman & Company, Company Secretaries, Mumbai have been appointed by the Board of Directors of The Supreme Industries Limited ("the Company") as the Scrutinizer for the purpose of scrutinizing the e-voting process and the Ballot (in lieu of e-voting at the AGM) forms received from the shareholders and the process of Poll at the 73rd AGM, in a fair and transparent manner and ascertaining the requisite majority on (i) the e-voting and (ii) Ballot Form carried out in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management & Administration) Rules, 2015 and Clause 35-B of the Listing Agreement and (iii) Poll at the 73rd AGM, on the Resolutions as set out in the Notice convening 73rd AGM of the Company to be held on Wednesday, 16th September, 2015 at 4.00 p.m. at Walchand Hirachand Hall, Indian Merchants' Chamber, 76, Veer Nariman Road, Mumbai – 400020.



Responsibility of the Management

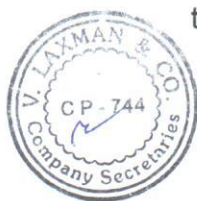
The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means and Ballot Form (in lieu of e-voting at the AGM) on the Resolution(s) as set out in the Notice convening the 73rd Annual General Meeting dated 24th July, 2015.

Responsibility as a Scrutinizer

Our Responsibility, as a Scrutinizer for the e-voting process and for the Ballot Form (in lieu of e-voting at AGM) and Poll at the 73rd AGM, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out in the Notice convening the 73rd AGM based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the Authorised Agency engaged by the Company for providing e-voting facilities and of the Ballot forms received upto 15th September, 2015, and of the Poll at the 73rd AGM of the Company.

Further in addition to the above, we submit our report as under :

- The Notice dated 24th July, 2015 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act, 2013 along with the Ballot form (in lieu of e-voting at AGM) were sent to the Shareholders in respect of the below mentioned resolutions which were passed at the said AGM of the Company held on 16th September, 2015.
- The Company has availed the e-voting facility offered by Central Depository Services Limited (CDSL) for conducting e-voting by the Shareholders of the Company. The Company has also provided to the shareholders who do not have access to e-voting to send their voting in writing on a Ballot Form (in lieu of e-voting at the AGM) in terms of the provisions of Clause 35-B of the Listing Agreement entered into with the Stock Exchange, Mumbai (BSE) and National Stock Exchange Limited (NSE).
- The shareholders of the Company holding shares as on the "cut-off" date of the 9th September, 2015 were entitled to vote on the proposed resolutions as set out in Item Nos. 1 to 10 in the Notice of the 73rd AGM of the Company.



- The voting period for e-voting commenced on Sunday, 13th September, 2015 at 9.00 a.m. and ended on Tuesday, 15th September, 2015 at 5.00 p.m. The Ballot forms received upto 5.00 p.m. on Tuesday, 15th September, 2015 were considered for our scrutiny.
- At the 73rd AGM of the Company held on 16th September, 2015, the Chairman of the Company had called for a Poll to facilitate the Members present in the meeting who could not participate either in the e-voting or ballot forms, to record their votes through the poll process.
- We, as the Scrutinizer, unblocked the votes casted, in the presence of Mr. Nehal Shah residing at 204, Akruti Erica, Shradhanand Road, Vile Parle (E), Mumbai-400 057 and Mr. L. C. Karwa residing at 31-A, Chinar Building, Rafi Ahmed Kidwai Road, Wadala, Mumbai-400 031, who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules 2015.

We now hereby submit our Consolidated Report on the Result of the E-Voting together with that of Ballot Form (in lieu of e-voting at the AGM), and Poll at the 73rd AGM in respect of the said Resolution(s), as under :

ORDINARY BUSINESS :

Item No. 1

ORDINARY RESOLUTION:

To consider and adopt the Directors' Report and the Audited Statement of Accounts together with Auditors' Report thereon for the financial year ended 30th June, 2015

VOTES CASTED FOR IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	95	29810392	100
Ballot Forms	288	67433092	100
Poll at AGM	24	26093	83.04
Total	407	97269577	99.99

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	0	0	0
Ballot Forms	1	1	Negligible
Poll at AGM	0	0	0
Total	1	1	Negligible

INVALID VOTES

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	0	0	0
Ballot Forms	2	1460	Negligible
Poll at AGM	7	5328	16.96
Total	9	6788	0.01

Item No. 2

ORDINARY RESOLUTION:

Declaration of Final Dividend and confirmation for payment of Interim Dividend on Equity Shares for the financial year ended 30.06.2015.

VOTES CASTED FOR IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	95	29810392	100
Ballot Forms	290	67433148	100
Poll at AGM	24	26093	83.04
Total	409	97269633	99.99

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	0	0	0
Ballot Forms	0	0	0
Poll at AGM	0	0	0
Total	0	0	0



INVALID VOTES

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	0	0	0
Ballot Forms	2	1460	Negligible
Poll at AGM	7	5328	16.96
Total	9	6788	0.01

Item No. 3

ORDINARY RESOLUTION:

Re-appointment of Shri V. K. Taparia who retires by rotation.

VOTES CASTED FOR IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	92	29796467	99.95
Ballot Forms	282	47083326	100
Poll at AGM	23	25893	82.41
Total	397	76905686	99.97

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	3	13925	0.05
Ballot Forms	4	521	Negligible
Poll at AGM	1	200	0.64
Total	8	14646	0.02

INVALID VOTES

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	0	0	0
Ballot Forms	2	1460	Negligible
Poll at AGM	7	5328	16.96
Total	9	6788	0.01



Item No. 4**ORDINARY RESOLUTION:**

Appointment of Auditors and fix their remuneration.

VOTES CASTED FOR IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	88	29436987	99.95
Ballot Forms	286	67433076	100
Poll at AGM	23	26043	83.02
Total	397	96896106	99.98

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	3	13925	0.05
Ballot Forms	2	2	Negligible
Poll at AGM	0	0	0
Total	5	13927	0.01

INVALID VOTES

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	0	0	0
Ballot Forms	2	1460	Negligible
Poll at AGM	7	5328	16.98
Total	9	6788	0.01



Item No. 5**ORDINARY RESOLUTION:**

Appointment of Shri Rajeev M. Pandia as an Independent Director.

VOTES CASTED FOR IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	89	29180044	99.98
Ballot Forms	285	67433026	100.00
Poll at AGM	22	25843	82.38
Total	396	96638913	99.99

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	1	5793	0.02
Ballot Forms	3	52	Negligible
Poll at AGM	1	200	0.64
Total	5	6045	0.01

INVALID VOTES

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	0	0	0
Ballot Forms	2	1460	Negligible
Poll at AGM	7	5328	16.98
Total	9	6788	0.01



SPECIAL BUSINESS :

Item No. 6

ORDINARY RESOLUTION:

Appointment of Shri Ramanathan Kannan as an Independent Director.

VOTES CASTED FOR IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	90	29185837	100
Ballot Forms	286	67433046	100
Poll at AGM	22	25843	82.38
Total	398	96644726	99.99

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	0	0	0
Ballot Forms	3	52	Negligible
Poll at AGM	1	200	0.64
Total	4	252	Negligible

INVALID VOTES

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	0	0	0
Ballot Forms	2	1460	Negligible
Poll at AGM	7	5328	16.98
Total	9	6788	0.01



Item No. 7**SPECIAL RESOLUTION:**

Continuation of Shri M. P. Taparia as Managing Director

VOTES CASTED FOR IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	95	29810392	100
Ballot Forms	281	46056511	99.21
Poll at AGM	24	26093	83.04
Total	400	75892996	99.51

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	0	0	0
Ballot Forms	3	71	Negligible
Poll at AGM	0	0	0
Total	3	71	Negligible

INVALID VOTES

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	0	0	0
Ballot Forms	3	368858	0.79
Poll at AGM	7	5328	16.96
Total	10	374186	0.49



Item No. 8**SPECIAL RESOLUTION:**

Continuation of Shri S. J. Taparia as Executive Director

VOTES CASTED FOR IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	95	29810392	100
Ballot Forms	282	46374859	100
Poll at AGM	24	26093	83.04
Total	401	76211344	99.99

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	0	0	0
Ballot Forms	3	71	Negligible
Poll at AGM	0	0	0
Total	3	71	Negligible

INVALID VOTES

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	0	0	0
Ballot Forms	2	1460	Negligible
Poll at AGM	7	5328	16.96
Total	9	6788	0.01



Item No. 9**SPECIAL RESOLUTION:**

Increase in Shareholding limit for foreign Institutional Investors (FIIS)/ Registered Foreign Portfolio Investors (RFPIs) up to 30 percent of the paid up Equity Share Capital

VOTES CASTED FOR IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	94	29810092	99.99
Ballot Forms	280	67431177	100
Poll at AGM	22	25843	82.38
Total	396	97267112	99.99

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	1	300	Negligible
Ballot Forms	3	1901	Negligible
Poll at AGM	1	200	0.64
Total	5	2401	Negligible

INVALID VOTES

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	0	0	0
Ballot Forms	2	1460	Negligible
Poll at AGM	7	5328	16.98
Total	9	6788	0.01



Item No. 10**ORDINARY RESOLUTION:**

Appointment of Cost Auditors.

VOTES CASTED FOR IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	95	29810392	100
Ballot Forms	286	67432447	100
Poll at AGM	23	26043	83.02
Total	404	97268882	99.99

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	0	0	0
Ballot Forms	1	1	Negligible
Poll at AGM	0	0	0
Total	1	1	Negligible

INVALID VOTES

Mode of Voting	Number of Members voted	Number of Votes casted	Percentage of Total Number of Votes Casted
E-Voting	0	0	0
Ballot Forms	2	1460	Negligible
Poll at AGM	7	5328	16.98
Total	37	6788	0.01



Based on the foregoing, the Resolutions No(s). 01 to 10 shall be deemed to have been **passed with the requisite majority.**

For **V. Laxman & Company**
Company Secretaries



Date : 18th September, 2015
Place : Mumbai

(**V. Laxman**)
FCS : 1513
CP : 744

