



# SUPERIOR INDUSTRIAL ENTERPRISES LIMITED

Regd. Office: 25, Bazar Lane, Bengali Market, New Delhi- 110001

05<sup>th</sup> September, 2019

**Bombay Stock Exchange Limited**  
**Phiroze Jeejeebhoy Towers,**  
**Dalal Street,**  
**Mumbai-400001**

**Scrip Code: 519234**

**Sub: Notice of the 28<sup>th</sup> Annual General Meeting, Closure of Register of Members and Share Transfer Books and Information regarding E-voting facility.**

Dear Sir,

This is to inform you that the 28th Annual General Meeting of the members of the Company will be held on Monday, 30th September, 2019 at 10.00 AM. at Aggarwal Farm House, A-5, Bhati Mines Road, Near Dera Crossing, Fatehpur (Chattarpur), Delhi-110074. We are enclosing herewith Notice of 28th Annual General Meeting of the Company.

In terms of Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to section 91 of the Companies Act, 2013, as amended from time to time, the Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 24th September 2019 to Monday, 30th September 2019 (both days inclusive) for the purpose of the 28th Annual General Meeting of the Company.

Further, Pursuant to Section 108 of the Companies act 2013 and Rule 20 of The Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is pleased to provide remote e-voting facility to its Members enabling them to cast their vote for all the resolutions as set in the Annual General Meeting Notice. The e-voting period commences on 27th September, 2019 at 9:00 am. and ends on 29th September, 2019 at 5:00 p.m. (both days inclusive). The voting rights of Members shall be as per the Number of Equity shares held by them as on the cut-off date which is 23rd September 2019.

Request you to take the above information on record.

Thanking You.

Yours Faithfully

**For Superior Industrial Enterprises Limited**

  
**Megha Rastogi**  
**Company Secretary**





# SUPERIOR INDUSTRIAL ENTERPRISES LIMITED

Regd. Office: 25, Bazar Lane, Bengali Market, New Delhi- 110001

## Notice of 28th AGM

I look forward to welcoming you at 28th Annual General Meeting of Superior Industrial Enterprises Limited ("COMPANY"). The business of the meeting comprises resolutions that we regularly bring to Shareholders. This year's annual general meeting (AGM) will be held at Aggarwal Farm House, A-5, Bhati Mines Road, Near Dera Crossing, Fatehpur (Chattarpur), Delhi-110074 on Monday, 30th September, 2019 at 10.00 AM. You will be asked to consider and pass the resolutions below.

### ORDINARY BUSINESS:

#### 1. To receive, consider and adopt the;

- a) Audited Standalone Financial Statements of the company for the financial year ended 31<sup>st</sup> March, 2019 and the Reports of the Board of Directors and the Auditors thereon; and
- b) Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2019 and the Report of the Auditors thereon.

2. To appoint a Director in place of Mr. Krishna Kumar Agarwal (DIN: 06713077), who retires by rotation and being eligible offers himself for re-appointment

### SPECIAL BUSINESS:

#### 3. Regularization of Mr. Vijay Kumar Gupta as Director of the Company

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 Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 16 of SEBI (Listing Obligation And Disclosure Requirement) Regulation, 2015, Mr. Vijay Kumar Gupta who was appointed as an Additional Independent Director on 14<sup>th</sup> January, 2019 pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, whose office is not liable to retire by rotation for a term of five years commencing from 14<sup>th</sup> January, 2019 till 13<sup>th</sup> January, 2024."

**4. To ratify the remuneration of M/s Mahesh Singh & Co., Cost Auditor of the Company for the year 2019-20**

**“Resolved that** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the rule 14 of Companies (Audit And Auditors) Rules, 2014, the remuneration payable to M/s Mahesh Singh & Co, Cost Accountants (Firm Registration No. 100441), appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2020, for remuneration amounting to Rs. 25,000 (Rupees Twenty Five Thousand) only and also the payment of service tax as applicable and re-imbursement of out of pocket expenses incurred in connection with the aforesaid audit, as recommended by the Audit Committee and approved by the Board be and is hereby ratified and confirmed.”

**For and on behalf of Board  
Superior Industrial Enterprises Limited**

  
**Megha Rastogi**

**Company Secretary cum Compliance Officer**

Date: 13-08-2019  
Place: New Delhi



### **Important information about the AGM (NOTES)**

**A MEMBER ENTITLED TO ATTEND AND VOTE AT THE TWENTY EIGHTH ANNUAL GENERAL MEETING ('AGM') IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE ON HIS/HER BEHALF ONLY ON A POLL. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE AGM.**

1. Information as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), in respect of the Director seeking re-appointment at the AGM is provided hereunder.
2. As required under SS-2 issued by the ICSI, a route map, including a prominent landmark, showing directions to reach the AGM venue is annexed to the Annual Report.
3. **HOW TO VOTE AND ATTEND:** You can vote online at [www.evotingindia.com](http://www.evotingindia.com). Superior Industrial Enterprises Limited ("hereinafter referred to as COMPANY") is accessible on public transport via Metro and Autos. This year AGM will be held at Aggarwal Farm House, A-5, Bhati Mines Road, Near Dera crossing, Fatehpur (Chattarpur), Delhi-110074. Voting at the meeting will be by poll rather than on a show of hands. This allows all shareholders, present in person or by proxy, to vote on all resolutions in proportion to their shareholding. We believe that this is the fairest approach to voting and will ensure an exact and definitive result. This year I will once again call a poll for all resolutions considered at the AGM.
4. To be entitled to attend and vote at the Annual General Meeting (AGM) and for the purpose of the determination by the Company of the votes they may cast, shareholders must be registered in the register of members of the Company as on 23<sup>rd</sup> September, 2019. Changes to the register of members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the meeting.
5. Share Transfer Books and Register of Members will remain closed from 24<sup>th</sup> September, 2019 to 30<sup>th</sup> September, 2019.
6. For convenience of the members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip, which is enclosed with this Annual Report. Members are requested to sign at the place provided on the attendance slip and hand it over at the registration counter of the venue.
7. **ASKING A QUESTION AT THE AGM:** Any member, or their duly appointed proxy, attending the meeting has the right to ask questions. The Company must cause to be answered any such question relating to the business being dealt with at the meeting but no such answer need be given if:
  - (a) to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information;
  - (b) it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.
8. **APPOINTING A PROXY:** If you would like to vote on the resolutions but cannot attend the AGM, please register your proxy appointment by filling in the proxy form sent to you with this Notice of Meeting and returning it to our registrar/Company Address as soon as possible. If you appoint a proxy this will not prevent you from attending and voting at the AGM in person, should you choose to do so.

A shareholder may appoint more than one proxy in relation to the AGM provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder.

A proxy need not be a shareholder of the Company. If you do not have a proxy form and believe that you should have one, or if you require additional forms, please contact our registrar, MAS SERVICES LIMITED.

To be valid any proxy form or other instrument appointing a proxy must be received (during normal business hours only) by post/hand to the Company's Registered Address or at MAS SERVICES LIMITED. The return of a completed proxy form or other such instrument will not prevent a shareholder attending the AGM and voting in person if he/she wishes to do so.
9. **JOINT HOLDERS:** In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
10. **CORPORATE REPRESENTATIVES:** Pursuant to Section 113 of the Companies Act, 2013 and Rules framed thereunder, the corporate members intending to send their authorized representatives to attend the AGM are requested to send to the Company, a certified copy of the Board Resolution and Power of Attorney, if any, authorizing their representative(s) to attend and vote, on their behalf, at the AGM.
11. **QUERIES:** Any Member desirous of receiving any information on the Financial Statements or Operations of the Company is requested to forward his / her queries to the Company at least seven working days prior to the AGM, so that the required information can be made available at the AGM. In all correspondence with the Company, Members holding shares in physical mode are requested to quote their account / folio numbers and in case their shares are held in the dematerialized mode, Members are requested to quote their DP Id and Client Id No(s). Pursuant to the provisions of Section 72 of the Companies Act, 2013 and Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014, members are informed that they may nominate at any time, in the prescribed manner, a person to whom their shares in the Company shall vest in the unfortunate event of their death. Members holding shares in physical mode should file their nomination with the Company or with M/s. MAS SERVICES LIMITED, the Registrar and Share Transfer Agents (RTA) of the Company, at their



communication address given in the Annual Report, whilst those Members holding shares in de-mat / electronic mode should file their nomination with their Depository Participants (DPs).

12. As per Regulation 40(7) of the Listing Regulations read with Schedule VII to the said Regulations, for registration of transfer of shares, the transferee(s) as well as transferor(s) shall mandatorily furnish copy of their Income Tax Permanent Account Number (PAN). Additionally, for securities market transactions and/ or for off market/ private transactions involving transfer of shares in physical mode of listed Companies, it shall be mandatory for the transferee(s) as well as transferor(s) to furnish copy of PAN Card to the Company/ RTA for registration of such transfer of shares. In case of transmission of shares held in physical mode, it is mandatory to furnish a copy of the PAN Card of the legal heir(s)/ Nominee(s).

13. Members are requested to kindly note that if physical documents viz. Demat Request Forms (DRF) and Share Certificates, etc. are not received from their DPs by the RTA within a period of 15 days from the date of generation of the Demat Request Number (DRN) for dematerialization, the DRN will be treated as rejected / cancelled. This step is being taken on the advice of NSDL and CDSL, so that no demat request remains pending beyond a period of 21 days. Upon rejection/ cancellation of the DRN, a fresh DRF with new DRN has to be forwarded along with the Share Certificates by the DPs to the RTA. This note is only to caution Members that they should ensure that their DPs do not delay in sending the DRF and Share Certificates to the RTA after generating the DRN. The Ministry of Corporate Affairs (MCA), Government of India has introduced a 'Green initiative in Corporate Governance' by allowing paperless compliances by the Companies for service of documents to their Members through electronic mode, which will be in compliance with Section 20 of the Companies Act, 2013 and Rules framed thereunder. In case you have not registered your e-mail Id, please communicate the same to the Company or RTA at their communication address given in the Annual Report in respect of the shares held in physical mode or communicate to your DPs concerned in respect of shares held in demat / electronic mode. Although you are entitled to receive physical copy of the Notices, Annual Reports, etc. from the Company, we sincerely seek your support to enable us to forward these documents to you only by e-mail, which will help us participate in the Green Initiatives of the MCA and to protect our environment.

14. **REGISTERS:** The registers of directors and Key Managerial Personnel and their Shareholding maintained under section 170 of the Companies Act, 2013, the register of contracts or arrangements in which directors are interested under section 189 of the Companies Act, 2013 will remain available for inspection at Annual General Meeting. Members desiring any information relating to the Accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.

15. **E-VOTING:** Pursuant to Section 108 and Section 136 of the Companies Act, 2013 read with relevant rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their email address either with the Company or depository participant(s).

16. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44(1) of SEBI (Listing Obligation And Disclosure Requirement) Regulation, 2015, the Company is pleased to provide the facility to Members to exercise their vote on the resolution proposed to be passed at AGM by electronic means. The members, whose names appear in the Register of Members/list of beneficial owner as on 23<sup>rd</sup> September, 2019 are entitled to vote on the resolutions set forth in the notice. The members may cast their votes on electronic voting system from place other than venue of the meeting.

17. The e-voting period commences on 27<sup>th</sup> September, 2019 (09.00 AM) and ends on 29<sup>th</sup> September, 2019 (05.00 PM). During this period Shareholders of the Company, holding shares either in physical form or in dematerialized form as on the cut off date (record date) of 23<sup>rd</sup> September, 2019, may cast their vote electronically. The e-voting module schedule shall be disabled by NSDL for voting thereafter.

18. The voting right of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut off date (record date) of 23<sup>rd</sup> September, 2019.

19. The Company has appointed Ms. Sheetal Bansal, a Practicing Company Secretary and Proprietor of M/s Sheetal Bansal & Associates, a practicing Company secretaries firm, as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

20. The scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, therefore unblock the votes cast through remote e-voting in the presence of atleast two witness not in the employment of the Company and make not later than 48 hours of conclusion of the meeting a consolidated Report to the Chairman or the person authorised by him and shall be placed on the Website of NSDL and of the Company within 2 days of passing of resolutions at the AGM of the Company. The listed entity shall submit to the stock exchange, within forty eight hours of conclusion of its General Meeting, details regarding the voting results, i.e. till 2<sup>nd</sup> October, 2019.



21. The procedure and instructions for members for e-voting are disclosed in the Attendance Slip attached with this report. As a measure of economy, copies of Annual Report will not be distributed at the venue of the AGM. Members are therefore requested to bring their own copies of the Annual Report to the meeting.

***THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THE PROPOSALS REFERRED TO IN THIS DOCUMENT OR AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD SEEK YOUR OWN ADVICE FROM OUR REGISTRAR AND TRANSFER AGENT OR OTHER PROFESSIONAL ADVISOR.***

***IF YOU HAVE SOLD OR OTHERWISE TRANSFERRED ALL OF YOUR SHARES, PLEASE PASS THIS DOCUMENT TOGETHER WITH THE ACCOMPANYING DOCUMENTS TO THE PURCHASER OR TRANSFEREE, OR TO THE PERSON WHO ARRANGED THE SALE OR TRANSFER, SO THEY CAN PASS THESE DOCUMENTS TO THE PERSON WHO NOW HOLDS THE SHARES.***

### ***EXPLANATORY STATEMENTS***

An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to special business to be transacted at the Annual General Meeting is annexed hereto.

#### **Resolution No.: 3**

Appointment of Mr. Vijay Kumar Gupta as an Independent Director of the Company: The Board of Directors of the Company had appointed Mr. Vijay Kumar Gupta as an Additional Independent Director of the Company with effect from 14<sup>th</sup> January, 2019. In accordance with the provisions of Section 161 of Companies Act, 2013, Mr. Vijay Kumar Gupta shall hold office upto the date of forthcoming Annual General Meeting and is eligible to be appointed as an Independent Director for a term upto five years from the date of his appointment.

The Company has received notice under section 160 of the Companies Act, 2013 from Mr. Kamal Agarwal, member of the Company signifying his candidature as an Independent Director of the Company.

The Company has received a declaration of Independence from Mr. Vijay Kumar Gupta. In the opinion of the Board, Mr. Vijay Kumar Gupta fulfills the conditions specified in the Companies Act, 2013 and the Listing Regulation for appointment as Independent Director of the Company.

A copy of letter of appointment for Independent director, setting out terms and conditions of appointment of Independent Directors is available for inspection at the Registered Office of the Company during business hours on any working day and is also available on the website of the Company <http://www.superiorindustrial.in>.

None of the directors or Key Managerial Personnel and their relative, except Mr. Vijay Kumar Gupta is concerned or interested (financially or otherwise) in this resolution. The Board recommends the ordinary resolution set out at item no. 3 for the approval of members.

**Resolution 4:**

To approve the remuneration of Cost Auditors of the Company: The Board of Directors of the Company, on the recommendation of Audit Committee, approved the appointment and remuneration of M/s Mahesh Singh & Company, Cost Accountants, to conduct the audit of Cost Records of the Company for the financial year ending 31st March, 2020. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with rule 14 (a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditor is required to be ratified by the members of the Company. Accordingly, consent of the members is sought to ratify the remuneration payable to the Cost Auditors.

The Board recommends the ordinary resolution set out at item no. 4 for the approval of members.

None of the directors or Key Managerial Personnel and their relative, is concerned or interested in this resolution. The Board recommends the ordinary resolution set out at item no. 4 for the approval of members.

For and on behalf of Board  
**Superior Industrial Enterprises Limited**



**Date: 13-08-2019**

**Place: New Delhi**

**Megha Rastogi**  
Company Secretary cum Compliance Officer





# SUPERIOR INDUSTRIAL ENTERPRISES LIMITED

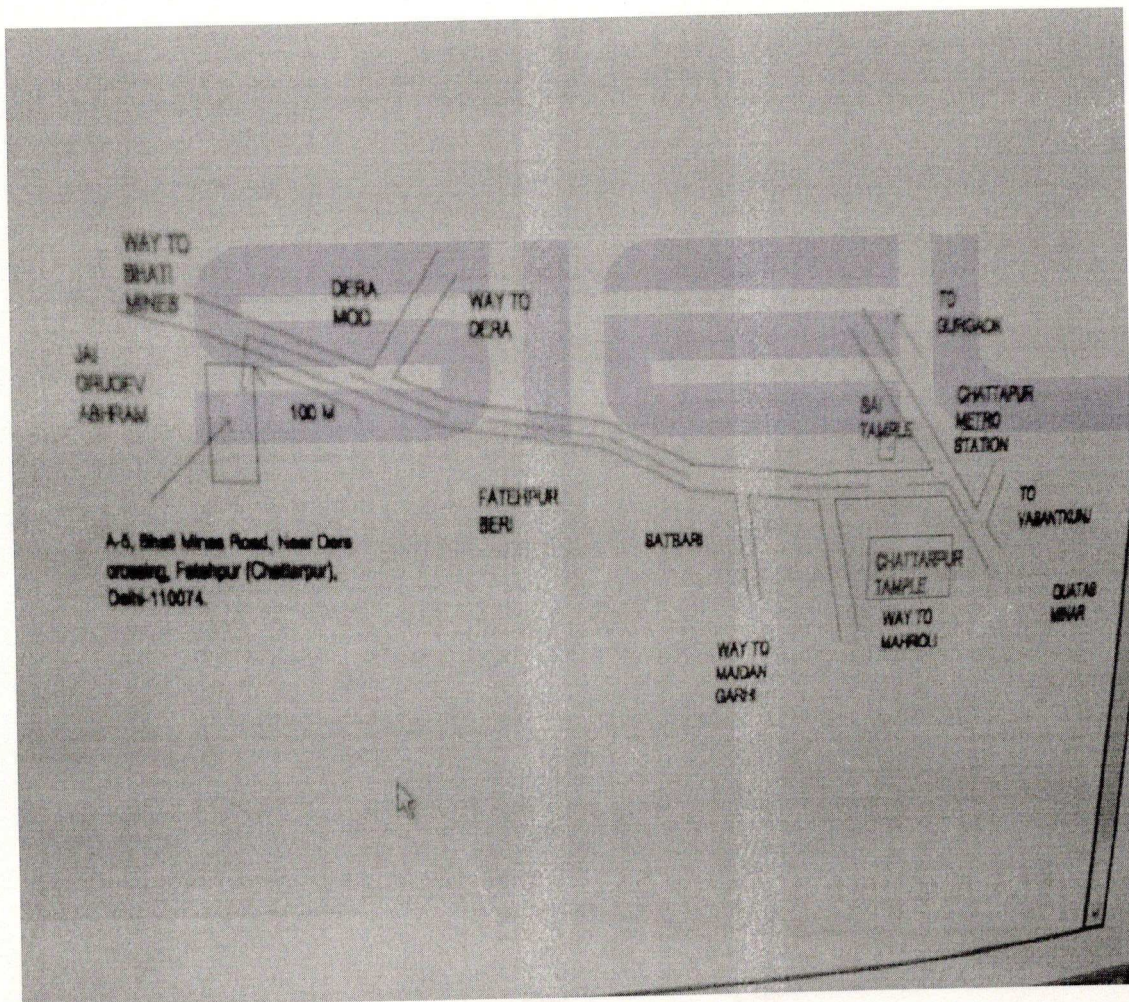
Regd. Office: 25, Bazar Lane, Bengali Market, New Delhi- 110001

## *TRANSPORT AND DIRECTIONS TO AGM LOCATION*

AGGARWAL FARM HOUSE, A-5, BHATI MINES ROAD, NEAR DERA CROSSING, FATEHPUR (CHATTARPUR), DELHI-110074

### **TRAVEL INFORMATION**

Aggarwal Farm House, A-5, Bhati Mines Road, Near Dera crossing, Fatehpur (Chattarpur), Delhi-110074 is situated nearby Chattarpur Mandir.





**Superior Industrial Enterprises Limited**

Regd. Office: 25, Bazar Lane, Bengali Market, New Delhi- 110 001  
Tel. +011-43585000; Fax. +43585015 Website: [www.superiorindustrial.in](http://www.superiorindustrial.in)  
E mail: [info@superiorindustrial.in](mailto:info@superiorindustrial.in)  
CIN: L15142DL1991PLC046469

**ELECTRONIC VOTING PARTICULARS**

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

Commencement of e-voting	<b>27<sup>th</sup> September, 2019 (09.00 AM)</b>
End of e-voting	<b>29<sup>th</sup> September, 2019 (05.00 PM)</b>

**The cut-off date (i.e. the record date) for the purpose of e-voting is 23<sup>rd</sup> September, 2019.**

----- **TEAR HERE** -----

**Superior Industrial Enterprises Limited**

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Tel. +011-43585000; Fax. +43585015 Website: [www.superiorindustrial.in](http://www.superiorindustrial.in)  
E mail: [info@superiorindustrial.in](mailto:info@superiorindustrial.in) CIN: L15142DL1991PLC046469

**ATTENDANCE SLIP**

I/We hereby record my presence at the 28<sup>th</sup> Annual General Meeting on Monday, 30<sup>th</sup> September, 2019 at Aggarwal Farm House, A-5, Bhati Mines Road, Near Dera Crossing, Fatehpur (Chattarpur), Delhi-110074 at 10.00 AM

Name of the Shareholders or Proxy (In Block Letters) \_\_\_\_\_

No. of Shares Held \_\_\_\_\_

Regd. Folio No./DPID\_CLID \_\_\_\_\_

**(Member's /Proxy's Signature)**

**Member's/Proxy's name in Block Letters**

**Note:**

**PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE HALL.**



## **REMOTE E- VOTING**

The procedure and instructions for E-Voting as given in the Notice of the 28th Annual General Meeting are again reproduced hereunder for easy reference:

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. "COMPANY 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 "Superior Industrial 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.
- 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 [info@superiorindustrial.in](mailto:info@superiorindustrial.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

II. In case of Members receiving Physical copy of Notice of 28th Annual 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](http://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 23<sup>rd</sup> September, 2019.
- 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. 23<sup>rd</sup> September, 2019 may also obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto: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](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800\_222\_990.
- F. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- 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 AGM through ballot paper.
- H. Ms. Sheetal Bansal, Practicing Company Secretary, (COP-22284) Proprietor of M/s Sheetal Bansal & Associates, a practicing Company secretaries firm, as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- I. The Chairman shall, at the AGM, 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 AGM but have not cast their votes by availing the remote e-voting facility.
- J. The Scrutinizer shall after the conclusion of voting at the AGM, 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 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, who shall countersign the same and declare the result of the voting forthwith.
- K. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company [www.superiorindustrial.in](http://www.superiorindustrial.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 BSE Limited.



**Superior Industrial Enterprises Limited**

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Tel. +011-43585000; Fax. +43585015 Website: [www.superiorindustrial.in](http://www.superiorindustrial.in)  
E mail: [info@superiorindustrial.in](mailto:info@superiorindustrial.in)  
CIN: L15142DL1991PLC046469

**Form No. MGT-11 (Proxy form)**

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 :	E-mail Id:
Address:	
Signature , or failing him	
2. Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 28<sup>th</sup> Annual General Meeting of the Company, to be held on the 30<sup>th</sup> day of September, 2019 at 10.00 AM at Aggarwal Farm House, A-5, Bhati Mines Road, Near Dera Crossing, Fatehpur (Chattarpur), Delhi-110074 is situated nearby Chattarpur Mandir, (place) and at any adjournment thereof in respect of such resolutions as are indicated below:

SN	Resolution (s)	Assent/ Dissent	
	<b>Ordinary Business</b>		
1	Consider and Adopt: Audited Financial Statement for the financial year ended March 31, 2019 and the Reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements for the financial year ended March 31, 2019 and the Report of Auditors thereon.		
2	To appoint a Director in place of Mr. Krishna Kumar Agarwal (DIN: 06713077), who retires by rotation and being eligible offers himself for re-appointment		
	<b>Special Business</b>		
3	Appointment of Mr. Vijay Kumar Gupta as Director of the Company		
4	To ratify the remuneration of M/s Mahesh Singh & Co., Cost Auditor of the Company for the year 2019-20		

Signed this \_\_\_\_ day of \_\_\_\_ 2019

Signature of Shareholder

Signature of Proxy holder

Affix  
revenue  
stamp

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.
- The proxy need not be a member of the company