March 16, 2020

BSE Limited
Phiroze Jeejeebhoy Towers,
1st Floor, Dalal Street,
MUMBAI - 400 001
Script Code- 500405

Dear Sir/Madam,

Sub: Buyback of equity shares of Supreme Petrochem Ltd (“Company”)

At the meeting of the board of directors (“Board”) of the Company held on March 12, 2020, the Board has approved a proposal for the buy-back of equity shares of face value of Rs.10/- each at a price not exceeding Rs.185/- per equity share for an aggregate amount of Rs.6267 Lakhs (Rupees Six Thousand Two Hundred Sixty Seven Lakhs Only) representing 9.998% of the aggregate of the total paid-up equity capital and free reserves of the Company based on the audited standalone financial statements of the Company for last financial year ended on March 31, 2019 from the shareholders of the Company in terms of Sections 68, 69, 70 and other applicable provisions, if any, of the Companies Act, 2013 (as amended) and Rules made thereunder and the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 (“Buyback Regulations”) (“Buyback”).

In compliance with Regulation 5(vii) of the Buyback Regulations, we are enclosing herewith a certified true copy of the board resolution passed at the meeting of the Board held on March 12, 2020 and copy of Public Announcement.

Thanking you,

Yours faithfully,

For Supreme Petrochem Ltd

D N MISHRA
COMPANY SECRETARY

Encl: as above
CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY
THE BOARD OF DIRECTORS OF SUPREME PETROCHEM LTD
AT THEIR MEETING HELD ON MARCH 12, 2020 AT UNIFIED COLLABORATION SERVICES LLP,
OFFICE NO. 1220, HUBTOWN SOLARIS, N.S. PHADAKE MARG, TELI GULLY SIGNAL, ANDHERI EAST, MUMBAI – 400 093

OPENING OF TRADING ACCOUNT WITH AXIS CAPITAL LIMITED

"RESOLVED THAT the Company do open a Trading account with M/s. Axis Capital Limited a member of National Stock Exchange of India Limited (NSE), BSE Limited (BSE) & Metropolitan Stock Exchange of India Limited (MSEIL) for buy back purpose.

RESOLVED FURTHER THAT _ M. P. Taparia, Director, Shri Rejan B Raheja, Shri B. L. Taparia, Director, Shri S. J. Taparia, Director, Shri Rakesh Nayyar, Executive Director & CFO, Shri D. N. Mishra, Company Secretary and Shri Dilip Deole, Dy. Chief Executive (Finance & Accounts), Authorised Signatories of the Company (hereinafter collectively known as "the Authorized Persons") of the Company be and are hereby severally authorised to make application and execute all necessary documentation, negotiate and finalize the terms and conditions as may be acceptable and complete all relevant formalities with M/s. Axis Capital Limited.

RESOLVED FURTHER THAT the above Authorised Persons be and are hereby severally authorised to operate the Trading account so opened and sign, execute and deliver orders, instructions letters, notes, contracts, share transfer forms and such other documents as may be considered necessary form time to time for the aforesaid purpose pertaining to the share / debentures / bonds acquired or to be acquired in the name of the Company, and take all such actions and do all such things, as may be deemed prudent, necessary and expedient for giving effect to the above resolution from time to time.

RESOLVED FURTHER THAT M/s. Axis Capital Limited, a member of NSE, BSE & MSEIL be and is hereby authorised to honour instructions oral or written, given on behalf of the Company by any of the above persons so authorised hereinafore.

RESOLVED FURTHER THAT the above resolution shall remain effective and in force up to 30 days after the closure of Buy Back offer of the company made to the shareholders vide its Board Resolution dated 12-03-2020.

RESOLVED FURTHER THAT certified true copies of the aforesaid Resolutions duly signed by any Director / Company Secretary be forwarded to M/s. Axis Capital Limited and such other parties as may be required from time to time."

CERTIFIED TRUE COPY
For SUPREME PETROCHEM LTD

D. N. MISHRA
G. M. (LEGAL) & COMPANY SECRETARY
MEMBERSHIP NO. FCS-5506

SOLITAIRE CORPORATE PARK,
BUILDING NO 11, 5TH FLOOR,
167, GURU HARGOVINDJI MARG,
ANDHERI-GHATKOPAR LINK ROAD,
CHAKALA, ANDHERI (EAST),
MUMBAI – 400 093.
CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY
THE BOARD OF DIRECTORS OF SUPREME PETROCHEM LTD
AT THEIR MEETING HELD ON MARCH 12, 2020 AT UNIFIED COLLABORATION SERVICES LLP,
OFFICE NO. 1220, HUBTOWN SOLARIS, N.S. PHADAKE MARG, TELI GULLY SIGNAL, ANDHERI
EAST, MUMBAI – 400 093

EXECUTION OF ESCROW AGREEMENT WITH AXIS BANK LTD ALONG WITH AXIS CAPITAL
LIMITED TO OPEN ESCROW ACCOUNT FOR BUY BACK PURPOSE

"RESOLVED THAT approval of the Board be and is hereby accorded to enter into ESCROW
agreement with Axis Bank Limited along with Axis Capital Limited as required under Securities
and Exchange Board of India (Buy Back of Securities) Regulations, 2018 for opening of an
Escrow Account with Axis Bank Ltd, Fort Branch, Mumbai under the name and style of “Supreme
Petrochem Ltd Buy-Back Escrow Account”.

RESOLVED FURTHER THAT any one of the following Directors/Officials of the Company

Shri M. P. Taparia- Chairperson
Shri Rajan B Raheja- Director
Shri B. L. Taparia- Director
Shri S. J. Taparia- Director
Shri Rakesh Nayyar, Executive Director & CFO
Shri D. N. Mishra, Company Secretary
Shri Dilip Deole, Dy. Chief Executive (Finance & Accounts)

are authorized severally to execute/perform the acts, deeds, documents, letters and things in the
name and on behalf of the Company as may be required to execute the ESCROW agreement
and deposit therein the Escrow Amount as per SEBI (Buy –Back) Regulations-2018”

RESOLVED FURTHER THAT Mr Anay Khare, Mr Akash Agarwal, Mr Ankit Bhatia of Axis Capital
Limited be and are hereby severally authorized to operate the Escrow Account of the company
and realize the amount deposited in Escrow Account, in the event of Non compliance of Buy Back
Regulations in consonance with the provisions of SEBI (Buy Back) Regulations, 2018”.

CERTIFIED TRUE COPY
For SUPREME PETROCHEM LTD

D. N. MISHRA
G. M. (LEGAL) & COMPANY SECRETARY
MEMBERSHIP NO. FCS-5506

SOLITAIRE CORPORATE PARK,
BUILDING NO 11, 5TH FLOOR,
167, GURU HARGOVINDJI MARG,
ANDHERI-GHATKOPAR LINK ROAD,
CHAKALA, ANDHERI (EAST).
MUMBAI – 400 093.
CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY
THE BOARD OF DIRECTORS OF SUPREME PETROCHEM LTD
AT THEIR MEETING HELD ON MARCH 12, 2020 AT UNIFIED COLLABORATION
SERVICES LLP, OFFICE NO. 1220, HUBTOWN SOLARIS, N.S. PHADAKE MARG, TELI
GULLY SIGNAL, ANDHERI EAST, MUMBAI – 400 093

APPOINTMENT OF M/S KFIN TECHNOLOGIES PRIVATE LIMITED AS REGISTRARS
FOR BUY-BACK OF COMPANY’S EQUITY SHARES

RESOLVED THAT KFin Technologies Private Limited be and is hereby appointed as
Registrars for the Buy Back purpose of the company’s equity shares on the terms and
conditions as may be mutually agreed.

CERTIFIED TRUE COPY
For SUPREME PETROCHEM LTD

D. K. MISHRA
G. M. (LEGAL) & COMPANY SECRETARY
MEMBERSHIP NO. FCS-5506

SOLITAIRE CORPORATE PARK,
BUILDING NO.11, 5TH FLOOR,
167, GURU HARGOVINDJI MARG,
ANDHERI-GHATKOPAR LINK ROAD,
CHAKALA, ANDHERI (EAST),
MUMBAI – 400 093.
CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY
THE BOARD OF DIRECTORS OF SUPREME PETROCHEM LTD
AT THEIR MEETING HELD ON MARCH 12, 2020 AT UNIFIED COLLABORATION SERVICES LLP,
OFFICE NO. 1220, HUBTOWN SOLARIS, N.S. PHADAKE MARG, TELI GULLY SIGNAL, ANDHERI
EAST, MUMBAI – 400 093

APPOINTMENT OF M/S. AXIS CAPITAL LIMITED AS STOCK BROKERS FOR BUY-BACK OF
COMPANY’S EQUITY SHARES

"RESOLVED THAT Axis Capital Limited be and are hereby appointed as Stock Brokers (Broker)
for the Buy-Back purpose of the Company.

RESOLVED FURTHER THAT Pursuant to the appointment of Axis Capital Limited as Brokers for
the Buy Back, the Company do register itself, if required, as a client with 'Axis Capital Limited’
stock broker of the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) for
the purpose of Buy-back of the Company’s equity shares on the NSE & BSE.

RESOLVED FURTHER THAT the said Broker be and is hereby authorised to honour instructions
given on behalf of the Company by any one of M. P. Taparia, Director, Shri Rajan B Raheja,
Director, Shri S. J. Taparia, Director, Shri Rakesh Nayyar, Executive Director & CFO, and Shri
Dilip Deole, Dy. Chief Executive (Finance & Accounts) and Shri D. N. Mishra, Company Secretary
who are authorized to purchase, negotiate and/or otherwise deal in securities of the Company
sign, execute and submit such applications, undertakings, agreements, instructions and other
requisite deeds, documents and writings as may be deemed necessary or expedient to give effect
to this resolution and the Buy-back scheme.

RESOLVED FURTHER THAT the Common Seal of the Company be affixed, if required, to such
deeds, documents or writings in the presence of any one of M. P. Taparia, Director, Shri Rajan B
Raheja, Shri S. J. Taparia, Director, Shri Rakesh Nayyar, Executive Director & CFO, Shri D. N.
Mishra, Company Secretary and Shri Dilip Deole, Dy. Chief Executive (Finance & Accounts).

RESOLVED FURTHER THAT a copy of the foregoing resolution certified by the Company
Secretary be forwarded to Axis Capital Limited and they be requested to act thereon".

CERTIFIED TRUE COPY
For SUPREME PETROCHEM LTD

D. N. MISHRA
G. M. (LEGAL) & COMPANY SECRETARY
MEMBERSHIP NO. FCS-5506

SOLITAIRE CORPORATE PARK,
BUILDING NO. ‘1, 5TH FLOOR,
167, GURU HARGOVINDJI MARG,
ANDHERI-GHATKOPAR LINK ROAD,
CHAKALA, ANDHERI (EAST),
MUMBAI – 400 093.

AEO
CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY
THE BOARD OF DIRECTORS OF SUPREME PETROCHEM LTD
AT THEIR MEETING HELD ON MARCH 12, 2020 AT UNIFIED COLLABORATION
SERVICES LLP, OFFICE NO. 1220, HUBTOWN SOLARIS, N.S. PHADAKE MARG, TELI
GULLY SIGNAL, ANDHERI EAST, MUMBAI – 400 093

BUY BACK OF COMPANY’S EQUITY SHARES AND MATTERS INCIDENTAL
THERETO

"RESOLVED THAT in accordance with Article 61 of the Articles of Association of the
Company and pursuant to the provisions of Section 68, 69, 70 and other applicable
provisions, if any, of the Companies Act, 2013 (as amended from time to time and as
may be applicable) ("the Act") and the provisions contained in the Securities and
Exchange Board of India (Buy Back of Securities) Regulations, 2018 (including any
statutory modification(s) or re-enactment thereof for the time being in force) ("Buy-back
Regulations"), and subject to such other approvals, permissions and sanctions as may
be necessary, the consent of the Board of Directors (hereinafter referred to as the Board
which term shall be deemed to include any committee which the Board may constitute
to exercise its powers, including the powers conferred by this resolution) of the Company
be and is hereby accorded to buy-back the Company’s fully paid equity shares of
Rs.10/- each for an amount not exceeding Rs. 6267 Lakh (Rupees Six Thousand Two
Hundred and Sixty Seven Lakh Only) (being 10% of paid up share capital and free
reserves as on 31st March, 2019 and maximum Buy-Back size) for a price not exceeding
Rs. 185/- (Rupees One Hundred Eighty Five Only) per equity share, from the
shareholders of the Company under the aforesaid Buy-back Regulations (hereinafter
referred to as "Buy-Back Regulations")."

RESOLVED FURTHER THAT the aforesaid Buy-Back size amounting to Rs. 6267
Lakhs (Rupees Six Thousand Two Hundred and Sixty Seven Lakhs Only) will be
exclusive of Dividend Distribution Tax (DDT) and all other expenses/charges,
whatsoever, to be incurred for the aforesaid Buy-Back proposal of the Company.

RESOLVED FURTHER THAT the number of shares to be bought back shall be subject
to a maximum of 41,00,000 (Forty One Lakhs) Equity Shares (Maximum Offer Shares).

RESOLVED FURTHER THAT the Company will implement the Buy-back out of its Free
Reserves through sale of mutual funds/liquid investments held, Bank Deposits and the
internal accruals of the company and that the Buy-back shall be from the open market
through Stock Exchange methodology in such manner as may be prescribed under the
Act and the Buy-back Regulations and on such terms and conditions as the Board of
Directors may deem fit.

RESOLVED FURTHER THAT the Board in its absolute discretion may decide to close
the Buy-back at any time provided that at least fifty percent of the amount earmarked for
Buy-back is utilized for buying back the equity shares, by giving appropriate notice of
such earlier date and completing all formalities in this regard as per relevant laws and
regulations.

RESOLVED FURTHER THAT the Buy-back period shall in any case close within six
months from the date of opening of the offer.
RESOLVED FURTHER THAT Shri D. N. Mishra, Company Secretary be and is hereby appointed as the Compliance Officer for the Buy-back.

RESOLVED FURTHER THAT nothing contained herein above shall confer any right on the part of any shareholder to offer, or any obligation on the part of the Company or the Board to Buy-back any shares, and/or impair any power of the Company or the Board to terminate any process in relation to such Buy-back as may be permissible by law.

RESOLVED FURTHER THAT the Buy-back of shares from Non-Resident Shareholders, Overseas Corporate Bodies, Shareholders of foreign nationality etc. shall be subject to such approval of the Reserve Bank of India, if any, as may be required under the Foreign Exchange Management Act, 1999.

RESOLVED FURTHER THAT Shri M. P. Taparia, Chairperson, Shri Rajan B Raheja, Director, Shri S J Taparia, Director, Shri Rakesh Nayyar, Executive Director & CFO and Shri D. N. Mishra, Company Secretary be and are hereby severally authorized to do all such acts, deeds and things as may be necessary, expedient or proper with regard to the implementation of the Buy-back, including:

The appointment of Advisors, Consultants or Representatives;

Initiating of all necessary actions for preparation and issue of Public Announcement;

The filing of Public Announcement, Declaration of Solvency with SEBI/ Stock exchanges and other appropriate authorities and filing of Certificate of extinguishment of shares and physical destruction of share certificates and all other documents required to be filed in connection with the Buy-back with the appropriate authorities;

The making of all requisite applications to the appropriate authorities for their requisite approvals whatsoever required for the purpose of Buy Back;

To settle all such questions, difficulties or doubts that may arise in relation to the implementation of the Buy-back;

To do all such acts, deeds, matters and things as it may in their absolute discretion, deem necessary, expedient, usual or proper and

To delegate all or any of the authorities conferred as above to any Officer(s)/Authorized Representative(s) of the Company to give effect to the aforesaid resolution or to accept any change(s) or modification(s) as may be suggested by the appropriate Authorities or Advisors.
RESOLVED FURTHER THAT the Board of Directors confirm with reference to the Buyback process:

That the Company shall not purchase shares under the Buy-back from its promoters, promoter group, persons in control and persons acting in concert.

That the Company shall not raise further capital for a period of one year from the closure of Buy-back offer, except in discharge of its subsisting obligations.

That the Company shall not Buy-back its shares from any person through negotiated deal whether on or off the Stock Exchanges or through spot transactions or through any private arrangement.

That there are no defaults subsisting in the repayment of Deposits; redemption of debentures or preference shares; or repayment of term loans to any financial institutions or banks.

All Equity Shares of the Company are fully paid up.

That the Company has not undertaken a buyback of any of its securities during the period of one year immediately preceding the date of this Board meeting.

The number of Equity Shares proposed to be purchased under the Buyback does not exceed 10% of the total Equity Shares in the paid-up equity capital of the Company.

There is no scheme of amalgamation or compromise or arrangement being carried out pursuant to the provisions of the Companies Act.

The Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the SEBI (LODR) Regulations, 2015 Listing Regulations.

The Company shall not withdraw the Buyback offer after the public announcement of the offer of the Buyback is made.

The Company shall comply with the statutory and regulatory timelines in respect of the Buyback in such manner as prescribed under the Companies Act and/or the SEBI Buyback Regulations and any other applicable laws.

The Company shall not utilize any money borrowed from banks or financial institutions for the purpose of buying back its shares.

The Company shall not directly or indirectly purchase its Equity Shares:

   a) through any subsidiary Company including its own subsidiary companies, if any or
   b) through any investment Company or group of investment companies.

The Company is in compliance with the provisions of Sections 92, 123, 127 and 129 of the Companies Act.
The Company shall not buy back locked-in Equity Shares or other specified securities, if any, and non-transferable Equity Shares or other specified securities, if any, till the pendency of the lock-in or till the Equity Shares or specified securities become transferable.

The ratio of the aggregate of secured and unsecured debts owed by the Company after the Buyback shall not be more than twice its paid-up capital and free reserves or such other ratio as may be permissible.

The Company shall transfer from its free reserves or securities premium account and/or such sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares purchased through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited balance sheet.

The Buyback shall not result in delisting of the Equity Shares from the stock exchanges and

As per Regulation 24(ii)(e) of the SEBI Buyback Regulations, the promoters and members of promoter group, and their associates, shall not deal in the Equity Shares or other specified securities of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the promoters and members of promoter group) from the date of this resolution till the closing of the Buyback offer

RESOLVED FURTHER THAT the Board hereby confirms that it has made a full enquiry into the affairs and prospects of the Company including projections and has formed the following opinion:

that immediately following the date of the Board meeting at which the proposal for Buy-back was approved i.e. March 12, 2020 there will be no grounds on which the Company can be found unable to pay its debts.

That as regards the Company's prospects for the year immediately following the date of the Board meeting at which the proposal for Buy-back was approved and declared by the Board i.e. March 12, 2020 and having regard to the Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one (1) year from the date of the Board meeting at which the proposal for Buy-back was approved by the Board.

in forming its opinion aforesaid, the Board has taken into account the liabilities as if the Company was being wound up under the provisions of the Companies Act (including prospective and contingent liabilities).

That the debt (aggregate of secured and unsecured debts owed by the Company, if any) and the equity ratio of the Company after the Buy-Back will be within the limit of 2:1 as prescribed under the Companies Act, 2013.
RESOLVED FURTHER THAT the draft Public Announcement for the Buy-back of equity shares of the Company placed before the Board be and is hereby approved.

RESOLVED FURTHER THAT any two Directors out of Shri M. P. Taparia, Chairperson, Shri Rajan B Raheja, Director, Shri S. J. Taparia, Director, Shri Rakesh Nayyar, Executive Director & CFO and Shri D. N. Mishra, Company Secretary be and are hereby severally authorized to make necessary changes in the Public Announcement, if required, and sign and release the Public Announcement as may be deemed fit and suitable.

RESOLVED FURTHER THAT consent of the Board of Directors of the Company be and is hereby accorded for the appointment of M/s. Axis Capital Limited as the Merchant Banker/Manager to the Buy-Back offer.

RESOLVED FURTHER THAT approval of the Board be and is hereby accorded to request Company’s Bankers to issue a Bank Guarantee, if required, as per Regulation 20 (ii) of the SEBI (Buyback of Securities) Regulations, 2018, as amended, in favor of the Merchant Banker M/s Axis Capital Limited and M. P. Taparia, Director, Shri Rajan B. Raheja, Director, Shri S. J. Taparia, Director, Shri Rakesh Nayyar, Executive Director & CFO, Shri D. N. Mishra, Company Secretary, and Shri Dilip Deole, Dy. Chief Executive (Finance & Accounts) and Shri D. N. Mishra, Company Secretary, be and are hereby severally authorized to negotiate, sign, execute the necessary applications, documents, forms and instruments and issue the appointment letter and to do all such other acts and things as may be necessary, expedient to give effect to the Resolution.

RESOLVED FURTHER THAT the Common Seal of the Company be affixed, if required, to such deeds, documents or writings in the presence of any one of Shri M. P. Taparia, Shri Rajan B Raheja, Shri S. J. Taparia - Directors of the Company or Shri Rakesh Nayyar, Executive Director & CFO or Shri D. N. Mishra, Company Secretary.

RESOLVED FURTHER THAT the Board hereby adopts the Statement of Assets and Liabilities as prescribed for the buy back purpose, as per draft placed before the Board and initialed by the Chairperson for the purpose of identification and any two Directors out of Shri M. P. Taparia, Shri Rajan B. Raheja, and Shri S. J. Taparia, be and are hereby authorized to sign the same.

RESOLVED FURTHER THAT as required under the provisions of Section 68(6) of the Companies Act, 2013 and other applicable provisions of the Buy Back Regulations, as amended, the Declaration of Solvency along with Annexures thereto, as placed before the Board, be and is hereby approved for filing with the Registrar of Companies, Mumbai and Securities and Exchange Board of India and other competent authorities after having it verified by an affidavit and that any two Directors out of Shri M. P.
Taparia, Shri Rajan B. Raheja, Shri S. J. Taparia, Miss Ameeta Parpia be and are hereby authorized to sign the same for and on behalf of the Board.

RESOLVED FURTHER THAT a copy of the foregoing resolution certified by the Company Secretary be forwarded to concerned persons/authority and they be requested to act thereon.

CERTIFIED TRUE COPY
For SUPREME PETROCHEM LTD

D. N. MISHRA
G. M. (LEGAL) & COMPANY SECRETARY
MEMBERSHIP NO. FCS-5506

SOLITAIRE CORPORATE PARK,
BUILDING NO.11, 5TH FLOOR,
167, GURU HARGOVINDJI MARG,
ANDHERI-GHATKOPAR LINK ROAD,
CHAKALA, ANDHERI (EAST),
MUMBAI – 400 093.
CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF SUPREME PETROCHEM LTD
AT THEIR MEETING HELD ON MARCH 12, 2020 AT UNIFIED COLLABORATION SERVICES LLP, OFFICE NO. 1220, HUBTOWN SOLARIS, N.S. PHADAKE MARG, TELI GULLY SIGNAL, ANDHERI EAST, MUMBAI—400 093

OPENING OF DEMAT ACCOUNT WITH AXIS BANK LIMITED

"RESOLVED THAT a new Depository account be opened in the name of Supreme Petrochem Limited with Axis Bank Ltd., for holding the investments of Company in shares / securities and that the following directors / authorized signatories be and hereby authorised to complete the formalities to open and operate the said account.

Shri M. P. Taparia- Chairperson
Shri Rajan B Raheja-Director
Shri B. L. Taparia-Director
Shri S. J. Taparia - Director
Shri Rakesh Nayyar, Executive Director & CFO
Shri D. N. Mishra, Company Secretary
Shri Dilip Deole, Dy. Chief Executive (Finance & Accounts)

RESOLVED FURTHER THAT any two of the above authorized signatories be and are hereby authorized to execute all the necessary documents that may be required by Axis Bank Ltd to open the said demat account, sign all instructions for operation of the said account, and closure of the said account.

RESOLVED FURTHER THAT any two of the aforesaid authorized signatories be and are hereby authorized to do all the things necessary or desirable acts, including, without limitation, for issuing necessary directions, instructions to the Depository Participant and to do all such acts, deeds and things as may be required for operation, maintaining and dealing with the above Depository Account and submitting instructions for transfer of securities held in the said account.

RESOLVED FURTHER THAT certified true copies of the aforesaid Resolutions duly signed by any Director / Company Secretary be forwarded to the Depository Participant(s) or to any other party or parties as may be required".

CERTIFIED TRUE COPY
For SUPREME PETROCHEM LTD

D. N. MISHRA
G. M. (LEGAL) & COMPANY SECRETARY
MEMBERSHIP NO. FCS-5506

SOLITAIRE CORPORATE PARK,
BUILDING NO.11, 5TH FLOOR,
167, GURU HARGOVINDJI MARG,
ANDHERI-GHATKOPAR LINK ROAD,
CHAKALA, ANDHERI (EAST),
MUMBAI — 400 093.
PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/
BENEFICIAL OWNERS OF THE EQUITY SHARES OF

SUPREME PETROCHEM LIMITED
Corporate Identification Number (CIN): L23200MH1989PLC054633
Registered Office: Building No. 11, 5th Floor, Solitaire Corporate Park, 167, Guru Hargovindji Marg,
(Andheri-Ghatkopar Link Road), Chakala, Andheri (East), Mumbai - 400093
Tel: 91 22 6709 1900, Fax: 91 22 4005 5681, Email: investorhelpline@spl.co.in
Website: www.supremepetrochem.com

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY
SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF SUPREME
PETROCHEM LIMITED FOR THE BUY-BACK OF EQUITY SHARES FROM THE OPEN
MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES AND EXCHANGE
BOARD OF INDIA (BUY BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED.

This Public Announcement (the “Announcement”) is made pursuant to the provisions of Regulation 13
read with Regulation 16 of the Securities and Exchange Board of India (Buy-Back of Securities)
Regulations, 2018, as amended (the “SEBI Buy-Back Regulations”), and contains the disclosures as
specified in the applicable provisions of Schedule IV to the SEBI Buy-Back Regulations.

OFFER FOR BUY-BACK OF EQUITY SHARES FROM OPEN MARKET THROUGH STOCK
EXCHANGES

Part – A Disclosures in accordance with Schedule I of the SEBI Buy-Back Regulations

1. DETAILS OF BUY-BACK OFFER AND OFFER PRICE

1.1 The Board of Directors of the Company (hereinafter referred to as the “Board” or “Board of
Directors”), at their meeting held on March 12, 2020 (the “Board Meeting”), has approved the
proposal for Buy-back of its own fully paid-up Equity Shares of face value of Rs. 10/- each (“Equity
Shares”) in accordance with Article 61 of the Articles of Association of the Company and the
provisions of Sections 68, 69 and 70 of the Companies Act, 2013, as amended (“Companies Act”)
and the applicable rules thereunder, and in compliance with the SEBI Buy-back Regulations and
subject to such other approvals, permissions, sanctions and filings as may be necessary under the
SEBI Buy-back Regulations, SEBI (Listing Obligations and Disclosure Requirements) Regulations,
2015, as amended (“SEBI LODR”), Reserve Bank of India (“RBI”), the Securities and Exchange
Board of India (“SEBI”), Registrar of Companies, Mumbai (the “ROC”), Stock Exchanges where the
Equity Shares of the Company are listed etc. as may be required and further subject to such
conditions as may be prescribed while granting such approval/s which may be agreed by the Board of
Directors of the Company.
1.2 The Board, in the aforementioned meeting, have approved the Buy-back by the Company of its fully paid up Equity Shares for an aggregate amount not exceeding Rs. 6,267 lakhs (Rupees Six Thousand Two Hundred Sixty Seven Lakhs only) ("Maximum Buy-back Size"), being 9.998% of the total paid up share capital and free reserves of the Company based on the audited standalone financial statements of the Company, as at March 31, 2019 (being the date of the last audited financial statements of the Company), for a price not exceeding Rs. 185.00 (Rupees One Hundred Eighty Five only) per equity share ("Maximum Buy-back Price") from all shareholders of the Company excluding promoters, promoter group and persons who are in control of the Company ("Promoters") under the SEBI Buy-back Regulations and the Companies Act ("Buy-back"). The Maximum Buy-back Size does not include any other expenses incurred or to be incurred for the Buy-back like filing fees payable to SEBI, Stock Exchanges fees, advisors fees, public announcement, publication expenses, transaction cost viz., brokerage, applicable taxes such as dividend distribution tax (DDT), securities transaction tax, stamp duty, etc., income tax payable on Buy-back and any other incidental and related expenses ("Transaction Costs").

1.3 The aggregate maximum amount of the Buy-back does not exceed 10% of the total paid up capital and free reserves of the Company. The Company will comply with the requirement of maintaining a minimum public shareholding of at least 25% of the total paid up equity share capital of the Company as provided under Regulation 38 of the SEBI LODR during the Buy-back period and upon completion thereof.

1.4 The Buy-back will be implemented by the Company from its securities premium account and other free reserves and in accordance with Regulation 4(iv)(b)(ii) of the SEBI Buy-back Regulations, through open market purchases from the Stock Exchanges, using the order matching mechanism except "all or none" order matching system, as provided under the SEBI Buy-back Regulations. Further, as required under the Companies Act and SEBI Buy-back Regulations, the Company shall not purchase Equity Shares which are locked-in or non-transferable, in the Buy-back, until the pendency of the lock-in or until the Equity Shares become transferable, as applicable. There are no partly paid-up Equity Shares with calls in arrears of the Company.

1.5 A copy of this Public Announcement is available on Company’s website (www.supremepetrochem.com) and is expected to be available on the website of SEBI (www.sebi.gov.in) during the period of the Buy-back.

2. NECESSITY FOR THE BUY-BACK

2.1 In continuation of the Company’s efforts to effectively utilize its resources, it is proposed to Buy-back its own Equity Shares for an aggregate amount not exceeding the Maximum Buy-back Size being 9.998% of the paid up share capital and free reserves based on the audited financial statements of the Company as at March 31, 2019 on standalone basis, from the open market through Stock Exchanges. Having regard to the healthy cash flows that the Company has been able to consistently generate, the future projected cash flows of the Company and the anticipated funds required for capital expenditure and working capital to meet the expected future growth of the Company, the Buyback will help the Company achieve the following objectives:

(a) Optimize returns to shareholders;
(b) Enhance overall shareholders value; and
(c) Optimize the capital structure

The above objectives will be achieved through the Buyback and may lead to reduction in outstanding shares improvement in earnings per share and enhanced return on invested capital. The Buy-back will not in any manner impair the ability of the Company to pursue growth opportunities or meet its cash requirements for business operations.

2.2 At the Maximum Buy-back Price and for Maximum Buy-back Size, the indicative maximum number of Equity Shares bought back would be 33,87,567 (Thirty Three Lakhs Eighty Seven Thousand Five Hundred Sixty Seven) Equity Shares and the Company shall Buy-back maximum of 41,00,000 (Forty One Lakhs) Equity Shares ("Maximum Buy-back Shares").

2.3 Further, in accordance with SEBI Buy-back Regulations, the Company shall utilize at least 50% of the amount earmarked as the Maximum Buy-back Size for the Buy-back, i.e. Rs. 3,133.50 Lakhs (Rupees Three Thousand One Hundred Thirty Three Lakhs and Fifty Thousand only) ("Minimum Buy-back Size") and based on the Minimum Buy-back Size and the Maximum Buy-back Price, the Company will purchase a minimum of 16,93,784 (Sixteen Lakhs Ninety Three Thousand Seven Hundred Eighty Four) Equity Shares ("Minimum Buy-back Shares") in the Buy-back.

2.4 The actual number of Equity Shares bought back during the Buy-back will depend upon the actual price, excluding the Transaction Costs, paid for the Equity Shares bought back and the aggregate consideration paid in the Buy-back, subject to the Maximum Buy-back Size. The actual reduction in outstanding number of Equity Shares would depend upon the price at which the Equity Shares of the Company are traded at the Stock Exchanges as well as the total number of Equity Shares bought back by the Company from the open market through the Stock Exchanges during the Buy-back period.

3. BASIS FOR ARRIVING AT THE MAXIMUM BUY-BACK PRICE AND OTHER DETAILS

3.1 The Maximum Buy-back Price of Rs. 185.00 (Rupees One Hundred Eighty Five only) per Equity Share has been arrived at after considering various factors, including average of the weekly high and low of the closing share price of the Equity Shares of the Company on the Stock Exchanges, the net worth of the Company and the potential impact of the Buy-back on the EPS of the Company. The Maximum Buy-back Price excludes the Transaction Costs.

3.2 The Maximum Buy-back Price is at a premium of 20.56% and 20.88% over the closing prices on BSE Limited ("BSE") (i.e. Rs. 153.45 (Rupees One Hundred Fifty Three and paisa forty five only) and the National Stock Exchange of India Limited ("NSE") (i.e. Rs. 153.05 (Rupees One Hundred Fifty Three and paisa five only only), respectively, on March 05, 2020 which is one trading day prior to the date on which the notice of the Board Meeting to consider the Buy-back proposal was intimated to the BSE and the NSE. The Maximum Buy-back Price is at a premium of 20.18% and 20.20%, compared to the average of the weekly high and low of the closing prices of the Equity Shares of the Company on the Stock Exchanges during the 2 (two) weeks preceding the date of the Board meeting on BSE and NSE respectively.
3.3 The Buy-back is proposed to be completed within a maximum period of 6 (six) months from the date of opening of the Buy-back. Subject to the Maximum Buy-back Price of Rs. 185.00 (Rupees One Hundred Eighty Five only) per Equity Share for the Buy-back and maximum validity period of 6 (six) months from the date of opening of the Buy-back and achievement of the Minimum Buy-back Size, the actual time frame and the price for the Buy-back will be determined by the Board and the authorized representatives of the Board, at their discretion, in accordance with the SEBI Buy-back Regulations.

3.4 The amount required by the Company for the Buy-back will be from the sale of mutual funds / liquid investments held, bank deposits and internal accruals of the Company. The Company confirms that as required under Section 68(2)(d) of the Companies Act, the ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the paid up equity share capital and free reserves post Buy-back.

4. PROMOTER SHAREHOLDING AND OTHER DETAILS

4.1 Details of aggregate shareholding of the promoter, promoter group and of the directors of the promoters, and of persons who are in control of the company as on the date of Board Meeting approving the Buy-back is as below:

<table>
<thead>
<tr>
<th>S. No</th>
<th>Name of the Promoters / Promoter Group / Directors of Promoters / Persons in control</th>
<th>Number of Equity Shares</th>
<th>% Equity Shareholding in the Company</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>PROMOTERS</td>
<td></td>
<td></td>
</tr>
<tr>
<td>1</td>
<td>THE SUPREME INDUSTRIES LIMITED</td>
<td>2,89,36,400</td>
<td>29.99%</td>
</tr>
<tr>
<td>2</td>
<td>R RAHEJA INVESTMENTS PRIVATE LIMITED</td>
<td>2,89,36,400</td>
<td>29.99%</td>
</tr>
<tr>
<td></td>
<td>Total (A)</td>
<td>5,78,72,800</td>
<td>59.971%</td>
</tr>
<tr>
<td></td>
<td>PROMOTER GROUP</td>
<td></td>
<td></td>
</tr>
<tr>
<td>1</td>
<td>VENKTESH INVESTMENT AND TRADING COMPANY PRIVATE LTD</td>
<td>2,79,733</td>
<td>0.29%</td>
</tr>
<tr>
<td>2</td>
<td>JOVIAL INVESTMENT AND TRADING COMPANY PRIVATELIMITED</td>
<td>2,79,733</td>
<td>0.29%</td>
</tr>
<tr>
<td>3</td>
<td>BOON INVESTMENT AND TRADING COMPANY PRIVATE LIMITED</td>
<td>2,79,734</td>
<td>0.29%</td>
</tr>
<tr>
<td>4</td>
<td>HATHWAY INVESTMENTS PRIVATE LIMITED</td>
<td>7,84,400</td>
<td>0.81%</td>
</tr>
<tr>
<td>5</td>
<td>CORONET INVESTMENTS PRIVATE LIMITED</td>
<td>6,35,300</td>
<td>0.66%</td>
</tr>
<tr>
<td>6</td>
<td>MANALI INVESTMENT &amp; FINANCE PRIVATE LIMITED</td>
<td>200</td>
<td>0.00%</td>
</tr>
<tr>
<td>7</td>
<td>BLOOMINGDALE INVESTMENT &amp; FINANCE PRIVATE LIMITED</td>
<td>200</td>
<td>0.00%</td>
</tr>
<tr>
<td>8</td>
<td>MATSYAGANDIIA INVESTMENT AND FINANCE PRIVATE LIMITED</td>
<td>200</td>
<td>0.00%</td>
</tr>
</tbody>
</table>
4.2 None of the persons mentioned in Paragraph 4.1 above, have purchased/sold any Equity Shares of the Company during a period of six months preceding the date of the Board Meeting i.e. March 12, 2020.

5. PARTICIPATION BY PROMOTERS

5.1 In accordance with the provisions of Regulation 16(ii) of the SEBI Buy-back Regulations, the Buy-back shall not be made by the Company from the promoters or persons in control of the company.

6. NO DEFAULTS

6.1 The Company confirms that there are no defaults subsisting in the repayment of deposits or interest payable thereon, redemption of debentures or preference shares, payment of dividend to any shareholder or repayment of any term loan or interest payable thereon to any financial institution or bank.

7. CONFIRMATION BY THE BOARD OF DIRECTORS OF THE COMPANY

7.1 The Board has confirmed on the date of the Board meeting, i.e. March 12, 2020 that they have made full inquiry into the affairs and prospects of the Company and that they have formed the opinion:
7.1.1 that immediately following the date of the Board meeting at which the proposal for Buy-back was approved i.e. March 12, 2020 there will be no grounds on which the Company can be found unable to pay its debts;

7.1.2 as regards the Company's prospects for the year immediately following the date of the Board meeting at which the proposal for Buy-back was approved and declared by the Board i.e. March 12, 2020 and having regard to the Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one (1) year from the date of the Board meeting at which the proposal for Buy-back was approved by the Board; and

7.1.3 in forming its opinion aforesaid, the Board has taken into account the liabilities as if the Company was being wound up under the provisions of the Companies Act (including prospective and contingent liabilities).

8. REPORT BY THE COMPANY'S AUDITORS

8.1 The text of the report dated March 12, 2020 received from M/s G M Kapadia & Co., Chartered Accountants, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

"Independent Auditor's Report on Buy-back of Equity Shares pursuant to the requirement of Schedule IV to the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended

To,
Board of Directors
Supreme Petrochem Ltd
Solitaire Corporate Park, Building No. 11, 5th Floor,
167, Guru Hargovindji Marg,
Andheri-Ghatkopar Link Road,
Chakala Andheri (East), Mumbai – 400 093

Dear Sir/ Madam,

Sub: Statutory Auditor's Report in respect of proposed buyback of equity shares by Supreme Petrochem Ltd ("the Company") in terms of the Schedule IV read with clause (xi) of Schedule I to the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 (as amended) ("the Buyback Regulations").
1. This Report is issued in accordance with the terms of our engagement communication dated March 11, 2020 with the Company.

2. The Board of Directors of the Company have approved a proposal for buyback of equity shares by the Company at its meeting held on March 12, 2020 in pursuance of the provisions of section 68, 69 and 70 of the Companies Act, 2013 ("the Act") and the Buyback Regulations. We have been requested by the Management of the Company to provide a report on the accompanying statement of permissible capital payment (including premium) as set out in Annexure A, as at March 31, 2019 (hereinafter referred to as the "Statement"). This statement has been prepared by the Management of the Company, which we have initialed for the purpose of identification only.

Management's Responsibility

3. The preparation of the Statement in accordance with section 68(2)(c) of the Act and the compliance with the Buyback Regulations, is the responsibility of the Management of the Company, including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

Auditor's Responsibility

4. Pursuant to the requirements of the Buyback Regulations, it is our responsibility to provide reasonable assurance:

(i) Whether we have enquired into the state of affairs of the Company in relation to the audited standalone financial statements as at March 31, 2019 and unaudited limited review financials for the period ending December 31, 2019. We have not carried out any procedures as regards to the projections approved by the Board of Directors and accordingly do not express any opinion thereon;

(ii) Whether the amount of permissible capital payment as stated in Annexure A, has been properly determined considering the audited standalone financial statements as at March 31, 2019 in accordance with section 68(2) of the Act; and

(iii) Whether the Board of Directors of the Company, at their meeting held on March 12, 2020 have formed the opinion as specified in clause (x) of Schedule I to the Buyback Regulations.
Regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the aforesaid date and from the date Board Meeting approving the buyback.

5. The standalone financial statements referred to in paragraph 4 above, have been audited by us, on which we have issued an unmodified audit opinion vide our report dated April 26, 2019. We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing referred to in section 143 of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether financial statements are free of material misstatement.

6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports and Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

8. Based on enquiries conducted and our examination as above, we report that:

a. We have enquired into the state of affairs of the Company in relation to its audited standalone financial statements as at and for the year ended March 31, 2019 which have been approved by the Board of Directors of the Company on April 26, 2019 and unaudited limited review financials for the period ending December 31, 2019

b. The amount of permissible capital payment (including premium), towards the proposed buyback of equity shares as computed in the Statement attached herewith, is properly determined in our view in accordance with section 68(2)(c) of the Act. The amounts of share capital and free reserves have been extracted from the audited standalone financial statements of the Company as at and for the year ended March 31, 2019; and

c. The Board of Directors of the Company, in their meeting held on March 12, 2020 have formed their opinion as specified in clause (x) of Schedule I to the Buyback Regulations, on reasonable grounds and that the Company, having regard to its state of affairs, will not be rendered insolvent within a period of one year from the date of passing of Board
Meeting resolution dated March 12, 2020 with regard to the proposed buyback is approved.

**Restriction on Use**

9. This report has been issued at the request of the Company solely for the use of the Company (i) in connection with the proposed buyback of equity shares of the Company in pursuance to the provisions of Section 68 and other applicable provisions of the Act and the Buyback Regulations, (ii) to enable the Board of Directors of the Company to publish in the public announcement and other documents pertaining to buyback to be sent to the shareholders of the Company or filed with (a) Registrar of Companies, Securities and Exchange Board of India, Stock Exchanges, Public Shareholders and any other regulatory authority as per applicable law and (b) the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) for providing to the Manager, each for the purpose of extinguishment of equity shares and may not be suitable for any other purpose.

For G. M. Kapadia & Co.  
Chartered Accountants  
Firm Registration No. 104767W

Place: Mumbai  
Dated this 12th day of March, 2020

Rajen Ashar  
Partner  
Membership No. 048243  
UDIN: 20048243AAAABQ3671

Annexure A

Statement of determination of the permissible capital payment towards Buy-back of Equity Shares ("the Statement") in accordance with Section 68(2)(c) of the Companies Act, 2013

<table>
<thead>
<tr>
<th>Particulars</th>
<th>Amount In Rs. Lakhs</th>
<th>Amount In Rs. Lakhs</th>
</tr>
</thead>
<tbody>
<tr>
<td>A Paid up equity share capital and free reserves as at March 31, 2019, based on the audited standalone financial statements of the Company as at and for the year ended March 31, 2019</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Paid up Equity Share Capital</td>
<td>9,650.20</td>
<td></td>
</tr>
<tr>
<td>-   Free Reserves (Refer Note), comprising</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

For G. M. Kapadia & Co.  
Chartered Accountants  
Firm Registration No. 104767W

Place: Mumbai  
Dated this 12th day of March, 2020
Part B - Disclosures in Accordance with Schedule IV of the SEBI Buy-back Regulations

1. DATE OF BOARD APPROVAL

1.1 The Board approval for the Buy-back was granted on March 12, 2020.

2. MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF FUNDS AND COST OF FINANCING THE BUY-BACK

2.1 Based on the Minimum Buy-back Size and the Maximum Buy-back Price, the Company will purchase a indicative minimum of 16,93,784 Equity Shares ("Minimum Buy-back Shares") and based on Maximum Buy-back Size and the Maximum Buy-back Price, the indicative maximum number of Equity Shares bought back would be 33,87,567 Equity Shares. The Company shall not Buy-back more than 41,00,000 Equity Shares ("Maximum Buy-back Shares"). If the Equity Shares are bought back at a price below the Maximum Buy-back Price, the actual number of Equity Shares bought back could exceed the indicative Maximum Buy-back Shares or Minimum Buy-back Shares but will always be subject to the Maximum Buy-back Size. Further, the number of Equity Shares bought back will not exceed 25% of the total paid up equity capital of the Company as on March 31, 2019 (i.e. 2,41,25,489) Equity Shares.
2.2 The Company proposes to implement the Buy-back out of its securities premium account and other free reserves. The amount required by the Company for the Buy-back (including the cost of financing the Buy-back and the Transaction Costs) will be invested out of sale of mutual funds / liquid investments held, bank deposits and internal accruals of the Company.

2.3 As mentioned in Paragraph 2.1 of Part A above, in continuation of the Company’s efforts to effectively utilize its resources, it is proposed to Buy-back of upto 9.998% of the paid up share capital and free reserves based on the audited financial statements of the Company as at March 31, 2019 on standalone basis, from the open market through the Stock Exchanges. The Buy-back of Equity Shares will result in a reduction in number of shares accompanied by a likely increase in EPS and return on capital employed. The Company believes that the Buy-back will create long term value for continuing shareholders.

3.

PROPOSED TIMETABLE FOR BUY-BACK

<table>
<thead>
<tr>
<th>Activity</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Date of Board approval</td>
<td>Thursday, March 12, 2020</td>
</tr>
<tr>
<td>Date of publication of the Public announcement</td>
<td>Monday, March 16, 2020</td>
</tr>
<tr>
<td>Date of commencement of the Buy-back</td>
<td>Thursday, March 19, 2020</td>
</tr>
<tr>
<td>Acceptance of Equity Shares accepted in dematerialized mode</td>
<td>Upon the relevant pay-out by the Stock Exchanges</td>
</tr>
</tbody>
</table>

Extinguishment of Equity Shares/certificates

In case the Equity Shares bought back are in dematerialized form, the same will be extinguished in the manner specified in the Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996, as amended and the bye-laws framed thereunder. The Company shall ensure that all the Equity Shares bought back are extinguished within 7 days of the last date of completion of the Buy-back.

Last Date for the Buy-back

Earlier of:
(a) Friday, September 18, 2020 (i.e., 6 months from the date of the opening of the Buy-back); or
(b) when the Company completes the Buy-back by deploying the amount equivalent to the Maximum Buy-back Size; or
(c) at such earlier date as may be determined by the Board / or its duly authorized delegates, after giving notice of such earlier closure, subject to the Company having deployed an amount equivalent to the Minimum Buy-back Size (even if the
4. PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUY-BACK

4.1 The Buy-back is open to all beneficial owners holding Equity Shares in dematerialised form ("Demat Shares"). Shareholders holding shares in physical form can participate in the Buy-Back after such Equity Shares are dematerialised by approaching depository participant.

4.2 Further, as required under the Companies Act and SEBI Buy-back Regulations, the Company shall not purchase Equity Shares which are partly paid up, Equity Shares with call-in-arrears, locked-in Equity Shares or non-transferable Equity Shares, in the Buy-back, until they become fully paid-up, or until the pendency of the lock-in, or until the Equity Shares become transferable, as applicable.

4.3 The Buy-back will be implemented by the Company by way of open market purchases through the Stock Exchanges, through the order matching mechanism except "all or none" order matching system, as provided under the SEBI Buy-back Regulations.

4.4 For the implementation of the Buy-back, the Company has appointed Axis Capital Limited as the registered broker ("Company’s Broker") through whom the purchases and settlements on account of the Buy-back would be made by the Company.

The contact details of the Company’s Broker are as follows:

AXIS CAPITAL
AXIS CAPITAL LIMITED
1st Floor, Axis House,
C-2 Wadia International Centre,
P. B. Marg, Worli, Mumbai - 400 025
Tel: +91 22 4325 5577
Fax: +91 22 4325 5599
Email: qib@axiscap.in
Contact Person: Mr. Sudhir Agarwal

4.5 The Equity Shares are traded in compulsory dematerialised mode under the trading code(s) 500405 at BSE and SUPPETRO at NSE. The ISIN of the Equity Shares of the Company is INE663A01017. For detailed procedure with respect to tendering of shares, Stock Exchanges will be issuing notice with detailed procedures. Sellers may refer the notice to understand procedure on how to tender the shares in this buyback.
4.6 The Company, shall, commencing from Thursday, March 19, 2020 (i.e., the date of opening of the Buy-back), place “buy” orders on the BSE and/or NSE on the normal trading segment to Buy-back the Equity Shares through the Company’s Broker in such quantity and at such price, not exceeding the Maximum Buy-back Price of Rs. 185.00 (Rupees One Hundred Eighty Five only) per Equity Share, as it may deem fit, depending upon the prevailing market price of the Equity Shares on the Stock Exchanges. When the Company has placed an order for Buy-back of Equity Shares, the identity of the Company as a purchaser would be available to the market participants of the Stock Exchanges.

4.7 Procedure for Buy-back of Demat Shares: Beneficial owners holding Demat Shares who desire to sell their Equity Shares in the Buy-back, would have to do so through their stock broker, who is a registered member of either of the Stock Exchanges by indicating to their broker the details of the equity shares they intend to sell whenever the Company has placed a “buy” order for Buy-back of the equity shares. The Company shall place a “buy” order for Buy-back of Demat Shares, by indicating to the Company’s Broker, the number of Equity Shares it intends to buy along with a price for the same. The trade would be executed at the price at which the order matches the price tendered by the beneficial owners and that price would be the Buy-back price for that beneficial owner. The execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the Company’s Broker in accordance with the requirements of the Stock Exchanges and SEBI.

4.8 It may be noted that a uniform price would not be paid to all the shareholders/beneficial owners pursuant to the Buy-back and that the same would depend on the price at which the trade with that shareholder/beneficial owner was executed.

4.9 Procedure for Buy-back of Physical Shares: All Eligible Shareholders of the Company holding Equity Shares in physical form should note that pursuant to provisions of the proviso to Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“SEBI Listing Regulations”) read with press release no. 12/2019 dated March 27, 2019 issued by SEBI, with effect from April 1, 2019, the request for transfer of securities shall not be processed unless the securities are held in dematerialised form with a depository. Accordingly, the Company shall not accept the Equity Shares tendered under the Buy-Back unless such Equity Shares are in dematerialised form.

4.10 ACCORDINGLY, ALL ELIGIBLE SHAREHOLDERS OF THE COMPANY HOLDING EQUITY SHARES IN PHYSICAL FORM AND DESIROUS OF TENDERING THEIR EQUITY SHARES ARE ADVISED TO APPROACH THE CONCERNED DEPOSITORY PARTICIPANT TO HAVE THEIR EQUITY SHARES DEMATERIALIZED. IN CASE ANY ELIGIBLE SHAREHOLDER HAS SUBMITTED EQUITY SHARES IN PHYSICAL FORM FOR DEMATERIALIZATION, SUCH ELIGIBLE SHAREHOLDERS SHOULD ENSURE THAT THE PROCESS OF DEMATERIALIZATION IS COMPLETED WELL IN TIME SO THAT THEY CAN PARTICIPATE IN THE BUY-BACK BEFORE BUY-BACK CLOSING DATE.
4.11 Shareholders are requested to get in touch with the Merchant Banker of the Buy-back or the Company’s Broker or the Investor Service Centre of the Company to clarify any doubts in the process.

4.12 Subject to the Company purchasing Equity Shares for an amount equivalent to the Minimum Buy-back Size, nothing contained herein shall create any obligation on the part of the Company or the Board to Buy-back any Equity Shares or confer any right on the part of any shareholder to have any Equity Shares bought back, even if the Maximum Buy-back Size has not been reached, and/or impair any power of the Company or the Board to terminate any process in relation to the Buy-back, to the extent permissible by law. If the Company is not able to complete the Buy-back equivalent to the Minimum Buy-back Size, the amount held in the Escrow Account up to a maximum of 2.5% of the Maximum Buy-back Size, shall be liable to be forfeited and deposited in the Investor Protection and Education Fund of SEBI or as directed by SEBI in accordance with the SEBI Buy-back Regulations.

4.13 The Company shall submit the information regarding the Equity Shares bought back by it, to the Stock Exchanges on a daily basis in accordance with the SEBI Buy-back Regulations. The Company shall also upload the information regarding the Equity Shares bought back by it on its website (www.supremepetrochem.com) on a daily basis.

4.14 Eligible Sellers who intend to participate in the Buyback should consult their respective tax advisors for applicable taxes

5. METHOD OF SETTLEMENT

5.1 Settlement of Demat Shares: The Company will pay consideration for the Buy-back to the Company’s Broker on or before every pay-in date for each settlement, as applicable to the respective Stock Exchanges where the transaction is executed. The Company has opened a depository account titled “Supreme Petrochem Limited - Buyback Account” with Axis Bank Limited (“Buy-back Account”). Demat Shares bought back by the Company will be transferred into the Buy-back Account by the Company’s Broker, on receipt of such Demat Shares and after completion of the clearing and settlement obligations of the Stock Exchanges. Beneficial owners holding Demat Shares would be required to transfer the number of such Demat Shares sold to the Company pursuant to the Buy-back, in favour of their stock broker through whom the trade was executed, by tendering the delivery instruction slip to their respective depository participant (“DP”) for debiting their beneficiary account maintained with the DP and crediting the same to the broker’s pool account as per procedure applicable to normal secondary market transactions. The beneficial owners would also be required to provide to the Company’s Broker, copies of all statutory consents and approvals required to be obtained by them for the transfer of their Equity Shares to the Company as referred to in Paragraph 4.13 of Part B.

5.2 Extinguishment of Demat Shares: The Demat Shares bought back by the Company shall be extinguished and destroyed in the manner specified in the Securities and Exchange Board of India...
(Depository and Participants) Regulations, 1996, as amended and its bye-laws, in the manner specified in the SEBI Buy-back Regulations and the Companies Act. The Equity Shares lying in credit in the Buy-back Demat Escrow Account will be extinguished within fifteen (15) days of acceptance of the Demat Shares. The Company undertakes to ensure that all Demat Shares bought back by the Company are extinguished within seven (7) days from the last date of completion of the Buy-back.

5.3 Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash through normal banking channel.

6. **Brief Information about the Company**

6.1 The Company was incorporated on December 14, 1989 under the name “Supreme Petrochem Limited” and the Certificate of Commencement of Business was obtained on February 13, 1990. The Company is promoted by Supreme Industries Limited and R. Raheja Investments Private Limited.

6.2 The Company is engaged in the business of manufacture and sale of Polystyrene, Expandable Polystyrene (including Food Grade Polystyrene), Specialty Polystyrene and Extruded Polystyrene-Insulation Board.

6.3 The Company's manufacturing plants are located at Amdoshi, Wakan Roha Road, Post: Patansai, Taluka Roha, Dist. Raigad, Maharashtra 402 106 and at Ammulavoyil Village, Andrakuppam Post, Manali New Town, Chennai – 600 103. The present production capacities of the Company are: 1) Polystyrene (including SMMA swing capability of 40,000 TPA) – 27200 M.T., 2) Expandable Polystyrene (including food grades) – 72100 M.T., 3) Specialty Polymers and Compounds – 33500 M.T. and 4) Extruded Polystyrene Insulation Board – 5000 M.T.

6.4 The Company markets its products through a network of distributors, monitored through marketing offices at Noida, Chennai, Bangalore, Hyderabad and Kolkata in addition to the Corporate Office in Mumbai. The Company’s products have markets in over 100 countries around the globe.

6.5 The Equity Shares of Company are presently listed on BSE and NSE.

7. **FINANCIAL INFORMATION ABOUT THE COMPANY**

7.1 Financial information on the basis of audited standalone financial statements of the Company for the nine months period ended December 31, 2019 and last three financial years ended March 31, 2019, March 31, 2018 and March 31, 2017 is provided hereunder:
The salient financial information of the Company on a standalone basis as extracted from the audited results are given below:

<table>
<thead>
<tr>
<th>Particulars</th>
<th>Nine Months ended December 31,2019 (Rs. in Lakhs)</th>
<th>FY 2019</th>
<th>FY 2018</th>
<th>FY 2017</th>
</tr>
</thead>
<tbody>
<tr>
<td>Revenue from Operation ( Net of Taxes )</td>
<td>(Limited Review) (Audited) Ind AS</td>
<td>31.12.2019 (9 months)</td>
<td>31.03.2019 (12 months)</td>
<td>31.03.2018 (12 months)</td>
</tr>
<tr>
<td>Other Income</td>
<td>945.25</td>
<td>999.01</td>
<td>802.01</td>
<td>749.19</td>
</tr>
<tr>
<td>Total Income</td>
<td>207080.03</td>
<td>320379.64</td>
<td>303462.52</td>
<td>292610.93</td>
</tr>
<tr>
<td>Expenditure</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total Expense ( Excluding Interest, Depreciation and Exceptional Item )</td>
<td>195203.12</td>
<td>310045.78</td>
<td>283033.81</td>
<td>262134.12</td>
</tr>
<tr>
<td>Depreciation and amortization expenses</td>
<td>2675.70</td>
<td>2327.20</td>
<td>2074.68</td>
<td>2221.83</td>
</tr>
<tr>
<td>Interest and Finance Charges</td>
<td>468.90</td>
<td>390.36</td>
<td>460.39</td>
<td>470.15</td>
</tr>
<tr>
<td>Exceptional items</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Profit before tax</td>
<td>8732.31</td>
<td>7616.30</td>
<td>17893.64</td>
<td>27784.84</td>
</tr>
<tr>
<td>Provision for Tax (Including Deferred Tax)</td>
<td>818.24</td>
<td>2695.61</td>
<td>6281.58</td>
<td>9843.61</td>
</tr>
<tr>
<td>Profit After Tax</td>
<td>7914.07</td>
<td>4920.69</td>
<td>11612.06</td>
<td>17941.23</td>
</tr>
<tr>
<td>Other Comprehensive ( Income )/ Loss</td>
<td>0.00</td>
<td>1.39</td>
<td>36.34</td>
<td>42.47</td>
</tr>
</tbody>
</table>
### Financial Ratios on standalone basis are as under:

<table>
<thead>
<tr>
<th>Particulars</th>
<th>December 2019 (Limited Review)</th>
<th>FY 19 (Audited)</th>
<th>FY 18 (Audited)</th>
<th>FY 17 (Audited)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total Comprehensive Income</td>
<td>7914.07</td>
<td>4919.30</td>
<td>11575.72</td>
<td>17898.76</td>
</tr>
<tr>
<td>for the period</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Equity Share Capital</td>
<td>9650.20</td>
<td>9650.20</td>
<td>9650.20</td>
<td>9650.20</td>
</tr>
<tr>
<td>Other Equity</td>
<td>53962.73</td>
<td>53029.23</td>
<td>53345.42</td>
<td>46996.37</td>
</tr>
<tr>
<td>Net Worth #</td>
<td>63612.93</td>
<td>62679.43</td>
<td>62995.62</td>
<td>56646.57</td>
</tr>
<tr>
<td>Total Debt *</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

*Total Debt = Current Borrowings + Non-Current Borrowings + Current Portion of Long term borrowings*

**Note:**

1) Basic EPS = PAT / Weighted Average Number of equity shares outstanding
2) Diluted EPS = PAT / Weighted Average Number of equity shares outstanding
3) Debt Equity Ratio = Total Debt as defined above / Total Net Worth
4) Book Value per Share = (Equity Share Capital + Reserves & Surplus) / Total Outstanding Shares
5) Return on Net Worth = Profit After Tax (PAT) / Net Worth

7.2 The Company shall comply with the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, wherever and if applicable. The
Company hereby declares that it is in compliance with Sections 68, 69 and 70 of the Companies Act and the Companies (Share Capital and Debentures) Rules, 2014.

8. DETAILS OF ESCROW ACCOUNT

8.1 In accordance with Regulation 20 of the SEBI Buy-back Regulations, the Company has appointed Axis Bank Limited ("Escrow Agent"), having its registered office at 'Trishul', 3rd Floor, Opposite Samarsheshwar Temple, Law Garden, Ellis Bridge, Ahmedabad 380 006, Gujarat, as the Escrow Agent for Buy-back, and an escrow agreement has been entered into amongst the Company, Axis Capital Limited and Escrow Agent having its branch at Fort, Mumbai on March 12, 2020.

8.2 In accordance with the Escrow Agreement, the Company has opened an escrow account no. 920020019552694 titled "Supreme Petrochem Limited – Buyback Escrow Account" ("Escrow Account") with the Escrow Agent and shall deposit therein cash aggregating to Rs. 1,566.75 Lakhs (Rupees One Thousand Five Hundred Sixty Lakhs and Seventy Five Thousand only) ("Cash Escrow") prior to the opening of the Buy-back. In accordance with the SEBI Buy-back Regulations, the Merchant Banker to the Buyback has been empowered to operate the Escrow Account.

8.3 If the Company is not able to complete the Buyback equivalent to the Minimum Buyback Size, except for the reasons mentioned in the SEBI Buy-back Regulations, the amount held in the Escrow Account (up to a maximum of 2.5% of the Maximum Buyback Size), shall be liable to be forfeited and deposited in the Investor Protection and Education Fund of SEBI or as directed by SEBI in accordance with the SEBI Buy-back Regulations.

9. LISTING DETAILS AND STOCK MARKET DATA

9.1 The Equity Shares are currently listed and traded only on the BSE and the NSE.

9.2 The high, low and average market prices in preceding three calendar years and the monthly high, low and average market prices for the six months preceding the date of publication of Public Announcement and the corresponding volumes on the NSE are as follows:

<table>
<thead>
<tr>
<th>Period</th>
<th>High Price (Rs.)</th>
<th>Date of High Price</th>
<th>Number of shares traded on that date</th>
<th>Low Price (Rs.)</th>
<th>Date of Low Price</th>
<th>Number of shares traded on that date</th>
<th>Average Price (Rs.)</th>
<th>Total Volume Traded in the period (No. of shares)</th>
</tr>
</thead>
<tbody>
<tr>
<td>FY 2019</td>
<td>352.40</td>
<td>April 09, 2018</td>
<td>91,517</td>
<td>183.70</td>
<td>January 28, 2019</td>
<td>9,032</td>
<td>251.24</td>
<td>4,269,398</td>
</tr>
<tr>
<td>FY 2018</td>
<td>428.85</td>
<td>April 27, 2017</td>
<td>12,21,709</td>
<td>309.85</td>
<td>March 23, 2018</td>
<td>30,787</td>
<td>369.32</td>
<td>13,625,712</td>
</tr>
<tr>
<td>FY 2017</td>
<td>308.60</td>
<td>March 23, 2017</td>
<td>49,653</td>
<td>110.05</td>
<td>April 04, 2016</td>
<td>9,272</td>
<td>208.03</td>
<td>30,968,077</td>
</tr>
<tr>
<td>Period</td>
<td>High Price (Rs.)</td>
<td>Date of High Price</td>
<td>Number of shares traded on that date</td>
<td>Low Price (Rs.)</td>
<td>Date of Low Price</td>
<td>Number of shares traded on that date</td>
<td>Averag Price (Rs.)</td>
<td>Total Volume Traded in the period (No. of shares)</td>
</tr>
<tr>
<td>-------------</td>
<td>------------------</td>
<td>--------------------</td>
<td>--------------------------------------</td>
<td>----------------</td>
<td>-----------------</td>
<td>---------------------------------------</td>
<td>-------------------</td>
<td>-----------------------------------------------</td>
</tr>
<tr>
<td>FY 2019</td>
<td>351.65</td>
<td>April 09, 2018</td>
<td>10,163</td>
<td>184.15</td>
<td>January 15, 2019</td>
<td>2,051</td>
<td>251.23</td>
<td>1,173,721</td>
</tr>
<tr>
<td>FY 2018</td>
<td>428.55</td>
<td>April 27, 2017</td>
<td>2,75,607</td>
<td>309.90</td>
<td>March 23, 2018</td>
<td>6,949</td>
<td>369.22</td>
<td>2,882,688</td>
</tr>
<tr>
<td>FY 2017</td>
<td>308.00</td>
<td>March 23, 2017</td>
<td>21,503</td>
<td>110.00</td>
<td>April 05, 2016</td>
<td>15,421</td>
<td>208.00</td>
<td>9,683,931</td>
</tr>
<tr>
<td>February 2020</td>
<td>180.00</td>
<td>February 01, 2020</td>
<td>263</td>
<td>150.35</td>
<td>February 28, 2020</td>
<td>204</td>
<td>170.89</td>
<td>37,850</td>
</tr>
<tr>
<td>January 2020</td>
<td>190.90</td>
<td>January 20, 2020</td>
<td>14,775</td>
<td>155.75</td>
<td>January 01, 2020</td>
<td>1,296</td>
<td>176.32</td>
<td>90,538</td>
</tr>
<tr>
<td>December 2019</td>
<td>160.35</td>
<td>December 19, 2019</td>
<td>460,311</td>
<td>145.30</td>
<td>December 16, 2019</td>
<td>1,515</td>
<td>152.43</td>
<td>928,707</td>
</tr>
</tbody>
</table>

Source: NSE (www.nseindia.com)

Note: High and Low price for the period are based on closing prices and Average Price is based on average of closing price.

9.3 The high, low and average market prices in preceding three calendar years and the monthly high, low and average market prices for the six months preceding the date of publication of Public Announcement and the corresponding volumes on the BSE are as follows:
November 2019       November 01, 2019   1,721  161.55  November 28, 2019  10,090  168.94  45,103
October 2019        October 22, 2019  408   167.00  October 11, 2019   1,057  172.99  26,081
September 2019      September 11, 2019 574   170.85  September 05, 2019  402  176.31  22,931

Source: BSE (www.bseindia.com)

Note: High and Low price for the period are based on closing prices and Average Price is based on average of closing price.

9.4 The closing market price of the Equity Shares on the BSE and the NSE as on March 06, 2020, being the day on which notice of Board meeting to consider the proposal for the Buyback was filed at the Stock Exchanges, was Rs. 153.00 (Rupees One Hundred Fifty Three Only) and Rs. 153.65 (Rupees One Hundred Fifty Three and paisa sixty five Only) respectively.

9.5 The closing market price of the Equity Shares on the BSE and the NSE as on March 11, 2020, being the working day prior to the day the Board approved the proposal for Buy-back, was Rs. 154.55 (Rupees One Hundred Fifty Four and paisa Fifty Five Only) and Rs. 154.60 (Rupees One Hundred Fifty Four and paisa sixty five Only) respectively.

9.6 The closing market price of the Equity Shares on the BSE and the NSE as on March 12, 2020, being the day the Board approved the proposal for Buy-back, was Rs. 141.10 (Rupees One Hundred Forty One and paisa Ten Only) and Rs. 141.65 (Rupees One Hundred Forty One and paisa sixty five Only) respectively.

9.7 The closing market price of the Equity Shares on the BSE and the NSE as on March 13, 2020, being the working day after the day of resolution of the Board approving the proposal for Buy-back, was Rs. 129.65 (Rupees One Hundred Twenty Nine and paisa Sixty Five Only) and Rs. 126.60 (Rupees One Hundred Twenty Six and paisa Sixty Only) respectively.

10. PRESENT CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

10.1 The capital structure of the Company, as on the date of the Public Announcement and the proposed capital structure of the Company post completion of the Buy-back will be, as follows:-

The present capital structure of the Company is as follows:

(Rs. in Lakhs)

<table>
<thead>
<tr>
<th>Sr. No.</th>
<th>Particulars</th>
<th>Pre-Buy-back</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td>Authorized Share Capital:</td>
<td></td>
</tr>
<tr>
<td></td>
<td>2,50,00,000 equity shares of Rs. 10 each</td>
<td>12,500.00</td>
</tr>
<tr>
<td></td>
<td>2,50,00,000 Redeemable Cumulative Preference shares of Rs. 10 each</td>
<td>2,500.00</td>
</tr>
<tr>
<td></td>
<td>Total</td>
<td>15,000.00</td>
</tr>
<tr>
<td>2.</td>
<td>Issued, Subscribed and Paid-up Equity Share Capital:</td>
<td></td>
</tr>
<tr>
<td></td>
<td>9,65,01,958 Equity shares of Rs. 10 each</td>
<td>9,650.20</td>
</tr>
</tbody>
</table>
10.2 Assuming full Acceptance in the Buy-back, the capital structure of the Company post Buy-back would be as follows:

<table>
<thead>
<tr>
<th>Sr. No.</th>
<th>Particulars</th>
<th>Pre Buy-back</th>
<th>Post Buy-back</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td>Authorized Share Capital:</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>12,50,00,000 equity shares of Rs. 10 each</td>
<td>12,500.00</td>
<td></td>
</tr>
<tr>
<td></td>
<td>2,50,00,000 Redeemable Cumulative Preference shares of Rs. 10 each</td>
<td>2,500.00</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Total</td>
<td>15,000.00</td>
<td></td>
</tr>
<tr>
<td>2.</td>
<td>Issued, Subscribed and Paid-up Equity Share Capital:</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>9,31,14,391 Equity shares of Rs. 10 each</td>
<td>9,311.44</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Total</td>
<td>9,311.44</td>
<td></td>
</tr>
</tbody>
</table>

# Assuming the full Acceptance of the Buy-back Size at the Maximum Buy-back Price. However, the post Buy-back issued, subscribed and paid-up capital may differ depending upon the actual number of Equity Shares bought back.

10.3 There are no partly paid up Equity Shares or calls in arrears as on the date of this Public Announcement.

10.4 There are no outstanding instruments convertible into shares.

10.5 The shareholding pattern of the Company pre Buy-back as on date of the Board Meeting approving the Buy-back i.e. March 12, 2020 and the post Buy-back shareholding pattern assuming full Acceptance, is as follows:

<table>
<thead>
<tr>
<th>Category of Shareholder</th>
<th>Pre Buy-back</th>
<th>% to post Buy-back Equity Share capital</th>
<th>Post Buy-back</th>
<th>% to post Buy-back Equity Share capital</th>
</tr>
</thead>
<tbody>
<tr>
<td>Promoters and promoter group</td>
<td>6,01,33,600</td>
<td>62.31</td>
<td>6,01,33,600</td>
<td>64.58</td>
</tr>
<tr>
<td>Non Promoter Non Public</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Foreign Investors (Including Non-Resident Indians, FII's, FPI's, Foreign Mutual Funds, Foreign Nationals)</td>
<td>16,04,002</td>
<td>1.67</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Financial Institutions/Banks, Mutual Funds promoted by Banks/Institutions</td>
<td>19,79,832</td>
<td>2.05</td>
<td>3,29,80,791</td>
<td>35.42</td>
</tr>
<tr>
<td>Others (Public, Bodies Corporate, etc.)</td>
<td>3,27,84,524</td>
<td>33.97</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
There is no pending scheme of amalgamation or compromise or arrangement pursuant to any provisions of the Companies Act.

The aggregate shareholding of the promoters, promoter group and of the directors of the promoters, and of persons who are in control of the company as on the date of Board Meeting approving the Buy-back is as below:

Except as mentioned below, the persons mentioned in Paragraph 10.7 above, have not purchased or sold any Equity Shares of the Company during a period of twelve months preceding the date of the Board Meeting i.e. March 12, 2020:

<table>
<thead>
<tr>
<th>S. No</th>
<th>Name of the Promoters / Promoter Group / Directors of Promoters / Persons in control</th>
<th>Number of Equity Shares</th>
<th>% Equity Shareholding in the Company</th>
</tr>
</thead>
<tbody>
<tr>
<td>A</td>
<td>PROMOTERS</td>
<td>2,89,36,400</td>
<td>29.99%</td>
</tr>
<tr>
<td>1</td>
<td>THE SUPREME INDUSTRIES LIMITED</td>
<td>2,89,36,400</td>
<td>29.99%</td>
</tr>
<tr>
<td>2</td>
<td>R RAHEJA INVESTMENTS PRIVATE LIMITED</td>
<td>2,89,36,400</td>
<td>29.99%</td>
</tr>
<tr>
<td></td>
<td>Total (A)</td>
<td>5,78,72,800</td>
<td>59.971%</td>
</tr>
<tr>
<td>B</td>
<td>PROMOTER GROUP</td>
<td></td>
<td></td>
</tr>
<tr>
<td>1</td>
<td>VENKATESH INVESTMENT AND TRADING COMPANY PRIVATE LTD</td>
<td>2,79,733</td>
<td>0.29%</td>
</tr>
<tr>
<td>2</td>
<td>JOVIAL INVESTMENT AND TRADING COMPANY PRIVATE LIMITED</td>
<td>2,79,733</td>
<td>0.29%</td>
</tr>
<tr>
<td>3</td>
<td>BOON INVESTMENT AND TRADING COMPANY PRIVATE LIMITED</td>
<td>2,79,734</td>
<td>0.29%</td>
</tr>
<tr>
<td>4</td>
<td>HATHWAY INVESTMENTS PRIVATE LIMITED</td>
<td>7,84,400</td>
<td>0.81%</td>
</tr>
<tr>
<td>5</td>
<td>CORONET INVESTMENTS PRIVATE LIMITED</td>
<td>6,35,300</td>
<td>0.66%</td>
</tr>
<tr>
<td>6</td>
<td>MANALI INVESTMENT &amp; FINANCE PRIVATE LIMITED</td>
<td>200</td>
<td>0.00%</td>
</tr>
<tr>
<td>7</td>
<td>BLOOMINGDALE INVESTMENT &amp; FINANCE PRIVATE LIMITED</td>
<td>200</td>
<td>0.00%</td>
</tr>
<tr>
<td>8</td>
<td>MATSYAGANDHA INVESTMENT AND FINANCE PRIVATE LIMITED</td>
<td>200</td>
<td>0.00%</td>
</tr>
<tr>
<td>9</td>
<td>VARAHAGIRI INVESTMENT AND FINANCE PVT LTD</td>
<td>200</td>
<td>0.00%</td>
</tr>
<tr>
<td>10</td>
<td>RAJAN B RAHEJA</td>
<td>400</td>
<td>0.00%</td>
</tr>
</tbody>
</table>
11. MANAGEMENT DISCUSSION AND ANALYSIS ON THE LIKELY IMPACT OF THE BUY-BACK ON THE COMPANY

11.1 The Buy-back is not likely to cause any material impact on the earnings of the Company, except for the cost of financing the Buy-back resulting in a marginal loss of other income.

11.2 The Buy-back of Equity Shares will result in a reduction in share capital and consequently, is expected to be EPS accretive. The Company believes that the Buy-back will contribute to the overall enhancement of shareholders' value going forward. The amount required by the Company for the Buy-back (including the cost of financing the Buy-back and the transaction costs) will be invested out of the sale of mutual funds / liquid investments, bank deposits and internal accruals of the Company. The Buy-back is not likely to cause any material impact on the earnings of the Company, except for the cost of financing the Buy-back resulting in a marginal cost increase.

11.3 Pursuant to Regulation 16(ii) of the SEBI Buy-back Regulations, the Promoters are not entitled to participate under the Buy-back. The Buy-back of Equity Shares will not result in a change in control or otherwise affect the existing management structure of the Company.

11.4 Consequent to the Buy-back and based on the number of Equity Shares bought back from the shareholders excluding the Promoters, the shareholding pattern of the Company would undergo a change, however public shareholding shall not fall below 25% of the total fully paid up equity share capital of the Company.
11.5 As required under Section 68(2)(d) of the Companies Act, the ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the paid up equity share capital and free reserves post Buy-back.

11.6 Unless otherwise determined by the Board and the Buy-back Committee, the Buy-back will be completed within a maximum period of 6 months from the date of opening of the Buy-back. The Company shall not withdraw the Buy-back after this Public Announcement has been made.

11.7 In compliance with the provisions of the SEBI Buy-back Regulations, the Company shall not raise further capital for a period of 1 (one) year from the closure of the Buy-back, except in discharge of its subsisting obligations. Further, the Company shall not issue any Equity Shares or other securities including by way of bonus issue or convert any outstanding instruments into Equity Shares, till the date of closure of the Buy-back in accordance with the Companies Act and the SEBI Buy-back Regulations.

11.8 Consequent to the Buy-back and based on the number of equity shares bought back by the Company from its shareholders (other than from its promoters, promoter group), the shareholding pattern of the Company would undergo a change.

12. STATUTORY APPROVALS

12.1 Pursuant to Sections 68, 69, 70 and other applicable provisions of the Companies Act and the Rules, if any, there under and the SEBI Buy-back Regulations, the Company has obtained the Board approval as mentioned above.

12.2 The Buy-back from each shareholder is subject to all statutory consents and approvals as may be required by such shareholder under applicable laws and regulations. The shareholders shall be solely responsible for obtaining all such statutory consents and approvals (including, without limitation the approvals from the RBI, if any) as may be required by them in order to sell their equity shares to the Company pursuant to the Buy-back. Shareholders would be required to provide copies of all such consents and approvals obtained by them to the Company’s Broker.

12.3 The Buy-back shall be subject to such necessary approvals as may be required and the Buy-back from overseas corporate bodies and other applicable categories, shall be subject to such approvals of the RBI, if any, under the Foreign Exchange Management Act, 1999.

12.4 To the best of the knowledge of the Company, no other statutory approvals are required by it for the Buy-back, as on the date of this Public Announcement. Subject to the obligation of the shareholders to obtain the consents and approvals necessary for transfer of their equity shares to the Company as set out in Paragraph 12.2 of Part B above, the Company shall obtain such statutory approvals as may be required, from time to time, if any, for completion of the Company’s obligations in relation to the Buy-back.
13. COLLECTION AND BIDDING CENTRES

13.1 The Buy-back will be implemented by the Company by way of open market purchases through the Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centres and bidding centres is not applicable.

14. COMPLIANCE OFFICER AND INVESTOR SERVICE CENTRE

Investors may contact the Company Secretary and Investor Service Centre of the Company for any clarifications or to address their grievances, if any, during office hours i.e. 09:30 a.m. to 6:00 p.m. on all working days except Saturday, Sunday and public holidays, at the following address:

Mr. D N Mishra  
Company Secretary and Compliance Officer,  
Supreme Petrochem Ltd  
Address: Solitaire Corporate Park, Building No. 11, 5TH Floor, Guru Hargovindji Marg, Chakala, Andheri East, Mumbai – 400 093  
Telephone: 91 22 6709 1900  
Fax: 91 22 4005 5681  
Email: dn_mishra@spl.co.in  
Website: www.supremepetrochem.com

15. REGISTRAR TO THE BUY BACK

In case of any query, the Equity Shareholders may contact the following, during office hours, i.e. 10:00 a.m. to 3:00 p.m., on any day except Saturday, Sunday and Public holidays at the following address:

KFin Technologies Private Limited  
(Formerly known as “Karvy Fintech Private Limited”)  
Selenium Tower- B, Plot No 31 & 32 Gachibowli, Financial District Nanakramguda, Serilingampally, Hyderabad, Telangana - 500032  
Tel: 91 40 6716 2222  
Fax: 91 40 343 1551  
Contact person: Mr. M Murali Krishna  
Email: einward.ris@kfintech.com  
Website: www.kfintech.com  
SEBI Registration Number: INR000000221  
Corporate Identity Number: U72400TG2017PTC117649
16. MERCHANT BANKER TO THE BUY-BACK

AXIS CAPITAL

AXIS CAPITAL LIMITED
1st Floor, Axis House,
C-2 Wadia International Centre, P. B. Marg, Worli,
Mumbai - 400 025, Maharashtra, India
Tel.: +91 22 4325 2183
Fax: +91 22 4325 3000
Contact Person: Mr. Ankit Bhatia
Email: supremepetrochem.buyback@axiscap.in
Website: www.axiscapital.co.in
17. DIRECTORS’ RESPONSIBILITY

17.1 As per Regulation 24(1)(a) of the Buy-back Regulations, the Board accepts responsibility for the information contained in this Public Announcement and for the information contained in all other advertisements, circulars, brochures, publicity materials etc. which may be issued in relation to the Buy-back and confirm that the information in such documents contains and will contain true, factual and material information and does not and will not contain any misleading information.

For and on behalf of the Board of Directors of Supreme Petrochem Ltd

Date: March 14, 2020
Place: Mumbai