

SUPERTEX INDUSTRIES LIMITED

An ISO 9001:2015 Certified Company

HEAD OFFICE : BALKRISHNA KRUPA, 2ND FLOOR,
45/49, BABU GENU ROAD, PRINCESS STREET,
MUMBAI - 400 002

TEL.: 91-22-22095630 / 31, 22069034

EMAIL : info@supertex.in • WEBSITE : www.supertex.in

CIN.: L99999DN1986PLC000046



Date: 12th April, 2024

To,
BSE Limited
P. J. Towers,
Dalal Street, Fort
Mumbai- 400 001.

Ref.: BSE Scrip Code No. "526133"

Sub.: Postal Ballot Notice – Disclosure under Regulation 30 of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in continuation to our intimation dated Friday, 22nd March, 2024, we are enclosing herewith, the Postal Ballot Notice together with Explanatory Statement, seeking approval of the Members for the Special Resolution as mentioned in the Postal Ballot Notice dated Friday, 22nd March, 2024.

The Postal Ballot Notice along with the Explanatory Statement and Postal Ballot Form, has been electronically sent to Members whose names appear in the Register of Members, as received from National Securities Depository Limited (NSDL) or Central Depository Services (India) Limited (CDSL) as on **Monday, 08th April, 2024** ("Cut-off date") and who have registered their e-mail addresses with the Company or the Registrar & Share Transfer Agent or with the Depositories / Depository Participants, in accordance with the various Circulars issued by Ministry of Corporate Affairs ("MCA Circulars"), including the latest General Circular No. 11/ 2022 dated 28th December, 2022 and General Circular No. 09/2023 dated 25th September, 2023 and Securities and Exchange Board of India (SEBI) Circular No. SEBI/HO/CFD/Pod-2/P/CIR/2023/4 dated 5th January, 2023 and Circular No. SEBI/HO/DDHS/P/CIR/2023/0164 dated 7th October, 2023 (the "SEBI Circulars").

In terms of the MCA Circulars and SEBI Circulars, the Company is sending the Postal Ballot Notice in electronic form only and hard copies of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelopes are not being sent to the Members.

The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for providing e- voting facility to the Members. The procedure / instructions for e-voting is / are given in the Postal Ballot Notice. The e-voting facility will be available from **Monday, 15th April, 2024 from 9.00 a.m. (IST) till Tuesday, 14th May, 2024 upto 5.00 p.m. (IST)**. The e-voting module shall be disabled by the CDSL thereafter.

The said Postal Ballot Notice is being made available on the website of the Company, viz., www.supertex.in and on the websites of BSE Limited www.bseindia.com . It is also being made available on the website of CDSL at the weblink <https://www.evotingindia.com/>.

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Members desirous to cast their vote through Postal Ballot physically are requested to take printout of the Postal Ballot Form from the abovementioned websites, fill in the details and send the duly signed and completed Postal Ballot Form in original, to the Scrutinizer Mr. Vikas R. Chomal, Practicing Company Secretary at A / B-201, 2nd Floor, Manas Building, Near Mahajan Wadi, Kharkar Ali, Thane (West) – 400 601, Maharashtra, India, so as to reach him **on or before 5.00 p.m. (IST) on Tuesday, 14th May, 2024**. Postage / Courier expenses for sending such physical postal ballot to the Scrutinizer will be borne by the Members.

The voting results of Postal Ballot will be declared **on or before Thursday, 16th May, 2024**.

Members requiring copy of the Postal Ballot Notice may send an e-mail to cs@supertex.in, from their registered e-mail addresses. Also, in case of any queries, Members may send an e-mail to cs@supertex.in.

Please take the above information on your records.

Thanking you,

Yours sincerely,

For Supertex Industries Limited

**SANJAY
KUMAR
MISHRA**

Digitally signed by SANJAY KUMAR MISHRA
DN: cn=Sanjay Kumar Mishra, o=Supertex Industries Limited, email=info@supertex.in, postalCode=400002, st=Maharashtra, serialNumber=d07296733821c9456a24ac4c3202a09089831165796231a1a70898ac73a20447, cn=SANJAY KUMAR MISHRA
Date: 2024.04.12 14:41:09 +05'30'

Sanjay Kumar Mishra

Director & CFO

DIN: 00304796

Encl.: As above

SUPERTEX INDUSTRIES LIMITED

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POSTAL BALLOT NOTICE

Dear Member(s),

NOTICE IS HEREBY GIVEN THAT the Resolution set out below is proposed to be passed by the Members of **SUPERTEX INDUSTRIES LIMITED** (“**the Company**”) by means of Postal Ballot by way of electronic voting (“**e-voting**”), pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 (“**the Companies Act**” or “**the Act**”), read with the Companies (Management and Administration) Rules, 2014 (“**the Rules**”), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force and other applicable provisions, if any, of the Act, read with General Circular No. 14/2020 dated 8th April, 2020, General Circular No.17/2020 dated 13th April, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021, General Circular No.20/2021 dated 8th December, 2021, General Circular No.3/2022 dated 5th May, 2022, General Circular No. 11/ 2022 dated 28th December, 2022 and General Circular No. 09/2023 dated 25th September, 2023 issued by the Ministry of Corporate Affairs (the “**MCA Circulars**”) and Securities and Exchange Board of India (SEBI) Circular No. SEBI/HO/CFD/Pod-2/P/CIR/2023/4 dated 5th January, 2023 and Circular No. SEBI/HO/DDHS/P/CIR/2023/0164 dated 7th October, 2023 (the “**SEBI Circulars**”) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (“**ICSI**”) (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force). The Explanatory Statement pursuant to Section 102(1) of the Act, setting out all the material facts relating to the Special Resolution mentioned in this Postal Ballot Notice, is enclosed herewith for your consideration.

In compliance with the requirements of the MCA Circulars and the SEBI Circulars, the Company will send Postal Ballot Notice along with Explanatory Statement and Postal Ballot Form by e-mail to all its Members who have registered their e-mail addresses with the Depositories / Depository Participants/ Registrar and Share Transfer Agent of the Company and the communication of assent / dissent of the Members will take place through the e-voting system. The physical Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will, therefore, **not** be sent to the Members for this Postal Ballot. However, in order to facilitate voting by Members who may not be able to access e-voting facilities, the Members are also allowed to cast their votes by physical Postal Ballot, as per the instructions contained in this Notice.

In accordance with the provisions of the MCA Circulars, those Members who have not yet registered their e-mail addresses, are requested to register the same by following the procedure set out in the notes to this Postal Ballot Notice.

The Board of Directors of the Company, by a Resolution passed on **Friday, 22nd March, 2024**, has approved the business, as set out in this Notice, for approval of the Members of the Company by way of a Special Resolution through Postal Ballot. Accordingly, the proposed Resolution and the Explanatory Statement thereto, along with the Postal Ballot Form are annexed herewith for your consideration and you are requested to record your assent or dissent by means of Postal Ballot by way of e-voting facility provided by the Company.

The Members may please note that, in accordance with the provisions of Sections 108 and 110 of the Companies Act and Rules 20 and 22 of the Rules and the Secretarial Standard – 2 on General Meetings issued by ICSI read with Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide to its Members, the facility to exercise their right to vote by electronic means through e-voting services provided by Central Depository Services (India) Limited (“CDSL”).

The e-voting facility will be available from 9.00 a.m. (IST) on Monday, 15th April, 2024 upto 5.00 p.m. (IST) on Tuesday, 14th May, 2024. The e-voting module shall be disabled by CDSL for voting thereafter. During this period, the Members of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off date **Monday, 8th April, 2024**, may cast their vote electronically. Please carefully read and follow the instructions on e-voting listed in the Notes to this Postal Ballot Notice. It may please be noted that failure to cast vote during the e-voting period will be strictly considered that no vote has been received from the Member.

The Board of Directors has appointed Mr. Vikas R. Chomal, Practicing Company Secretary (Certificate of Practice No. 12133), to act as the Scrutinizer for conducting the Postal Ballot including e-voting process in a fair and transparent manner and communication has been received from the Scrutinizer conveying his willingness to be appointed and the Scrutinizer will be available for the said purpose.

The Scrutinizer will submit his report to the Chairman / any other Director / Key Managerial Personnel as may be authorized by the Chairman or the Board of Directors, after completion of the e-voting. The results of Postal Ballot by way of e-voting will be declared **on or before Thursday, 16th May, 2024** at the Registered Office of the Company. The declaration / announcement of the results as stated above shall be treated as declaration of results at a Meeting of the Members as per the provisions of the Companies Act and applicable Rules framed thereunder. The results declared along with the Scrutinizer’s Report shall be placed on the website of the Company, viz., www.supertex.in immediately after the results are declared and will simultaneously be communicated to the Stock Exchanges, viz., BSE Limited www.bseindia.com where the Equity Shares of the Company are listed and CDSL and shall also be displayed at the Registered Office of the Company.

PROPOSED SPECIAL RESOLUTION – SPECIAL BUSINESS:

1) Re-appointment of Mr. Ramesh Kumar Mishra holding (DIN: 00245600) as “Chairman & Managing Director” of the Company for a term of 5 (Five) years with effect from 26th March, 2024, i.e., upto 25th March, 2029:

To consider, and if thought fit, to pass the following Resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, read with Schedule V to the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s), amendment(s) or re-enactment (s) thereof for the time being in force), and pursuant to resolutions passed by the Nomination and Remuneration Committee and the Board of Directors at their respective Meetings held on 22nd March, 2024, the approval of the Shareholders of the Company be and is hereby accorded for re-appointment of **Mr. Ramesh Kumar Mishra** [Director Identification Number (DIN: 00245600)], as a **“Chairman & Managing Director”** of the Company for a term of **5 (Five) years with effect from 26th March, 2024, i.e., upto 25th March, 2029**, liable to retire by rotation, at such remuneration and on the terms and conditions as set out in the Explanatory Statement annexed to the Notice of Postal Ballot:

The details of remuneration payable to Mr Ramesh Kumar Mishra and the terms and conditions of the re-appointment are given below:

(A) Remuneration:

(1) Salary:

Rs. 2,02,000/- per month in the scale of Rs. 2,02,000-15,000-2,62,000 per month.

(2) Commission:

Commission as may be decided by the Board of Directors based on the net profit of the Company

in each year, not exceeding 1% of Net Profits.

(3) Perquisites:

- a) House Rent Allowance of Rs. 35,000/- per month.
- b) Medical Reimbursement: Reimbursement of actual medical expenses incurred in India and/or abroad for self and family.
- c) Leave Travel Concession: For self and family once in a year incurred in accordance with the rules of the Company.
- d) Personal Accident Insurance for which Premium shall not exceed Rs. 15,000/- per annum.
- e) Company's contribution towards Provident Fund, Superannuation Fund or annuity as per the Rules of the Company.
- f) Gratuity, not exceeding one half month's salary for each completed year of service.
- g) Provision of car for use on Company's business and telephone at residence which will not be considered as perquisites. However, the use of office car for personal purpose and personal long distance calls on telephone will be billed by the Company to the Managing Director.
- h) Mediclaim Policy: For self and family, premium not exceeding Rs.1,50,000/- per annum.
- i) Life insurance policy including Unit Linked/ Keyman Insurance Policy, premium not exceeding Rs. 4,00,000/- per annum.
- j) Reimbursement of servant's(s) salary upto Rs. 5,000/- per month

(B) Minimum Remuneration:

Notwithstanding anything contained herein, in the event of any loss, absence or inadequacy of profit in any financial year, during the terms of office of the Whole Time Director, the remuneration by way of salary, perquisites, commissions and other benefits shall not, without the permission of Central Government (if required) exceed the limits prescribed under the Act including Section II of Part II of Schedule V thereof and rules made hereunder or any amendment, modification, variation or re-enactment thereof.

(C) Leave :

Earned/Privilege leave on full pay and allowance as per rules of the Company, but not exceeding one month's leave for every 11 (eleven) months of service. Unavailed leave at the end of the tenure will be allowed to be encashed.

(D) The appointment will be subject to termination by three months notice in writing by either side.

(E) Subject to such approval(s) as may be required, the terms and conditions of the above appointment may be altered, enhanced or varied from time to time by the Board as it may, in its discretion, deem fit, within the limits specified and in accordance with the provisions of the Companies Act, 2013 or otherwise as may be permissible at law.

“RESOLVED FURTHER THAT the Board of Directors and/or the Nomination and Remuneration Committee be and is hereby authorized to alter and vary the terms and conditions of the said re- appointment of Mr. Ramesh Kumar Mishra as the “Chairman & Managing Director at its discretion and as it may deem fit and proper from time to time, subject to compliance with the applicable provisions of the Companies Act, 2013 and/or the Rules framed thereunder and/or the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force].”

“RESOLVED FURTHER THAT the Board of Directors and/or the Nomination and Remuneration Committee be and is hereby authorized to do all such act(s), deed(s), matter(s) and thing(s) and execute all such document(s), instrument(s) and writing(s) as may be required or deemed fit, necessary, expedient or desirable, to delegate all or any of its powers herein conferred to give effect to the aforesaid resolution and to settle any question, or doubt that may arise in relation thereto, without being required to seek any further consent or approval of the Members to this end and intent that they shall be deemed to have given approval thereto expressly by the authority of this resolution.”

2) Re-appointment of Mr. Sanjay Kumar Mishra holding (DIN: 00304796) as “Whole Time Director & Chief Financial Officer” of the Company for a term of 5 (Five) years with effect from 01st April, 2024, i.e., upto 31st March, 2029:

To consider, and if thought fit, to pass the following Resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, read with Schedule V to the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s), amendment(s) or re-enactment (s) thereof for the time being in force), and pursuant to resolutions passed by the Nomination and Remuneration Committee and the Board of Directors at their respective Meetings held on 22nd March, 2024, the approval of the Shareholders of the Company be and is hereby accorded for re-appointment of **Mr. Sanjay Kumar Mishra** [Director Identification Number (DIN: 00304796)], as a **“Whole Time Director designated as Executive Director & Chief Financial Officer ”** of the Company for a term of **5 (Five) years with effect from 01st April, 2024, i.e., upto 31st March, 2029**, liable to retire by rotation, at such remuneration and on the terms and conditions as set out in the Explanatory Statement annexed to the Notice of Postal Ballot:

The details of remuneration payable to Mr Sanjay Kumar Mishra and the terms and conditions of the re-appointment are given below:

(A) Remuneration:

(1) Salary:

Rs. 1,57,000/- per month in the scale of Rs. 1,57,000-12,000-2,05,000 per month.

(2) Commission:

Commission as may be decided by the Board of Directors based on the net profit of the Company in each year, not exceeding 1% of Net Profits.

(3) Perquisites:

a) House Rent Allowance of Rs. 30,000/- per month.

b) Medical Reimbursement: Reimbursement of actual medical expenses incurred in India and/or abroad for self and family.

c) Leave Travel Concession: For self and family once in a year incurred in accordance with the rules of the Company.

d) Personal Accident Insurance for which Premium shall not exceed Rs. 15,000/- per annum.

e) Company's contribution towards Provident Fund, Superannuation Fund or annuity as per the Rules of the Company.

f) Gratuity, not exceeding one half month's salary for each completed year of service.

g) Provision of car for use on Company's business and telephone at residence which will not be considered as perquisites. However, the use of office car for personal purpose and personal long distance calls on telephone will be billed by the Company to the Whole Time Director and CFO.

h) Mediclaim Policy: For self and family, premium not exceeding Rs.1,50,000/- per annum.

i) Life insurance policy including Unit Linked/ Keyman Insurance Policy, premium not exceeding Rs. 4,00,000/- per annum.

j) Reimbursement of servant's(s) salary upto Rs. 4,500/- per month

(B) Minimum Remuneration:

Notwithstanding anything contained herein, in the event of any loss, absence or inadequacy of profit in any financial year, during the terms of office of the Whole Time Director, the remuneration by way of salary, perquisites, commissions and other benefits shall not, without the permission of Central Government (if required) exceed the limits prescribed under the Act including Section II of Part II of Schedule V thereof and rules made hereunder or any amendment, modification, variation or re-enactment thereof.

(C) Leave :

Earned/Privilege leave on full pay and allowance as per rules of the Company, but not exceeding one month's leave for every 11 (eleven) months of service. Unavailed leave at the end of the tenure will be

allowed to be encashed.

- (D) The appointment will be subject to termination by three months notice in writing by either side.
- (E) Subject to such approval(s) as may be required, the terms and conditions of the above appointment may be altered, enhanced or varied from time to time by the Board as it may, in its discretion, deem fit, within the limits specified and in accordance with the provisions of the Companies Act, 2013 or otherwise as may be permissible at law.

“RESOLVED FURTHER THAT the Board of Directors and/or the Nomination and Remuneration Committee be and is hereby authorized to alter and vary the terms and conditions of the said re- appointment of Mr. Sanjay Kumar Mishra as the “Whole Time Director designated as Executive Director & Chief Financial Officer at its discretion and as it may deem fit and proper from time to time, subject to compliance with the applicable provisions of the Companies Act, 2013 and/or the Rules framed thereunder and/or the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force].”

“RESOLVED FURTHER THAT the Board of Directors and/or the Nomination and Remuneration Committee be and is hereby authorized to do all such act(s), deed(s), matter(s) and thing(s) and execute all such document(s), instrument(s) and writing(s) as may be required or deemed fit, necessary, expedient or desirable, to delegate all or any of its powers herein conferred to give effect to the aforesaid resolution and to settle any question, or doubt that may arise in relation thereto, without being required to seek any further consent or approval of the Members to this end and intent that they shall be deemed to have given approval thereto expressly by the authority of this resolution.”

3) Appointment of Mrs. Arti Shah holding (DIN: 10555097) as “Non-Executive Independent Director” of the Company for a term of 5 (Five) years with effect from 22nd March, 2024, i.e., upto 21st March, 2029:

To consider, and if thought fit, to pass the following Resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”), read with Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modification(s), amendment(s) or re-enactment (s) thereof for the time being in force) (“Rules”) and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the Listing Regulations”) as amended from time to time and pursuant to resolutions passed by the Nomination and Remuneration Committee and the Board of Directors at their respective Meetings held on 22nd March, 2024, the approval of the Shareholders of the Company be and is hereby accorded for appointment of **Mrs. Arti Shah** [Director Identification Number (DIN: 10555097)], as an **“Non-Executive Independent Director”** of the Company for a period of **5 (Five) years with effect from 22nd March, 2024 to 21st March, 2029** and shall not be liable to retire by rotation, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing from a Shareholder under Section 160(1) of the Act.

“RESOLVED FURTHER THAT the Board of Directors and/or the Nomination and Remuneration Committee be and is hereby authorized to do all such act(s), deed(s), matter(s) and thing(s) and execute all such document(s), instrument(s) and writing(s) as may be required or deemed fit, necessary, expedient or desirable, to delegate all or any of its powers herein conferred to give effect to the aforesaid resolution and to settle any question, or doubt that may arise in relation thereto, without being required to seek any further consent or approval of the Members to this end and intent that they shall be deemed to have given approval thereto expressly by the authority of this resolution.”

**By Order of the Board
For Supertex Industries Limited**

**Sd/-
Ramesh Kumar Mishra
Chairman & Managing Director**

DIN: 00245600

Mumbai, 22nd March, 2024

Registered Office:

Plot No. 45-46, Phase II,
Piperia Industrial Estate,
Dadra & Nagar Haveli,
Silvassa- 396230.

Website: www.supertex.in

E-mail: cs@supertex.in

Corporate Identity Number (CIN): L99999DN1986PLC000046

NOTES:

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("**the Act**") setting out all material facts relating to the Special Business mentioned in this Postal Ballot Notice is attached.
2. This Notice is being electronically sent to all the Members whose names appear in the Register of Members, as received from National Securities Depository Limited (NSDL)/ Central Depository Services (India) Limited ("CDSL") on **Monday, 08th April, 2024** and who have registered their e-mail addresses with the Depositories / Depository Participants / Registrar and Share Transfer Agent. It is however, clarified that all the persons who are Members of the Company as on **Monday, 08th April, 2024**, including those Members who may not have received this Notice due to non-registration of their e-mail address with the Depositories / Depository Participants / Registrar and Share Transfer Agent, shall be entitled to vote in relation to the Resolution specified in this Notice.
3. Voting rights shall be reckoned on the paid-up value of Equity Shares registered in the name of Member as on **Monday, 08th April, 2024**. The voting rights of the Members shall be in proportion to their share in the Paid-up Equity Share Capital of the Company as on the Cut-off date, i.e., **Monday, 08th April, 2024**. A person who is not a Member as on the Cut-off date should treat this Notice for information purpose only.
4. In compliance with the provisions of Sections 108 and 110 of the Act and the Rules framed thereunder and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**the Listing Regulations**") and the relevant Circulars issued by the Ministry of Corporate Affairs ("**the MCA Circulars**"), the Company is pleased to provide its Members the facility to exercise their right to vote electronically on the Postal Ballot through the Electronic Voting (e-voting) Services provided by Central Depository Services (India) Limited ("**CDSL**"). The instructions for electronic voting are annexed to this Notice.
5. Members have option to vote either through e-voting or through physical Postal Ballot Form. If a Member has opted for e-voting, then he/she/they should not vote by physical Postal Ballot also and vice-versa. However, in case Members cast their votes both via physical Postal Ballot and e-voting, then the voting done through electronic means shall prevail and voting done by physical Postal Ballot shall be treated as INVALID.
6. E-voting will be available **from 9.00 a.m. (IST) on Monday, 15th April, 2024 upto 5.00 p.m. (IST) on Tuesday, 14th May, 2024**. The e-voting module shall be disabled by CDSL for voting after the abovementioned time. The Members are requested to refer to instructions for e-voting, appended to this Notice.

7. During the e-voting period, Members can login to CDSL's e-voting platform any number of times till they have voted on the Resolution. Once the vote on the Resolution is cast by a Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.
8. Resolution passed by the Members through Postal Ballot is deemed to have been passed effectively at a General Meeting of the Members.
9. In case any Member opts to vote physically, such Member is requested to carefully read the instructions given in the Postal Ballot Form. Such Member can take printout of the Postal Ballot Form attached to this Notice of Postal Ballot or may also download and print it from the Company's website, viz., www.supertex.in and return the same in original, duly completed and signed, so as to physically reach the Scrutinizer at A / B-201, 2nd Floor, Manas Building, Near Mahajan Wadi, Kharkar Ali, Thane (West) – 400 601, Maharashtra, India, on or before **5.00 p.m. (IST) on Tuesday, 14th May, 2024**, failing which, it will be strictly treated as if no reply has been received from the Member. The Company, in no way, would be responsible for late / non delivery of Postal Ballot Form on account of restrictions due to any reason whatsoever. Therefore, the Members are requested to send the duly completed Postal Ballot Form well before the last date. Postage / courier expenses for sending such physical Postal Ballot Form to the Scrutinizer will be borne by the Members. Institutional / Corporate Shareholders (i.e., other than individuals, HUF, NRI, etc.) appointing their Authorized Representative(s) to vote on the Postal Ballot, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Scrutinizer, a scanned certified true copy of the Board Resolution with attested specimen signature of the duly authorized signatory(ies), who is/are authorized to vote on their behalf on the Postal Ballot.
10. Please note that the Postal Ballot Form shall be considered invalid if: (i) the form other than the one annexed to this Postal Ballot Notice has been used; and/or (ii) it has not been signed by or on behalf of the Member; and/or (iii) signature on the Postal Ballot Form does not match with the specimen signatures registered with the Company; and/or (iv) it is not possible to determine without any doubt, the assent or dissent of the Member; and/or (v) neither assent nor dissent is mentioned; and/or (vi) any competent authority has given directions in writing to the Company to freeze the voting rights of the Member; and/or (vii) the Postal Ballot Form is received after the last date and time prescribed; and/or (viii) it is defaced or mutilated in such a way that its identity as a genuine form cannot be established; and/or (ix) the Postal Ballot Form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority; and/or (x) the Member has made any amendment to the Resolution set out herein or imposed any condition while exercising his / her vote; and/or (xi) the Member has also voted through e-voting. The Scrutinizer's decision on the validity of a Postal Ballot Form shall be final and binding.

DISPATCH OF POSTAL BALLOT NOTICE THROUGH E-MAIL AND REGISTRATION OF E-MAIL IDS:

11. In accordance with Section 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars, physical copies of the Postal Ballot Notice are not required to be circulated.

The Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members of the Company maintained by the Depository(ies) / Depository Participant(s), as on **Monday, 08th April, 2024**, and who have registered their e-mail addresses with the Company or the Company's Registrar and Share Transfer Agent or with the Depository(ies) / Depository Participant(s).

Therefore, Members are requested and encouraged to register / update their email addresses, with their Depository Participant (in case of Shares held in dematerialized form) or with **Link Intime India Pvt Ltd**, our Registrar and Share Transfer Agent ("RTA") (in case of Shares held in physical form).

12. Members holding shares in physical mode and who have not registered / updated their e-mail addresses are requested to update their e-mail addresses with the Registrar and Transfer Agent of the Company, viz., Link Intime India Pvt Ltd in prescribed Form ISR-1 and other forms pursuant to Circular issued by the Securities and Exchange Board of India (SEBI), bearing No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3rd November, 2021 read with SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023. The formats of the forms are available on the Company's website at www.supertex.in and on the website of Link Intime India Pvt Ltd at rnt.helpdesk@linkintime.co.in. Members holding shares in dematerialized mode are requested to register/ update their e-mail addresses with the relevant Depository Participant(s). The Company and Link Intime India Pvt Ltd will co-ordinate with CDSL and provide the login credentials to the abovementioned Members, subject to receipt of the required documents and information from the Members. The Postal Ballot Notice is also being uploaded on the website of the Company www.supertex.in and on the websites of the Stock Exchanges at BSE Limited www.bseindia.com
13. The result of voting on the Resolution will be declared **on or before Thursday, 16th May, 2024** at the Registered Office of the Company and will also be displayed on the website of the Company www.supertex.in besides being communicated to the Stock Exchanges and CDSL.

14. INSTRUCTION FOR VOTING FOR MEMBERS:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on **Monday, 15th April, 2024 at 9.00 a.m. (IST)** and ends on **Tuesday, 14th May, 2024 at 5.00 p.m. (IST)**. 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 **Monday, 08th April 2024** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL Depository	<ol style="list-style-type: none">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none">1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
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<p>Individual Shareholders (holding securities in Demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company's name or e-Voting service provider, i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the e-Voting period.</p>
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Important note: Members who are unable to retrieve User ID / Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk Details
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33</p>

Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
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STEP 2: Access through Cdsl E-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode:

(iv) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

1. The shareholders should log on to the e-voting website www.evotingindia.com
2. Click on “Shareholders” module.
3. Now enter your User ID.
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and has logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6. If you are a first-time user follow the steps given below:

	For Physical shareholders and other than Individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(v) After entering these details appropriately, click on “SUBMIT” tab.

- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Postal Ballot Notice.
- (viii) Click on the EVSN for **Supertex Industries Limited**, on which you choose to vote.
- (ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xi) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

GENERAL GUIDELINES FOR SHAREHOLDERS:

1. Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by post along with the Postal Ballot Form or by e-mail to csvrca@gmail.com with a copy marked to cs@supertex.in and helpdesk.evoting@cdslindia.com. Institutional Shareholders (i.e., other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Authority / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details / Password?" or "Physical User Reset Password?" option available on www.evotingindia.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evotingindia.com or call on toll free no.: 1800225533 or send a request at helpdesk.evoting@cdslindia.com.

PROCESS FOR THOSE SHAREHOLDERS WHOSE E-MAIL/MOBILE NO ARE NOT REGISTERED WITH THE DEPOSITORIES:

1. For Physical shareholders- Please provide necessary details like Folio No., Name of Shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN Card), Aadhar (self-attested scanned copy of Aadhar Card) by e-mail to Link Intime India Pvt Ltd at rnt.helpdesk@linkintime.co.in.
2. For Demat shareholders- Please update your email id & mobile No. with your respective Depository Participant (DP).
3. For Individual Demat shareholders- Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33.

15. The last date for the receipt of duly completed Postal Ballot Forms and e-voting (i.e., **Tuesday, 14th May, 2024**) (**upto 5.00 p.m. IST**) shall be the date on which the Special Resolution shall be deemed to have been passed, if approved by the requisite majority.
16. The relevant documents referred to in this Postal Ballot Notice are available for inspection by the Members. The request for inspection may please be sent on cs@supertex.in along with the Folio No. / DP ID and Client ID, from the registered e-mail address of the Member.
17. A Shareholder need not cast all his/her votes for the Resolution nor does he/she require to cast all the votes in the same manner (i.e., either "For" or "Against").
18. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out all the material facts relating to the Special Business mentioned in this Postal Ballot Notice is given below:

ITEM 1:

1) Re-appointment of Mr. Ramesh Kumar Mishra holding (DIN: 00245600) as “Chairman & Managing Director” of the Company for a term of 5 (Five) years with effect from 26th March, 2024, i.e., upto 25th March, 2029:

The Board of Directors of the Company at its meeting held on 22nd March, 2024, on the recommendation of Nomination and Remuneration Committee, had recommended to the Shareholders, the re-appointment of Mr Ramesh Kumar Mishra as the Chairman and Managing Director of the Company for a period of 5 (five) years w.e.f. 26th March, 2024 to 25th March, 2029.

Mr Ramesh Kumar Mishra is a qualified Chartered Accountant and a Company Secretary. He is also an MBIM from the British Institute of Management, London. He is a dynamic entrepreneur having an experience of around 44 years in the industry. He joined the Company in 1987 as a Director and was appointed Deputy Managing Director and Company Secretary in 1992. He was appointed as Managing Director of the Company in the year 2005. He has been instrumental in developing various markets and innovative products from 2005.

Except Mr Ramesh Kumar Mishra, being an appointee, and Mr Sanjay Kumar Mishra and Mr Harshvardhan Mishra, being relatives, none of the other directors and key managerial personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.1. The Board recommends the Special resolution set out at Item 1 in the Postal Ballot Notice for approval of the Shareholders.

ITEM 2:

2) Re-appointment of Mr. Sanjay Kumar Mishra holding (DIN: 00304796) as “Whole Time Director & Chief Financial Officer” of the Company for a term of 5 (Five) years with effect from 01st April, 2024, i.e., upto 31st March, 2029:

The Board of Directors at its meeting held on 22nd March, 2024, on the recommendation of Nomination and Remuneration Committee, had recommended to the Shareholders, the re-appointment of Mr Sanjay Kumar Mishra as a Whole Time Director of the Company designated as Executive Director and Chief Financial Officer of the Company for a period of 5 (Five) years w.e.f. 1st April, 2024 to 31st March, 2029.

Mr Sanjay Kumar Mishra is a qualified Chartered Accountant and also holds a Bachelor's Degree in Commerce from Mumbai University. He has worked in various positions in the Company starting as an executive since 1991. He was appointed as Whole Time Director-Finance of the Company in the year 2008. He has an experience spanning over 34 years in the Industry specially in the finance sector. He is well versed in corporate finance, taxation and administration.

Except Mr Sanjay Kumar Mishra, being an appointee, and Mr Ramesh Kumar Mishra and Mr Harshvardhan Mishra being relatives, none of the other directors and key managerial personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 2. The Board recommends the Special resolution set out at Item 2 in the Postal Ballot Notice for approval of the Shareholders.

ITEM 3:

3) Appointment of Mrs. Arti Shah holding (DIN: 10555097) as “Non-Executive Independent Director of the Company for a term of 5 (Five) years with effect from 22nd March, 2024, i.e., upto 21st March, 2029:

The Board of Directors of the Company at its meeting held on 22nd March, 2024, on the recommendation of Nomination and Remuneration Committee, had recommended to the Shareholders, the appointment of Mrs Arti Shah as an Non-Executive Independent Director of the Company for a period of 5 (five) years w.e.f. 22nd March, 2024 to 21st March, 2029.

Mrs. Arti Shah is a practicing Chartered Accountant with over 24 years of experience in personal taxation, statutory audit and Tax audit.

The Company has received a notice in writing under the provisions of Section 160 of the Companies Act, 2013 (“the Act”) from a Shareholder proposing the candidature of Mrs. Arti Shah for the office of Director of the Company. The Company has received from Mrs. Arti Shah, her consent to act as Director of the Company along with a declaration to the effect that she meets the criteria of Independent Director as provided under section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and is not restrained from acting as a Director under any order passed by the Securities and Exchange Board of India or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act. In the opinion of the Board, Mrs. Arti Shah is a person of integrity, possesses the relevant expertise/experience, and fulfills the conditions specified in the Act and the Listing Regulations for appointment as an Independent Director and she is independent of the management. Given her experience, the Board considers it desirable and in the interest of the Company to have Mrs. Arti Shah on the Board of the Company and accordingly the Board recommends the appointment of Mrs. Arti Shah as an Non Executive Independent Director as proposed in the Item No. 3 of the Notice for approval by the Shareholders as a Special Resolution.

Except Mrs. Arti Shah, no other Directors, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3. The Board recommends the Special resolution set out at Item 3 in the Postal Ballot Notice for approval of the Shareholders.

STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED IN SCHEDULE V TO THE COMPANIES ACT, 2013

I. General Information:

- 1) Nature of Industry:** The Company is engaged in Texturising, Twisting, Draw Warping and Sizing of Polyester Filament Yarn from P.O.Y procured from market.
- 2) Date or expected date of commencement of commercial production:** The Company is in the business since 18th July, 1986.
- 3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not applicable since the Company is an existing Company.

4) Financial performance based on given indicators (Rs. In Lakhs):

Particulars	Financial Year ended 31 st March, 2023	Financial Year ended 31 st March, 2022
	(Rs. in Lakh)	(Rs. in Lakh)
Total Revenue	6926	6699
Profit Before Tax	20	18
Net Profit for the Period	5	12

5) Foreign investments or collaborations, if any: NIL

II. Information about the appointee: Ramesh Kumar Mishra, Sanjay Kumar Mishra & Arti Mishra

1) Background details: Kindly refer Annexure-I to the Postal Ballot Notice.

2) Past Remuneration: (Rs. In Lakhs)

	2022-2023
Ramesh Kumar Mishra	28.67
Sanjay Kumar Mishra	22.54

3) Recognition or Awards: Under the able and dynamic direction of Mr. Ramesh Kumar Mishra and Sanjay Kumar Mishra, the Company has witnessed financial growth and stability.

4) Job profile and his suitability: Mr. Ramesh Kumar Mishra is B.com, FCA, ACS and MBIM (LOND). He also worked in very senior positions in the Company and is well versed in corporate finance, law and business administration. Mr. Sanjay Kumar Mishra is B.Com, FCA and is well versed in corporate finance, taxation and administration.

5) Remuneration proposed: As stated in the Explanatory Statement at Item No. 1 & 2 of this Postal Ballot Notice.

6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person: The remuneration of Mr. Ramesh Kumar Mishra & Mr. Sanjay Kumar Mishra is comparable to that drawn by the peers in the similar capacity in the industry and is commensurate with the size and nature of its business.

7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any: Mr. Ramesh Kumar Mishra except receiving remuneration as a Chairman & Managing Director, does not have any other pecuniary relationship with the Company. Mr. Ramesh Kumar Mishra is brother of Mr. Sanjay Kumar Mishra, Whole Time Director and CFO, father of Harshvardhan Mishra, Whole Time Director.

Mr. Sanjay Kumar Mishra except receiving remuneration as a Whole Time Director & Chief Financial Officer, does not have any other pecuniary relationship with the Company. Mr. Sanjay Kumar Mishra is brother of Mr. Ramesh Kumar Mishra, Chairman and MD, uncle of Harshvardhan Mishra, Whole Time Director.

III. Other Information:

- 1) **Reasons of loss or inadequate profits:** Due to the general slack in the industry, the Company's profitability was lower. The Company will take some additional time for sustained growth before the Company can generate adequate profits.
- 2) **Steps taken or proposed to be taken for improvement:** The Company has strategically planned to address the issue of productivity and increase profits it is developing many new products and has put in place measures to reduce cost.
- 3) **Expected increase in productivity and profits in measurable terms:** The Company has taken various initiatives to improve its financial performance and implementing its strategies to improve the overall performance of the Company. The result of the same is likely to show in the following years.

IV. Disclosures:

The details of remuneration of all Directors / Key Managerial Personnel and other information / details, as applicable, shall be disclosed under the Report of Corporate Governance in the Annual Report of the Company.

ANNEXURE – I

Additional information on Director(s) recommended for appointment or seeking continuation of present term as required under Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of the Director	Re-Appointment	Re-Appointment	Re-Appointment
	Mr Ramesh Kumar Mishra	Mr Sanjay Kumar Mishra	Mrs Arti Shah
DIN	00245600	00304796	10555097
Age	65 years	57 years	49 years
Date of First Appointment on the Board	30/04/1987	01/04/2008	22/03/2024
Qualification, nature of expertise in functional areas	Mr Ramesh Kumar Mishra is B. Com, FCA, ACS and MBIM (LOND). He has 44 years of varied experience of having worked in very senior positions in the Company and is well versed in corporate finance, law and business administration.	Mr Sanjay Kumar Mishra is B. Com, FCA, is well versed in corporate finance, taxation and office administration. He has an experience spanning over 34 years in the finance sector.	Mrs. Arti Shah is B.Com, FCA. She is a practicing Chartered Accountant with over 24 years of experience in personal taxation, statutory audit and Tax Audit
Directorship held in other Listed Companies	Nil	Nil	Nil
Names of listed entities from which the Director has resigned in the past 3 (Three) year	Nil	Nil	Nil
Directorships held in other Companies [Excluding Listed Entities, Foreign Companies and Section 8 Companies]	1) Super Polyester Yarns Limited. 2) Super Infincon Private Limited.	1) Super Polyester Yarns Limited. 2) Super Infincon Private Limited.	Nil
Memberships / Chairmanships of Committees in other	Nil	Nil	Nil

Companies			
Number of shares held in the Company	761225	89029	Nil
Last Drawn Remuneration	28.67 Lakhs	22.54 Lakhs	Nil

**By Order of the Board
For Supertex Industries Limited**

**Sd/-
Ramesh Kumar Mishra
Chairman & Managing Director
DIN: 00245600**

Mumbai, 22nd March, 2024

SUPERTEX INDUSTRIES LIMITED

An ISO 9001:2015 Certified Company

HEAD OFFICE : BALKRISHNA KRUPA, 2ND FLOOR,
45/49, BABU GENU ROAD, PRINCESS STREET,
MUMBAI - 400 002

TEL.: 91-22-22095630 / 31, 22069034

EMAIL : info@supertex.in • WEBSITE : www.supertex.in

CIN.: L99999DN1986PLC000046



POSTAL BALLOT FORM

1.	Name of the First Named Member (in BLOCK LETTERS)	
2.	Registered Address of the Sole / First Named Member / Beneficial Owner	
3.	Regd. Folio No./ DP ID No.* / Client ID No.* (*applicable only to Members holding Equity Shares in dematerialised form)	
4.	Number of Equity Share(s) held	

I / We hereby exercise my/our vote(s) in respect of the Special Resolution to be passed by means of Postal Ballot for the Special business stated in the Postal Ballot Notice dated 22nd March, 2024, by conveying my / our assent or dissent to the said Resolution by placing a tick mark (☑) in the appropriate box below:

Item No.	Description	Number of Equity Shares for which votes cast	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
1.	<u>Special Resolution</u> : Re-appointment of Mr. Ramesh Kumar Mishra (DIN: 00245600) as the "Chairman & Managing Director" of the Company for a term of 5 (Five) years with effect from 26 th March, 2024, i.e., upto 25 th March, 2029.			
2.	<u>Special Resolution</u> : Re-appointment of Mr. Sanjay Kumar Mishra (DIN: 00304796) as the "Whole Time Director & Chief Financial Officer" of the Company for a term of 5 (Five) years with effect from 01 st April, 2024, i.e., upto 31 st March, 2029.			
3.	<u>Special Resolution</u> : Appointment of Mrs. Arti Shah (DIN: 10555097) as the "Non Executive Independent Director" of the Company for a term of 5 (Five) years with effect from 22 nd March, 2024, i.e., upto 21 st March, 2029.			

Place:

Date:

Signature of Member / Authorised Signatory

SUPERTEX INDUSTRIES LIMITED

An ISO 9001:2015 Certified Company

HEAD OFFICE : BALKRISHNA KRUPA, 2ND FLOOR,
45/49, BABU GENU ROAD, PRINCESS STREET,
MUMBAI - 400 002

TEL.: 91-22-22095630 / 31, 22069034

EMAIL : info@supertex.in • WEBSITE : www.supertex.in

CIN.: L99999DN1986PLC000046



E-VOTING PARTICULARS

EVEN	USER ID	PASSWORD
240401004		

Cut-off date for reckoning voting rights for Postal Ballot and E-voting	Commencement of voting by Postal Ballot and E-voting (Start Date)	Last date of receipt of Postal Ballot and close of E-voting (End Date)
Monday, 08 th April, 2024	9.00 a.m. (IST) on Monday, 15 th April, 2024	5.00 p.m. (IST) on Tuesday, 14 th May, 2024

(Please see the instructions overleaf for filling the Postal Ballot Form.)

IMPORTANT INSTRUCTIONS FOR VOTING

1. Voting rights shall be reckoned on the paid-up value of Equity Shares registered in the name of Members as on **Monday, 08th April, 2024**. A person who is not a Member as on this cut-off date should treat this notice for information purpose only. The voting rights for Equity Shares are one vote per Equity Share, registered in the name of the Members as on the cut-off date.
2. For E-voting, please refer the instructions under “E-voting Instructions” in the Notice attached herewith.
3. A Member may vote through electronic mode. E-voting will be available **from 9.00 a.m. (IST) on Monday, 15th April, 2024 upto 5.00 p.m. (IST) on Tuesday, 14th May, 2024**. Members are requested to refer to instructions for e-voting, appended to this Notice.
4. Alternatively, Members may print the Postal Ballot Form and return the same duly completed and signed, so as to reach the Scrutinizer, viz., Mr. Vikas R. Chomal, Practicing Company Secretary at A / B-201, 2nd Floor, Manas Building, Near Mahajan Wadi, Kharkar Ali, Thane (West) – 400 601, Maharashtra, India **on or before 5.00 p.m. (IST) on Tuesday, 14th May, 2024**, failing which, it will be strictly treated as if no reply has been received from the Member. The Company, in no way, would be responsible for late /non delivery of Postal Ballot Form on account of any reason whatsoever. Therefore, the Members are requested to send the duly completed Postal Ballot Form well before the last date. Postage / Courier expenses for sending such physical Postal Ballot Form to the Scrutinizer will be borne by the Members. The Members are also requested NOT to send any other paper along with the Postal Ballot Form. Any extraneous paper found with the Postal Ballot Form would be destroyed by the Scrutinizer and the Company would not act on the same.
5. The Members can opt for only one mode of voting, i.e. either by Physical Postal Ballot Form or E-voting. In case Members cast their vote by Physical Postal Ballot Form and E-voting, the voting done through E-voting shall prevail and voting done by physical Postal Ballot Form will be treated as invalid.
6. The Postal Ballot Form should be completed and signed by the Member (as per the specimen signature registered with the Company). Voting Rights in a Postal Ballot cannot be exercised by a Proxy. In case of Joint Holding, this Form should be completed and signed (as per the specimen signature registered with the Company) by a First Named Member and in his / her absence, by the next named Member. Holders of the Power of Attorney (POA) on behalf of the Members may vote on the Postal Ballot mentioning the registration number of the POA and enclosing an attested copy of the POA.
7. In case of Equity Shares held by companies, trusts, societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution / Authority and attested specimen signature(s) of the duly authorized signatories giving requisite authorities to the person voting on the Postal Ballot Form.
8. The consent must be accorded by recording the assent in the column “FOR” and dissent in the column “AGAINST” by placing a tick mark (☑) in the appropriate box. The assent or dissent received in any other form shall not be considered valid. A Member need not use all his / her votes nor does he / she need to cast his / her votes in the same way.
9. The vote(s) of a Member will be considered invalid, *inter alia*, on any of the following grounds:
 - a. If a form other than the Postal Ballot Form issued by the Company is used;
 - b. If the Postal Ballot Form has not been signed by the Member or if the Member’s signature does not tally with the specimen signature of the Company;
 - c. If the Member has put a tick mark (☑) in both the columns, that is, for ‘Assent’ and also for ‘Dissent’ to the resolutions in such manner that the aggregate shares voted for ‘Assent’ and ‘Dissent’ exceed the total number of shares held;
 - d. If the Postal Ballot Form is incomplete or incorrectly filled;
 - e. If the Member has made any amendment to the resolution or imposed any condition while exercising his/her/their vote;
 - f. If the Postal Ballot Form is received torn or defaced or mutilated or in a manner such that it is difficult for the Scrutinizer to identify either the Member or the number of votes;
 - g. Any competent authority has given directions in writing to the Company to freeze the voting rights of the Members.
10. The Scrutinizer’s decision on the validity of the Postal Ballot Form shall be final.
11. Any query in relation to the Resolutions proposed to be passed by Postal Ballot may be sent to cs@supertex.in
12. The Result of voting on the resolution will be declared **on or before Thursday, 16th May, 2024**, at the Registered Office of the Company and will also be displayed on the website of the Company www.supertex.in besides being communicated to the Stock Exchanges.
