



SUPREET CHEMICALS LIMITED
A SPECIALTY CHEMICAL COMPANY

Registered Office :
Plot No. 5401, 5402,
Phase 4, GIDC-VAPI
396 195 Gujarat INDIA
+91 260 2422624
info@supreetgroup.com
www.supreetchemicals.com
CIN No. : U24231GJ1992PLC017944

NOTICE

NOTICE IS HEREBY GIVEN THAT 1/2026-27 EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF SUPREET CHEMICALS LIMITED (CIN: U24231GJ1992PLC017944) WILL BE HELD ON MONDAY, 25TH MAY, 2026 AT 11:00 AM AT THE REGISTERED OFFICE OF THE COMPANY AT A1/5401 & 5402, FOURTH PHASE GIDC, VAPI, T -VALSAD, GUJARAT 396195 TO TRANSACT THE FOLLOWING BUSINESS:

Email ID: cs@supreetgroup.com

Website: www.supreetchemicals.com

This notice of meeting is given pursuant to Section 101 of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) in accordance with the articles of association of the Company

ITEM NO. 1: APPROVAL FOR ALTERNATION IN ARTICLES OF ASSOCIATION OF COMPANY

To consider, and if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 5, 14, 18 and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to such approvals, consents, permissions and sanctions as may be required from any statutory, regulatory or governmental authority, and subject to the provisions of the Memorandum and Articles of Association of the Company, approval of the shareholders of the Company be and is hereby accorded for insertion of a new Article in the Articles of Association of the Company, which is as follows:



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“138. (i) Notwithstanding anything to the contrary contained in these Articles, where any Equity Shares are required to be locked in under Regulation 17 of the SEBI ICDR Regulations, in connection with the Initial Public Offering of the Company and such lock-in cannot be created or recorded by Depositories for any reason whatsoever including where such Equity Shares are (i) subject to pledge; or (b) under “freeze balance” or “safe balance”, prior to the commencement of the Lock-in Period, the Company shall have the power to issue instructions to the Depositories, directing them to record such Equity Shares as “non-transferable” for the duration of the applicable Lock-in Period. The aforementioned Equity Shares shall be treated as locked-in for the Lock-in Period as specified under the SEBI ICDR Regulations.

(ii) In the event of invocation of the pledge of such Equity Shares by the pledgee, whether in whole or in part, the Equity Shares so transferred or received by the pledgee upon such invocation shall be automatically locked-in and shall remain under lock-in, in the account of the pledgee, for the balance Lock-in Period as specified under the SEBI ICDR Regulations.

(iii) In the event of release of the pledge of such Equity Shares by the pledgee, whether in whole or in part, the Equity Shares so released be automatically locked-in and shall remain under lock-in, in the account of the pledgor, for the balance Lock-in Period as specified under the SEBI ICDR Regulations.

For the purposes of this Article, (a) “Lock-in Period” means the period, in case of an initial public offering, for which the entire pre-issue capital of the Company, is locked-in in accordance with Regulation 17 of the SEBI ICDR Regulations; and (b) “SEBI ICDR Regulations” shall mean the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended or re-enacted or replaced from time to time.

as placed before the Board and initialled by the Chairperson for identification, and the same be and is hereby adopted as part of the Articles of Association of the Company.



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RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "Board", which term shall be deemed to include any Committee thereof and/or any person(s) authorised by the Board) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution, including but not limited to filing of requisite forms with the Registrar of Companies and making necessary regulatory filings and disclosures.

RESOLVED FURTHER THAT any Director and/or the Company Secretary and Compliance Officer of the Company be and is hereby severally authorised to issue certified true copies of this resolution as may be required."

By Order of the Board of Directors
For Supreet Chemicals Limited

Indrajeet Kumar Panday
Company Secretary and Compliance Officer

Membership No: 61135

Date: April 28, 2026

Place: Vapi





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Notes: -

1. The Explanatory Statement under Section 102 of the Companies Act, 2013, as amended, in respect of the special business is annexed herewith and forms part of the notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE DATE OF THE EXTRAORDINARY GENERAL MEETING.**
3. A person appointed as proxy shall act on behalf of such member or number of members not exceeding 50 (fifty) and holding in the aggregate not more than 10% (ten percent) of the total share capital of the Company. However, a member holding more than 10% (ten percent) of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder. A proxy shall not vote except on a poll.
4. Corporate members intending to send their authorized representatives to attend and vote at the meeting are requested to ensure that the authorized representative carries a duly certified true copy of the board resolution, power of attorney or such other valid authorization, authorizing him to attend and vote at the meeting.
5. The documents referred to in the Resolutions can be inspected at the Registered Office of the Company during 11 am to 5 pm on all working days of the Company.
6. Pursuant to Section 20 (2) of the Companies Act, 2013 read with Rule 35 of the Companies (Incorporation) Rules, 2014, as amended, companies are permitted to send official documents to their shareholders electronically.



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ANNEXURES TO THE NOTICE

Explanatory Statement Pursuant to the Provisions of Section 102 of the Companies Act, 2013

As required by Section 102 of the Companies Act, 2013 (the "Act") the following Explanatory Statement sets out all material facts relating to the businesses mentioned under Items No. 1.

ITEM NO. 1: APPROVAL FOR ALTERNATION IN ARTICLES OF ASSOCIATION OF COMPANY:

The Company has received a communication/notification from Central Depository Services (India) Limited (CDSL) requiring incorporation of appropriate provisions in the Articles of Association of the Company to facilitate system-based restrictions in the depository framework.

In order to comply with the said requirement and to align the Articles of Association of the Company with the operational requirements of depository systems and applicable regulatory practices, it is proposed to amend the Articles of Association by inserting a new Article providing for lock-in of shares.

The proposed new Article shall, inter alia, provide that:

- Certain shares, as may be specified by the Company from time to time, including but not limited to shares issued under preferential allotment, promoter shareholding, or shares subject to statutory or regulatory lock-in, shall be subject to lock-in for such period as may be applicable;
- During the lock-in period, such shares shall not be transferred, pledged, or otherwise encumbered, except in accordance with applicable laws and subject to necessary regulatory approvals, wherever required;



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- The Company shall be authorised to intimate and enable such lock-in restrictions in the depository system, including through Central Depository Services (India) Limited (CDSL) and/or any other depository, to ensure proper implementation and compliance.

Rationale for the Amendment

The proposed amendment is being undertaken for the following reasons:

- To comply with the requirements and system procedures prescribed by Central Depository Services (India) Limited (CDSL);
- To facilitate seamless implementation of lock-in restrictions in dematerialised form through depository mechanisms;
- To ensure compliance with applicable regulatory framework and avoid operational difficulties in relation to share transfers and corporate actions;
- To enhance transparency and safeguard investor interests by clearly documenting shareholding restrictions within the Articles of Association.

The proposed amendment is procedural and enabling in nature. It does not adversely affect the rights of shareholders, except to the extent of giving effect to lock-in restrictions as may be applicable under law, regulatory directions, or contractual arrangements from time to time.

A copy of the amended set of Articles of Association is available for inspection by the members of the Company at its Registered Office during business hours on all working days.

The Board of Directors recommends the passing of the proposed resolution as a Special Resolution as set out in the accompanying notice.



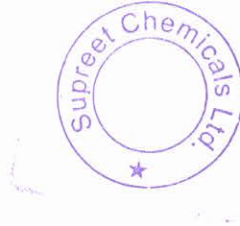
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None of the Directors, Key Managerial Personnel (KMP) of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding in the Company, if any.

By Order of the Board of Directors

For Supreet Chemicals Limited



Indrajeet Kumar Panday

Company Secretary and Compliance Officer

Membership No: 61135

Date: April 28, 2026

Place: Vapi



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Form No. MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

SUPREET CHEMICALS LIMITED

CIN: U24231GJ1992PLC017944

Registered office: Plot No. A1/5401 & 5402, Fourth Phase, Gidc-Vapi, Vapi I.E.,
Valsad-396195, Pardi, Gujarat, India.

Name of the member (s):	E-mail Id:
	No. of shares held
Registered address:	Folio No.
	DP ID*.
	Client ID*.

* Applicable for investors holding shares in electronic form.

I/We being the member(s) of the above named Company hereby appoint:

S.No.	Name	Address	Email address	
1				or failing him
2				or failing him
3				

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Company to be held on Monday, 25th May, 2026 at 11:00 a.m. at the registered office of the Company at A1/5401 & 5402, Fourth Phase GIDC, Vapi, T - Valsad-396195, Gujarat, India and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:



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Sr. No.	Resolution	For	Against
1	Approval for Alternation in Articles of Association of Company		
2			

** It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

Signed this day of..... 2026

Signature of shareholder.....

Signature of Proxy holder(s) (1).....

Signature of Proxy holder(s) (2).....

Signature of Proxy holder(s) (3).....

Affix
Revenue
Stamp not
less than
Re.0.15

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a member of the company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
5. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Extraordinary General Meeting.
6. Please complete all details including details of member(s) in above box before submission.



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ATTENDANCE SLIP

Extra Ordinary General Meeting of the Company to be held on Monday, 25th May, 2026 at 11:00 a.m. at the registered office of the Company at A1/5401 & 5402, Fourth Phase GIDC, Vapi, T – Valsad-396195, Gujarat, India.

Folio No. / DP ID & Client ID*	
No. of shares held	

Applicable in case shares are held in electronic form.

I/We certify that I/We am/are registered Member / proxy for the registered Member of the Company.

I/We hereby record my presence at the Extra Ordinary General Meeting of the Company to be held at on Monday, 25th May, 2026 at 11:00 a.m. at the registered office of the company at A1/5401 & 5402, Fourth Phase GIDC, Vapi, T – Valsad-396195, Gujarat, India.

Member's / Authorized Representative

Note: Please fill in the attendance slip and hand it over at the entrance of the Meeting Hall. Joint member(s) may obtain additional attendance slip at the venue of the meeting.