



# SUPREME INFRASTRUCTURE INDIA LIMITED

CIN: L74999MH1983PLC029752

94/C, Supreme House, Opp. IIT Main Gate, Powai, Mumbai 400 076. Phone : 022 6128 9700. Fax : 022 6128 9711 Webiste : www.supremeinfra.com

## CORRIGENDUM TO EXTRA-ORDINARY GENERAL MEETING NOTICE DATED 24TH JULY, 2018

Dear Shareholders,  
This is in reference to the Extra-Ordinary General Meeting (EGM) Notice dated 24th July, 2018 ("EGM Notice"), convening the EGM of the Members of Supreme Infrastructure India Limited to be held on Friday, 24th August, 2018 for seeking your approval to inter-alia, to create, issue, offer and allot Equity Shares and warrants to promoters and promoter group and Equity Shares to the third party investors to be issued on a preferential basis.

The meeting of the Board of Directors of the Company was held on 18th August, 2018 where at the Board inter-alia considered and approved the issuance of Equity Shares upto Rs. 150 Crores, and warrants upto Rs. 50 Crores instead of Rs. 100 Crores and Rs. 30 Crores respectively to promoter / promoter group which was originally resolved at their meeting held on 24th July, 2018. The increase in the limits of the promoters/ promoters group is considered on account of increase in the promoters' infusion of funds in the Company as envisaged under SILL Resolution Plan being under consideration with the lenders. Consequently, the EGM notice dated 24th July, 2018 would undergo change and the EGM notice may kindly be read along with the following corrigendum:

- At page no. 2 of the Resolution no. 2 para no. 1 & 2 "Rs. 2000 Crores (Rupees Two Thousand Crores only) shall be read as Rs. 2100 Crores (Rupees Two Thousand One Hundred Crores only).
- At page no. 2 of the Resolution no. 2, second line of clause no.(i) and (ii), after the sentence in the bracket "including premium of Rs. 48" the following sentence shall be inserted: "or such other price as may be determined by the lenders"
- At page no. 5 of the EGM Notice at clause no. 'a' of Resolution no. 4 "Rs. 100 Crores (Rupees One Hundred Crores only) shall be read as Rs. 150 Crores (Rupees One Hundred Fifty Crores only).
- At page no. 5 of the EGM Notice at clause no. b of Resolution no. 4 "Rs. 30 Crores (Rupees Thirty Crores only) shall be read as Rs. 50 Crores (Rupees Fifty Crores only)
- At page no. 9 of the Resolution no. 7 para no. 1 "Rs. 130 Crores (Rupees One Hundred and Thirty Crores only) shall be read as Rs. 200 Crores (Rupees Two Hundred Crores only).
- At page no. 10 of the Resolution no. 8 in respect of increase in Authorised Share Capital of the Company shall be read as under on account of proposed increase in issuance of securities:  
"RESOLVED THAT pursuant to the provisions of Sections 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed thereunder, the consent of the members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from the existing Authorized Share Capital of Rs. 75,00,00,000/- (Rupees Seventy Five Crores only) of the Company consisting of 7,25,00,000 (Seven Crores Twenty Five Lakhs) Equity Shares of Rs. 10/- each aggregating to Rs. 72,50,00,000/- (Rupees Seventy Two Crores Fifty Lakhs only) and 25,00,000 (Twenty Five Lakhs) Preference Shares of Rs. 10/- each aggregating to Rs. 2,50,00,000/- (Rupees Two Crores Fifty Lakhs only) be and is hereby increased to Rs. 452,50,00,000/- (Rupees Four Hundred Fifty Two Crores and Fifty Lakhs only) consisting of 8,25,00,000 (Eight Crores Twenty Five Lakhs) Equity Shares of Rs. 10/- each aggregating to Rs. 82,50,00,000/- (Rupees Eighty Two Crores Fifty Lakhs only) and 37,00,00,000 (Thirty Seven Crores) Preference Shares of Rs. 10/- each aggregating to Rs. 370,00,00,000/- (Rupees Three Hundred Seventy Crores only) and consequently, the Clause V of the Memorandum of Association of the Company be and is hereby altered by substituting the following new Clause V in place of existing Clause thereof:  
"V. The Authorised Share Capital of the Company is Rs.452,50,00,000/- (Rupees Four Hundred Fifty Two Crores and Fifty Lakhs only) consisting of 8,25,00,000 (Eight Crores Twenty Five Lakhs) Equity Shares of Rs. 10/- each aggregating to Rs. 82,50,00,000/- (Rupees Eighty Two Crores Fifty Lakhs only) and 37,00,00,000 (Thirty Seven Crores) Preference Shares of Rs. 10/- each aggregating to Rs. 370,00,00,000/- (Rupees Three Hundred Seventy Crores only) with the power to increase, consolidate, decrease or to divide the share capital with or without any preference, priority or subject to any postponement of rights or to any conditions of restrictions, so that the conditions, of issue shall otherwise be subject to the power herein contained, and to attach thereto respectively such rights as may be determined by or in accordance with the Articles of Association of the company and to vary, modify, amalgamate or abrogate any such rights in such manner as may for the time being be provided in the Articles of Association of the Company."
- "RESOLVED FURTHER THAT any one Director of the Company or the Company Secretary be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution."
- At page no. 16 at clause no. 'b' in the second line, the word "Rs. 2000 Crores (Rupees Two Thousand Crores only) shall be read as Rs. 2100 Crores (Rupees Two Thousand One Hundred Crores only).
- At page no. 16 at clause no. 'b' and at page 18 at clause no. '1' of the Explanatory Statement of Resolution no. 1 & 2, table showing the details of tentative allotment of securities that may be allotted to the Lenders shall be read as under:

Sr.	Name of the Banks/ lenders to whom OCCRPS or CRPS or OCDs	*Appx. Rupees of OCCRPS or CRPS or OCDs (as the case may be) to be issued (Rs. In Crores)	*Appx. No. of OCDs (as the case may be) to be allotted (as the case may be)	*Appx. No. of OCCRPS or CRPS (as the case may be)	% holding of OCCRPS or CRPS or OCDs post allotment
1	State Bank of India	838.12	8381200	144503448	40.98
2	Union Bank of India	208.01	2080100	35863793	10.17
3	Punjab National Bank	229.81	2298100	39622414	11.24
4	Bank of India	150.39	1503900	25929310	7.35
5	Central Bank of India	107.06	1070600	18458621	5.23
6	Syndicate Bank	86.60	866000	14931034	4.23
7	Canara Bank	121.06	1210600	20872414	5.92
8	ICICI Bank Limited	91.34	913400	15748276	4.47
9	JM Financial Asset Reconstruction Company Limited	62.56	625600	10786207	3.06
10	Axis Bank Limited	15.87	158700	2736207	0.78
11	SREI Infrastructure Finance Limited	16.00	160000	2758621	0.78
12	SREI Equipment Finance Limited	83.18	831800	14341379	4.07
13	L&T Finance Limited	9.41	94100	1622414	0.46
14	Indian Overseas Bank	22.11	221100	3812069	1.08
15	HDFC Bank Limited	3.66	36600	631034	0.18
	Total	2,045.18	20451800	35,26,17,241	100

\*The total numbers of OCCRPS and/ or CRPS and/ or OCDs and/ or Equity Shares, as the case may be, mentioned above to be allotted to the above referred Lenders may vary upon acceptance of the same by the said Lenders on determination of unsustainable loan amount after reconciliation/ confirmation and in pursuant to any applicable laws and regulations, participation of lenders etc.

- At page no. 17 of the explanatory statement to Resolution no. 1 & 2, clause 'e', second line of second paragraph, after the sentence in the bracket "including premium of Rs. 48" the following sentence shall be inserted: "or such other price as may be determined by the Lenders pursuant to the Resolution Plan"
- At page no. 17 of the explanatory statement to Resolution no. 1 & 2, after clause 'e', the following shall be inserted:  
Broad indicative Terms of CRPS (incase the SILL Resolution plan states issuance of CRPS) shall be as under:

Dividend	0.01% p.a., payable annually on September 30
Face value	Rs. 10/-
Tenor	Upto 18.5 years
Redemption Schedule for CRPS	12 unequal annual payments, commencing at the end of FY26 In event of default for redemption of CRPS on their due dates, lenders shall have a put option on Promoter for the defaulted amounts of CRPS.
Redemption Price	Equal to Issue Price, adjusted for any unpaid dividend
Security	Unsecured
Right of First Offer (ROFO)	Promoters shall have right of first offer(ROFO) in case the CRPS holders decide to sell the CRPS with a notice period of 30 days. Further, if promoters do not exercise the ROFO, they shall have the right to assign the ROFO to the existing financial investors in SILL with a notice period of 15 days. Further, the same shall be as per extant guidelines of SEBI.
Mandatory Redemption	After upgradation of account of the Lenders, until further review, any cash flows in excess of 110% of EBITDA projected in any year as per TEV Study as part of the Resolution Plan would be swept for redemption of CRPS in inverse order of maturity. Any excess proceeds from

The CRPS amount would be finalized based on the number of shares to be allotted and price determined for conversion of debt into equity shares. The above are broad indicative terms and the same may vary at the time of actual implementation of the SILL Resolution Plan.

- At page no. 21 at clause no. 'b' and '1' of the Explanatory Statement of Resolution no. 3, table showing the details of tentative allotment of securities that may be allotted to the Lenders after serial no. 12 shall be inserted as under:

Sr.No.	Name of the Banks/ lenders	Natural person who ultimately controls the Proposed Allottee	*Appx. Rupees of Equity to be issued (Rs. In Crores)	Pre-Issue Equity holding	Post Issue Equity holding **
13	L&T Finance Limited	NA	0.10	Nil	PI refer point J of item no. 4 & 5
14	Indian Overseas Bank	NA	0.20	Nil	
15	HDFC Bank Limited	NA	0.05	Nil	
	Total (upto Maximum Rs. In crores)	70			

- At page no. 22 and 23 of the EGM Notice forming part of the explanatory statement to resolution no. 4 & 5, table showing the details of tentative allotment of securities that may be allotted to the Promoter and Non-Promoters from Sr. no. 1 to 5 shall be read as under:  
The Company proposes to make a preferential allotment of uptoRs. 250 Crores (Rupees Two Hundred and Fifty Crores) Equity Shares and uptoRs. 50 Crores (Rupees Fifty Crores) Warrants to the following persons:

Sr. No.	Name of the proposed allottee	Address	PAN	Category	Type of Security	Upto No. of Equity Shares	Upto No. of Warrants
1	BVB Infracorp Private Limited	Supreme House, PratapGadh, Plot No. 94/C, Opp. lit, Powai, Mumbai - 400076	AAUCS9531K	Promoter Body Corporate	Equity Shares & Warrants	10344828	3448276
2	BVR Infracorp Private Limited	Supreme House, PratapGadh, Plot No.94/C, Opp. lit, Powai, Mumbai - 400076	AAUCS9530J	Promoter Body Corporate	Equity Shares & Warrants	7758621	2586207
3	VSB Infracorp Private Limited	Supreme House, PratapGadh, Plot No.94/C, Opp. lit, Powai, Mumbai - 400076	AAUCS9532L	Promoter Body Corporate	Equity Shares & Warrants	7758621	2586207
4	KITARA PIIN 1502 (Kitara)	Anex Management Service Limited, 9th Floor, Ebene Tower, 52, Cybercity, Ebene Mauritius	AAHCK1894L	Non-Promoter FDI Investor	Equity Shares	32,76,000	Nil
5	Ajitsinh Gokaldas Khimji - Rishi AjitsinhKhimji (on Repatriation and Non repatriation basis)	House 66, Way 222-24771402, PB No.-144, Postal code-113, Qurum, Oman	AADPK1722A AAHPK6026D	Non-Promoter Foreign Portfolio Investor	Equity Shares	36,20,000	Nil

Note: There is no addition of any new allottee in the preferential issue. The offer of Equity Shares has been changed/ reallocated between two proposed allottees viz. Kitara PIIN 1502 and Mr. Ajitsinh Gokaldas Khimji under the non-promoter public category. As part of the proposed SILL Resolution Plan being consideration with the Lenders, the issuance of Equity shares and warrants to promoter/ promoter group viz. BVB Infracorp Private Limited, BVR Infracorp Private Limited and VSB Infracorp Private Limited have been increased.

- At page no. 13 of the EGM Notice forming part of the explanatory statement, part of the disclosure stated at clause no. 'a', in the third line, the word "Rs. 100 Crores (Rupees One Hundred Crores only)" shall be read as "Rs. 150 Crores (Rupees One Hundred Fifty Crores only)" and in the fifth line, the word "Rs. 30 Crores (Rupees Thirty Crores only)" shall be read as "Rs. 50 Crores (Rupees Fifty Crores only)".
- At page no. 23 of the EGM Notice forming part of the explanatory statement, the disclosure stated at clause no. 'b' shall be read as "Upto 4,31,82,070(Four Crores Thirty one Lakhs and Eighty Two Thousand and Seventy) Equity Shares and upto 86,20,690 (Eighty Six Lakhs Twenty Thousand Six Hundred Ninety) Warrants"
- At page no. 24 of the EGM Notice forming part of the explanatory statement, the disclosure stated at clause no. 'h' shall be read as under:  
Except, BVB Infracorp Private Limited will subscribe upto 1,03,44,828 Equity Shares and upto 34,48,276 Warrants, and BVR Infracorp Private Limited will subscribe upto 77,58,621 Equity Shares and upto 25,86,207 Warrants and VSB Infracorp Private Limited will subscribe upto 77,58,621 Equity Shares and upto 25,86,207 Warrants, who are members of the promoter / promoter group of the Company, none of the other members of the promoters/ promoter group of the Company intend to subscribe to/ acquire Equity Shares and Warrants on a preferential allotment basis as proposed under the special resolution.
- At page no. 25 of the EGM Notice forming part of the explanatory statement, part of the disclosure stated at serial no. 1 to 5 at clause no. '1', shall be read as under:  
1. Name of the Subscribers, the identities of the persons who are the ultimate beneficial owners of the shares or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control

Sr. No.	Details of the Subscriber	Category of Subscriber	Pre Issue % holding	Upto No. of Equity Shares to be allotted	Upto No. of Warrants to be allotted	*Post Issue % holding	Beneficial Ownership
1	2	3	4	5	6	7	8
1	BVB Infracorp Private Limited	Promoter / Promoter Group	Nil	10344828	3448276	16.57	Mr. Bhawanishankar Sharma, Mr. Vikram Sharma, Mrs. Barkha Sharma
2	BVR Infracorp Private Limited	Promoter / Promoter Group	Nil	7758621	2586207	12.43	Mr. Bhawanishankar Sharma, Mr. Vikram Sharma, Mr. Vikas Sharma
3	VSB Infracorp Private Limited	Promoter / Promoter Group	Nil	7758621	2586207	12.43	Mr. Bhawanishankar Sharma, Mr. Vikas Sharma, Mrs. Shweta Sharma
4	Kitara PIIN 1502	Non - Promoter	Nil	32,76,000	Nil	3.94	1. Kitara Capital International Limited 2. Halcyon Capital Holding Company SAOC 3. Mr. Sachin Kamat 4. Mr. Umesh Khimji
5	Ajitsinh Gokaldas Khimji - Rishi AjitsinhKhimji (upto Rs.8 Crores on Repatriation and upto Rs. 13 Crores Non repatriation basis)	Non - Promoter	Nil	36,20,000	Nil	4.35	Individual

\* Post issue shareholding is considered considering full allotment of Equity Shares and after considering allotment of Equity Shares on exercise of Warrants assuming full exercise of Warrants.

- At page no. 26 & 27 of the EGM Notice forming part of the explanatory statement, clause no. 'j' shall be read as under:  
The Shareholding pattern of the Company before and after the preferential issue:

Sr. No.	Category of Shareholder	Pre Issue Shareholding Shares	% holding	*Post Issue Shareholding after allotment of Equity Shares	% holding	Post Issue Shareholding after allotment of Equity Shares on exercise of Warrants (assuming full exercise of Warrants)	% holding
A.	Shareholding of Promoter and Promoter Group	No. of Shares	% holding	No. of Shares	% holding	No. of Shares	% holding
1	Indian						
(a)	Individuals / Hindu Undivided Family	4290903	16.7	4290903	5.75	4290903	5.16
(b)	Central Government/State Government(s)	0	0	0	0.00	0	0.00
(c)	Financial Institutions/Banks	0	0	0	0.00	0	0.00
(d)	Any Other(Bodies Corporate)	4622171	17.98	23021736	30.86	31642426	38.02
	Sub Total - A(1)	8913074	34.68	27312639	36.61	35933329	43.18
2	Foreign						
(a)	Individuals(Non-Resident Individuals/Foreign Individuals)	0	0	0	0.00	0	0.00
(b)	Government	0	0	0	0.00	0	0.00
(c)	Institutions	0	0	0	0.00	0	0.00
(d)	Foreign Portfolio Investor	0	0	0	0.00	0	0.00
	Sub Total A(2)	0	0	0	0.00	0	0.00
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	8913074	34.68	27312639	36.61	35933329	43.18
(B)	Public Shareholding						
1	Institutions						
(a)	Mutual Funds / UTI	183740	0.71	183740	0.25	183740	0.22
(b)	Venture Capital Funds	0	0	0	0.00	0	0.00
(c)	Alternate Investment Funds	0	0	0	0.00	0	0.00
(d)	Foreign Venture Capital Investors	0	0	0	0.00	0	0.00
(e)	Foreign Portfolio Investors	3087299	12.01	11648299	15.61	11648299	14.00
(f)	Financial Institution/Banks	482329	1.87	482329	0.65	482329	0.58
	Lenders under SILL Resolution Plan - Invocation/ transfer	0	0	7462505	10.00	7462505	8.97
	Lenders under SILL Resolution Plan - fresh allotment	0	0	5717152	7.66	5717152	6.87
(g)	Insurance Companies	0	0	0	0.00	0	0.00
(h)	Provident Funds/ Pension Funds	0	0	0	0.00	0	0.00
(i)	Any other (FII's/ FDI)	0	0	3276000	4.39	3276000	3.94
	SUB TOTAL (B)(1)	3753368	14.6	28770025	38.57	28770025	34.57
2	Central / State government(s)						
(a)	Central Government/ State Government(s)/President of India	0	0	0	0.00	0	0.00
	SUB TOTAL (B)(2)	0	0	0	0.00	0	0.00
3	Non-institutions						
(a.1)	Individuals - i. Individual shareholders holding nominal share capital up to Rs. 2 lakhs.	3956033	15.39	4096033	5.49	4096033	4.92
(a.2)	Individual - ii. Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs.	3858156	15.01	3858156	5.17	3858156	4.64
(b)	NBFCs registered with RBI	7100	0.02	7100	0.01	7100	0.01
(c)	Employee Trusts	0	0	0	0.00	0	0.00
(d)	Overseas Depositories (holding DRs) (balancing figure)	0	0	0	0.00	0	0.00
(e)	Any Other(Bodies Corporate)	2875897	11.19	4598897	6.16	4598897	5.53
(e)	Any Other(Clearing Member)	347383	1.35	347383	0.47	347383	0.42
(e)	Any Other(Non Resident Indians (Non Repat))	103146	0.4	2344146	3.14	2344146	2.82
(e)	Any Other(Non Resident Indians (Repat))	1884215	7.33	3263215	4.37	3263215	3.92
(e)	Any Other(Trusts)	0	0	0	0.00	0	0.00
	SUB TOTAL (B)(3)	13031930	50.71	18514930	24.82	18514930	22.25
	Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)	16785298	65.31	47284955	63.39	47284955	56.82
	Total (C) = (A)+(B)	25698372	100	74597594	100.00	83218284	100.00

\* Post preferential allotment shareholding of the Company is arrived at by assuming that Equity Shares shall be transferred to the Lenders of the Company upon invocation of the pledge / transfer of upto 74,62,505 Equity Shares currently held by the members of the promoter/ promoter group of the Company, pursuant to the SILL Resolution Plan, and fresh allotment to Lenders upto 57,17,152 Equity Shares. Further swap of equity shares is not taken in consideration for the purpose of pre and post shareholding since it is the resolution subsequent to the proposed resolution. Above shareholding pattern may change depending upon the shares which may be allotted to the lenders and the shares and warrants which may be subscribed by the promoters and third party investors.

- No change is envisaged in the management of or control in the company consequent to the proposed preferential allotment of Equity Shares.
- At page no. 28 of the EGM Notice forming part of the explanatory statement of resolution no. 6, the first para shall be read as under:

The consideration for acquisition of 3,03,608 (Three Lakhs Three Thousand Six Hundred Eight) Equity Shares and 11,39,634 (Eleven Lakhs Thirty Nine Thousand Six Hundred Thirty Four) compulsorily convertible cumulative participatory preference shares of Supreme Infrastructure BOT Holdings Private Limited held by Strategic Road Investments Limited ("Investor") by the Company will comprise of 51,72,500 (Fifty One Lakhs Seventy Two Thousand Five Hundred) fully paid up Equity Shares of face value of Rs. 10 (Rupees Ten) each of the Company to be issued by the Company to the Investor, on a preferential basis.

- At page no. 32 of the EGM Notice forming part of the explanatory statement of resolution no. 6, clause 'n' shall be read as under:  
The Company shall obtain relevant certificate from a merchant banker registered with SEBI/ Practicing Chartered Accountant to the effect that proposed issue is in accordance with the requirements of the Act, ICDR Regulations, SEBI Takeover Regulations and the notifications issued by SEBI in this regard, RBI Guidelines in this regard and the shares and warrants shall be placed at the EGM.

- At page no. 32 of the EGM Notice forming part of the explanatory statement of resolution no. 7, in third line at para no. 1, "Rs. 130 Crores (Rupees One Hundred and Thirty Crores only) shall be read as Rs. 200 Crores (Rupees Two Hundred Crores only).

Except as detailed in this corrigendum, all other terms, contents and information as stated in the above referred EGM Notice dated 24th July, 2018 shall remain unchanged. This corrigendum will be available on the website of the Company at www.supremeinfra.com

We request you to read the EGM Notice dated 24th July, 2018 together with this corrigendum.

We apologise for the inconvenience caused.

FOR SUPREME INFRASTRUCTURE INDIA LIMITED

VIJAY JOSHI  
COMPANY SECRETARY



# SUPREME INFRASTRUCTURE INDIA LIMITED

CIN: L74999MH1983PLC029752

94/C, Supreme House, Opp. IIT Main Gate, Powai, Mumbai 400 076. Phone : 022 6128 9700. Fax : 022 6128 9711 Webiste : www.supremeinfra.com

## CORRIGENDUM TO EXTRA-ORDINARY GENERAL MEETING NOTICE DATED 24TH JULY, 2018

Dear Shareholders,  
This is in reference to the Extra-Ordinary General Meeting (EGM) Notice dated 24th July, 2018 ("EGM Notice"), convening the EGM of the Members of Supreme Infrastructure India Limited to be held on Friday, 24th August, 2018 for seeking your approval to inter-alia, to create, issue, offer and allot Equity Shares and warrants to promoters and promoters' group and Equity Shares to the third party investors to be issued on a preferential basis.  
The meeting of the Board of Directors of the Company was held on 18th August, 2018 where at the Board inter-alia considered and approved the issuance of Equity Shares upto Rs. 150 Crores, and warrants upto Rs. 50 Crores instead of Rs. 100 Crores and Rs. 30 Crores respectively to promoter / promoter group which was originally resolved at their meeting held on 24th July, 2018. The increase in the limits of the promoters' promoters group is considered on account of increase in the promoters' infusion of funds in the Company as envisaged under SIIL Resolution Plan being under consideration with the lenders. Consequently, the EGM notice dated 24th July, 2018 would undergo change and the EGM notice may kindly be read along with the following corrigendum:

- At page no. 2 of the Resolution no. 2 para no. 1 & 2 "Rs. 2000 Crores (Rupees Two Thousand Crores only) shall be read as Rs. 2100 Crores (Rupees Two Thousand One Hundred Crores only).
- At page no. 2 of the Resolution no. 2, second line of clause no.(i) and (ii), after the sentence in the bracket "including premium of Rs. 48" the following sentence shall be inserted: "or such other price as may be determined by the lenders"
- At page no. 5 of the EGM Notice at clause no. 'a' of Resolution no. 4 "Rs. 100 Crores (Rupees One Hundred Crores only) shall be read as Rs. 150 Crores (Rupees One Hundred Fifty Crores only).
- At page no. 5 of the EGM Notice at clause no. b of Resolution no. 4 "Rs. 30 Crores (Rupees Thirty Crores only) shall be read as Rs. 50 Crores (Rupees Fifty Crores only)
- At page no. 9 of the Resolution no. 7 para no. 1 "Rs. 130 Crores (Rupees One Hundred and Thirty Crores only) shall be read as Rs. 200 Crores (Rupees Two Hundred Crores only).
- At page no. 10 of the Resolution no. 8 in respect of increase in Authorised Share Capital of the Company shall be read as under on account of proposed increase in issuance of securities:  
"RESOLVED THAT pursuant to the provisions of Sections 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed thereunder, the consent of the members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from the existing Authorized Share Capital of Rs. 75,00,00,000/- (Rupees Seventy Five Crores only) of the Company consisting of 7,25,00,000 (Seven Crores Twenty Five Lakhs) Equity Shares of Rs. 10/- each aggregating to Rs. 72,50,00,000/- (Rupees Seventy Two Crores Fifty Lakhs only) and 25,00,000 (Twenty Five Lakhs) Preference Shares of Rs. 10/- each aggregating to Rs. 2,50,00,000/- (Rupees Two Hundred Fifty Lakhs only) and is hereby increased to Rs. 452,50,00,000/- (Rupees Four Hundred Fifty Two Crores and Fifty Lakhs only) consisting of 8,25,00,000 (Eight Crores Twenty Five Lakhs) Equity Shares of Rs. 10/- each aggregating to Rs. 82,50,00,000/- (Rupees Eighty Two Crores Fifty Lakhs only) and 37,00,00,000 (Thirty Seven Crores) Preference Shares of Rs. 10/- each aggregating to Rs. 370,00,00,000/- (Rupees Three hundred Seventy Crores only) and consequently, the Clause V of the Memorandum of Association of the Company be and is hereby altered by substituting the following new Clause V in place of existing Clause thereof:  
"V. The Authorised Share Capital of the Company is Rs.452,50,00,000/- (Rupees Four Hundred Fifty Two Crores and Fifty Lakhs only) consisting of 8,25,00,000 (Eight Crores Twenty Five Lakhs) Equity Shares of Rs. 10/- each aggregating to Rs. 82,50,00,000/- (Rupees Eighty Two Crores Fifty Lakhs only) and 37,00,00,000 (Thirty Seven Crores) Preference Shares of Rs. 10/- each aggregating to Rs. 370,00,00,000/- (Rupees Three Hundred Seventy Crores only) with the power to increase, consolidate, decrease or to divide the share capital with or without any preference, priority or subject to any postponement of rights or to any conditions of restrictions, so that the conditions, of issue shall otherwise be subject to the power herein contained, and to attach thereto respectively such rights as may be determined by or in accordance with the Articles of Association of the company and to vary, modify, amalgamate or abrogate any such rights in such manner as may for the time being be provided in the Articles of Association of the Company."
- "RESOLVED FURTHER THAT any one Director of the Company or the Company Secretary be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution."
- At page no. 16 at clause no. 'b' in the second line, the word "Rs. 2000 Crores (Rupees Two Thousand Crores only) shall be read as Rs. 2100 Crores (Rupees Two Thousand One Hundred Crores only).
- At page no. 16 at clause no. 'b' and at page 18 at clause no. 'i' of the Explanatory Statement of Resolution no. 1 & 2, table showing the details of tentative allotment of securities that may be allotted to the Lenders shall be read as under:

Sr.	Name of the Banks/ lenders to whom OCCRRPS or CRPS or OCDs	*Appx. Rupees of OCCRRPS or CRPS or OCDs (as the case may be) to be issued (Rs. In Crores)	*Appx. No. of OCDs (as the case may be) to be allotted (as the case may be)	*Appx. No. of OCCRRPS or CRPS (as the case may be)	% holding of OCCRRPS or CRPS or OCDs post allotment
1	State Bank of India	838.12	8381200	144503448	40.98
2	Union Bank of India	208.01	2080100	35863793	10.17
3	Punjab National Bank	229.81	2298100	39622414	11.24
4	Bank of India	150.39	1503900	25929310	7.35
5	Central Bank of India	107.06	1070600	18458621	5.23
6	Syndicate Bank	86.60	866000	14931034	4.23
7	Canara Bank	121.06	1210600	20872414	5.92
8	ICICI Bank Limited	91.34	913400	15748276	4.47
9	JM Financial Asset Reconstruction Company Limited	62.56	625600	10786207	3.06
10	Axis Bank Limited	15.87	158700	2736207	0.78
11	SREI Infrastructure Finance Limited	16.00	160000	2758621	0.78
12	SREI Equipment Finance Limited	83.18	831800	14341379	4.07
13	L&T Finance Limited	9.41	94100	1622414	0.46
14	Indian Overseas Bank	22.11	221100	3812069	1.08
15	HDFC Bank Limited	3.66	36600	631034	0.18
	Total	2,045.18	20451800	35,26,17,241	100

\*The total numbers of OCCRRPS and/or CRPS and/or OCDs and/or Equity Shares, as the case may be, mentioned above to be allotted to the above referred Lenders may vary upon acceptance of the same by the said Lenders on determination of unsustainable loan amount after reconciliation/ confirmation and in pursuant to any applicable laws and regulations, participation of lenders etc.

9. At page no. 17 of the explanatory statement to Resolution no. 1 & 2, clause 'e', second line of second paragraph, after the sentence in the bracket "including premium of Rs. 48" the following sentence shall be inserted: "or such other price as may be determined by the Lenders pursuant to the Resolution Plan"

10. At page no. 17 of the explanatory statement to Resolution no. 1 & 2, after clause 'e', the following shall be inserted:  
Broad indicative Terms of CRPS (incase the SIIL Resolution plan states issuance of CRPS) shall be as under:

Dividend	0.01% p.a., payable annually on September 30
Face value	Rs. 10/-
Tenor	Upto 18.5 years
Redemption Schedule for CRPS	12 unequal annual payments, commencing at the end of FY26 In event of default for redemption of CRPS on their due dates, lenders shall have a put option on Promoter for the defaulted amounts of CRPS.
Redemption Price	Equal to Issue Price, adjusted for any unpaid dividend
Security	Unsecured
Right of First Offer (ROFO)	Promoters shall have right of first offer (ROFO) in case the CRPS holders decide to sell the CRPS with a notice period of 30 days. Further, if promoters do not exercise the ROFO, they shall have the right to assign the ROFO to the existing financial investors in SIIL with a notice period of 15 days. Further, the same shall be as per extant guidelines of SEBI.
Mandatory Redemption	After upgradation of account of the Lenders, until further review, any cash flows in excess of 110% of EBITDA projected in any year as per TEV Study as part of the Resolution Plan would be swept for redemption of CRPS in inverse order of maturity. Any excess proceeds from

The CRPS amount would be finalized based on the number of shares to be allotted and price determined for conversion of debt into equity shares. The above are broad indicative terms and the same may vary at the time of actual implementation of the SIIL Resolution Plan.

11. At page no. 21 at clause no. 'b' and 'i' of the Explanatory Statement of Resolution no. 3, table showing the details of tentative allotment of securities that may be allotted to the Lenders after serial no. 12 shall be inserted as under:

Sr.No.	Name of the Banks/ lenders	Natural person who ultimately controls the Proposed Allottee	*Appx. Rupees of Equity to be issued (Rs. In Crores)	Pre-Issue Equity holding	Post Issue Equity holding **
13	L&T Finance Limited	NA	0.10	Nil	Pl refer point J of Item no. 4 & 5
14	Indian Overseas Bank	NA	0.20	Nil	
15	HDFC Bank Limited	NA	0.05	Nil	
	Total (upto Maximum Rs. In crores)	70			

12. At page no. 22 and 23 of the EGM Notice forming part of the explanatory statement to resolution no. 4 & 5, table showing the details of tentative allotment of securities that may be allotted to the Promoter and Non-Promoters from Sr. no. 1 to 5 shall be read as under:  
The Company proposes to make a preferential allotment of upto Rs. 250 Crores (Rupees Two Hundred and Fifty Crores) Equity Shares and upto Rs. 50 Crores (Rupees Fifty Crores) Warrants to the following persons:

Sr. No.	Name of the proposed allottee	Address	PAN	Category	Type of Security	Upto No. of Equity Shares	Upto No. of Warrants
1	BVB Infracorp Private Limited	Supreme House, PratapGadh, Plot No. 94/C, Opp. IIT, Powai, Mumbai - 400076	AAUCS9531K	Promoter Body Corporate	Equity Shares & Warrants	10344828	3448276
2	BVR Infracorp Private Limited	Supreme House, PratapGadh, Plot No.94/C, Opp. IIT, Powai, Mumbai - 400076	AAUCS9530J	Promoter Body Corporate	Equity Shares & Warrants	7758621	2586207
3	VSB Infracorp Private Limited	Supreme House, PratapGadh, Plot No.94/C, Opp. IIT, Powai, Mumbai - 400076	AAUCS9532L	Promoter Body Corporate	Equity Shares & Warrants	7758621	2586207
4	KITARA PIIN 1502 (Kitara)	Anex Management Service Limited, 9th Floor, Ebene Tower, 52, Cybercity, Ebene Mauritius	AAHCK1894L	Non-Promoter FDI Investor	Equity Shares	32,76,000	Nil
5	Ajitsinh Gokaldas Khimji - Rishi AjitsinhKhimji (on Repatriation and Non repatriation basis)	House 66, Way 222-24771402, PB No.-144, Postal code-113, Qurum, Oman	AADPK1722A AAHPK6026D	Non-Promoter Foreign Portfolio Investor	Equity Shares	36,20,000	Nil

Note: There is no addition of any new allottee in the preferential issue. The offer of Equity Shares has been changed/ reallocated between two proposed allottees viz. Kitara PIIN 1502 and Mr. Ajitsinh Gokaldas Khimji under the non-promoter public category. As part of the proposed SIIL Resolution Plan being consideration with the Lenders, the issuance of Equity shares and warrants to promoter/ promoter group viz. BVB Infracorp Private Limited, BVR Infracorp Private Limited and VSB Infracorp Private Limited have been increased.

13. At page no. 23 of the EGM Notice forming part of the explanatory statement, part of the disclosure stated at clause no. 'a', in the third line, the word "Rs. 100 Crores (Rupees One Hundred Crores only)" shall be read as "Rs. 150 Crores (Rupees One Hundred Fifty Crores only)" and in the fifth line, the word "Rs. 30 Crores (Rupees Thirty Crores only)" shall be read as "Rs. 50 Crores (Rupees Fifty Crores only)".

14. At page no. 23 of the EGM Notice forming part of the explanatory statement, the disclosure stated at clause no. 'b' shall be read as "Upto 4,31,82,070 (Four Crores Thirty one Lakhs and Eighty Two Thousand and Seventy) Equity Shares and upto 86,20,690 (Eighty Six Lakhs Twenty Thousand Six Hundred Ninety) Warrants"

15. At page no. 24 of the EGM Notice forming part of the explanatory statement, the disclosure stated at clause no. 'h' shall be read as under:

Except, BVB Infracorp Private Limited will subscribe upto 1,03,44,828 Equity Shares and upto 34,48,276 Warrants, and BVR Infracorp Private Limited will subscribe upto 77,58,621 Equity Shares and upto 25,86,207 Warrants and VSB Infracorp Private Limited will subscribe upto 77,58,621 Equity Shares and upto 25,86,207 Warrants, who are members of the promoter / promoter group of the Company, none of the other members of the promoters' promoter group of the Company intend to subscribe to / acquire Equity Shares and Warrants on a preferential allotment basis as proposed under the special resolution.

16. At page no. 25 of the EGM Notice forming part of the explanatory statement, part of the disclosure stated at serial no. 1 to 5 at clause no. 'i', shall be read as under:

i. Name of the Subscribers, the identities of the persons who are the ultimate beneficial owners of the shares or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control

Sr. No.	Details of the Subscriber	Category of Subscriber	Pre Issue % holding	Upto No. of Equity Shares to be allotted	Upto No. of Warrants to be allotted	*Post Issue % holding	Beneficial Ownership
1	2	3	4	5	6	7	8
1	BVB Infracorp Private Limited	Promoter / Promoter Group	Nil	10344828	3448276	16.57	Mr. Bhawanishankar Sharma, Mr. Vikram Sharma, Mrs. Barkha Sharma
2	BVR Infracorp Private Limited	Promoter / Promoter Group	Nil	7758621	2586207	12.43	Mr. Bhawanishankar Sharma, Mr. Vikram Sharma, Mr. Vikas Sharma
3	VSB Infracorp Private Limited	Promoter / Promoter Group	Nil	7758621	2586207	12.43	Mr. Bhawanishankar Sharma, Mr. Vikas Sharma, Mrs. Shweta Sharma
4	Kitara PIIN 1502	Non - Promoter	Nil	32,76,000	Nil	3.94	1. Kitara Capital International Limited 2. Halcyon Capital Holding Company SAOC 3. Mr. Sachin Kamat 4. Mr. Umesh Khimji
5	Ajitsinh Gokaldas Khimji - Rishi AjitsinhKhimji (upto Rs.8 Crores on Repatriation and upto Rs. 13 Crores Non repatriation basis)	Non - Promoter	Nil	36,20,000	Nil	4.35	Individual

\* Post issue shareholding is considered considering full allotment of Equity Shares and after considering allotment of Equity Shares on exercise of Warrants assuming full exercise of Warrants.

17. At page no. 26 & 27 of the EGM Notice forming part of the explanatory statement, clause no. 'j' shall be read as under:  
The Shareholding pattern of the Company before and after the preferential issue:

Sr. No.	Category of Shareholder	Pre Issue Shareholding Shares		*Post Issue Shareholding after allotment of Equity		Post Issue Shareholding after allotment of Equity Shares on exercise of Warrants (assuming full exercise of Warrants)	
		No. of Shares	% holding	No. of Shares	% holding	No. of Shares	% holding
A	Shareholding of Promoter and Promoter Group						
1	Indian						
(a)	Individuals / Hindu Undivided Family	4290903	16.7	4290903	5.75	4290903	5.16
(b)	Central Government/State Government(s)	0	0	0	0.00	0	0.00
(c)	Financial Institutions/Banks	0	0	0	0.00	0	0.00
(d)	Any Other(Bodies Corporate)	4622171	17.98	23021736	30.86	31642426	38.02
	Sub Total - A(1)	8913074	34.68	27312639	36.61	35933329	43.18
2	Foreign						
(a)	Individuals/Non-Resident Individuals/Foreign Individuals	0	0	0	0.00	0	0.00
(b)	Government	0	0	0	0.00	0	0.00
(c)	Institutions	0	0	0	0.00	0	0.00
(d)	Foreign Portfolio Investor	0	0	0	0.00	0	0.00
	Sub Total A(2)	0	0	0	0.00	0	0.00
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	8913074	34.68	27312639	36.61	35933329	43.18
(B)	Public Shareholding						
1	Institutions						
(a)	Mutual Funds / UTI	183740	0.71	183740	0.25	183740	0.22
(b)	Venture Capital Funds	0	0	0	0.00	0	0.00
(c)	Alternate Investment Funds	0	0	0	0.00	0	0.00
(d)	Foreign Venture Capital Investors	0	0	0	0.00	0	0.00
(e)	Foreign Portfolio Investors	3087299	12.01	11648299	15.61	11648299	14.00
(f)	Financial Institution/Banks	482329	1.87	482329	0.65	482329	0.58
	Lenders under SIIL Resolution Plan - Invocation/ transfer	0	0	7462505	10.00	7462505	8.97
	Lenders under SIIL Resolution Plan - fresh allotment			5717152	7.66	5717152	6.87
(g)	Insurance Companies	0	0	0	0.00	0	0.00
(h)	Provident Funds/ Pension Funds	0	0	0	0.00	0	0.00
(i)	Any other (FI's/ FDI)	0	0	3276000	4.39	3276000	3.94
	SUB TOTAL (B)(1)	3753368	14.6	28770025	38.57	28770025	34.57
2	Central / State government(s)						
(a)	Central Government/ State Government(s)/President of India	0	0	0	0.00	0	0.00
	SUB TOTAL (B)(2)	0	0	0	0.00	0	0.00
3	Non-institutions						
(a.1)	Individuals - i. Individual shareholders holding nominal share capital up to Rs. 2 lakhs.	3956033	15.39	4096033	5.49	4096033	4.92
(a.2)	Individual - ii. Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs.	3858156	15.01	3858156	5.17	3858156	4.64
(b)	NBFCs registered with RBI	7100	0.02	7100	0.01	7100	0.01
(c)	Employee Trusts	0	0	0	0.00	0	0.00
(d)	Overseas Depositories (holding DRs) (balancing figure)	0	0	0	0.00	0	0.00
(e)	Any Other(Bodies Corporate)	2875897	11.19	4598897	6.16	4598897	5.53
(e)	Any Other(Clearing Member)	347383	1.35	347383	0.47	347383	0.42
(e)	Any Other(Non Resident Indians (Non Repat))	103146	0.4	2344146	3.14	2344146	2.82
(e)	Any Other(Non Resident Indians (Repat))	1884215	7.33	3263215	4.37	3263215	3.92
(e)	Any Other(Trusts)	0	0	0	0.00	0	0.00
	SUB TOTAL (B)(3)	13031930	50.71	18514930	24.82	18514930	22.25
	Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)	16785298	65.31	47284955	63.39	47284955	56.82
	Total (C) = (A)+(B)	25698372	100	74597594	100.00	83218284	100.00

\* Post preferential allotment shareholding of the Company is arrived at by assuming that Equity Shares shall be transferred to the Lenders of the Company upon invocation of the pledge / transfer of upto 74,62,505 Equity Shares currently held by the members of the promoter/ promoter group of the Company, pursuant to the SIIL Resolution Plan, and fresh allotment to Lenders upto 57,17,152 Equity shares. Further swap of equity shares is not taken in consideration for the purpose of pre and post shareholding since it is the resolution subsequent to the proposed resolution. Above shareholding pattern may change depending upon the shares which may be allotted to the lenders and the shares and warrants which may be subscribed by the promoters and third party investors.

18. At page no. 28 of the EGM Notice forming part of the explanatory statement of resolution no. 6, the first para shall be read as under:

The consideration for acquisition of 3,03,608 (Three Lakhs Three Thousand Six Hundred Eight) Equity Shares and 11,39,634 (Eleven Lakhs Thirty Nine Thousand Six Hundred Thirty Four) compulsorily convertible cumulative participatory preference shares of Supreme Infrastructure BOT Holdings Private Limited held by Strategic Road Investments Limited ("Investor") by the Company will comprise of 51,72,500 (Fifty One Lakhs Seventy Two Thousand Five Hundred) fully paid up Equity Shares of face value of Rs. 10 (Rupees Ten) each of the Company to be issued by the Company to the Investor, on a preferential basis.

19. At page no. 32 of the EGM Notice forming part of the explanatory statement of resolution no. 6, clause 'h' shall be read as under:

The Company shall obtain relevant certificate from a merchant banker registered with SEBI/ Practicing Chartered Accountant to the effect that proposed issue is in accordance with the requirements of the Act, ICDR Regulations, SEBI Takeover Regulations and the notifications issued by SEBI in this regard, RBI Guidelines in this regard and the said certificate shall be placed at the EGM.

20. At page no. 32 of the EGM Notice forming part of the explanatory statement of resolution no. 7, in third line at para no. 1, "Rs. 130 Crores (Rupees One Hundred and Thirty Crores only) shall be read as Rs. 200 Crores (Rupees Two Hundred Crores only).

Except as detailed in this corrigendum, all other terms, contents and information as stated in the above referred EGM Notice dated 24th July, 2018 shall remain unchanged. This corrigendum will be available on the website of the Company at www.supremeinfra.com

We request you to read the EGM Notice dated 24th July, 2018 together with this corrigendum.

We apologise for the inconvenience caused.

FOR SUPREME INFRASTRUCTURE INDIA LIMITED

Sd/-

VIJAY JOSHI

COMPANY SECRETARY

Place : Mumbai

Date :18th August, 2018