



EVEREST KANTO CYLINDER LIMITED

Registered Office: 204, Raheja Centre, Free Press Journal Marg, 214, Nariman Point, Mumbai 400021

CIN: L29200MH1978PLC020434

Email: investors@ekc.in;

Tel. No.: 022 3026 8300/01. Fax: 022 2287 0720

Web: www.everestkanto.com

NOTICE FOR EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the members of Everest Kanto Cylinder Limited will be held on Tuesday, March 22, 2016 at 10:00 a.m. at M.C. Ghia Hall, at Bhogilal Hargovindas Building, 4th Floor, 18/20, Kaikhushru Dubash Marg, Kala Ghoda, Mumbai - 400 001 to transact the following business:

SPECIAL BUSINESS:

Preferential allotment of Equity Shares of the Company

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

“**RESOLVED THAT** pursuant to the provision of the Section 62 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the enabling provisions of the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended (“ICDR Regulations”), and any other Rules / Regulations / Guidelines, if any, prescribed by the Securities and Exchange Board of India, Reserve Bank of India, Stock Exchanges and / or any other statutory / regulatory authorities, the Listing Agreements entered into by the Company with the Stock Exchanges where the securities of the Company are listed and subject to the approval(s), consent(s), permission(s) and / or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the Board be and is hereby authorised on behalf of the Company to create, offer, issue and allot, from time to time and in one or more tranches, up to 50,50,000 Equity Shares of Rs. 2/- each to Mr. Pushkar Khurana and Mr. Puneet Khurana, both Non-executive Directors and Promoters of the Company and M/s Khurana Gases Private Limited, Promoter Group Company, by way of a Preferential Issue at an issue price Rs. 16/- per Equity Share (including premium of Rs. 14/-).

RESOLVED FURTHER THAT in accordance with the provisions of Chapter VII of the ICDR Regulations, the “Relevant Date” for the purpose of calculating the floor price for the issue of Shares is February 19, 2016 which is 30 days prior to the date of this meeting.

RESOLVED FURTHER THAT the said shares shall be issued and allotted by the Company to Mr. Pushkar Khurana and Mr. Puneet Khurana, both Non-executive Directors and Promoters of the Company and M/s Khurana Gases Private Limited, Promoter Group Company within a period of 15 days from the date of passing of this resolution provided that where the allotment of the said Equity Shares is pending on account of pendency of any approval for such allotment by any regulatory authorities or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the issue of Equity Shares shall be subject to following terms:

- i. The Shares to be allotted shall be in dematerialised form and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.
- ii. They shall be governed by the Regulations and Guidelines issued by SEBI or any other Statutory Authority as the case may be or any modifications thereof.
- iii. The Shares issued by the Company shall rank *pari passu* in all respects including dividend, with the existing Shares of the Company.
- iv. The Shares allotted shall be subject to a lock-in for such period as specified under Chapter VII of ICDR Regulations relating to preferential issue.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable and expedient for such purpose, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modifications to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being

required to seek any fresh approval of the Shareholders of the Company and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of Equity Shares and utilisation of proceeds of the Shares, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or Officer(s) of the Company and to generally do all such acts, deeds and things as may be required in connection with the aforesaid resolution, including making necessary filings with the stock exchanges and regulatory authorities and execution of any documents on behalf of the Company and to represent the Company before any Governmental Authorities and to appoint any Merchant Bankers or other Professional Advisors, Consultants and Legal Advisors to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board or Committee(s) duly constituted for this purpose in connection with

any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

By Order of the Board of Directors

Mumbai
February 25, 2016

P. K. Khurana
Chairman & Managing Director
DIN: 00004050

Registered Office

204, Raheja Centre, Free Press Journal Marg,
214, Nariman Point, Mumbai - 400 021
Tel.: 91 22 3026 8300-01
Fax: 91 22 2287 0720
Email: investors@ekc.in
Website: www.everestkanto.com
CIN: L29200MH1978PLC020434

Notes:

1. Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts concerning the item of special business to be transacted at the Extraordinary General Meeting is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY / PROXIES TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF / HERSELF. SUCH A PROXY / PROXIES NEED NOT BE A MEMBER(S) OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. However, a member holding more than 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 shareholder. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority letter, as applicable.
3. Only registered members of the Company or any proxy appointed by such registered member may attend and vote at the Extraordinary General Meeting as provided under the provisions of the Companies Act, 2013.
4. Electronic copy of the Notice of the aforesaid Extraordinary General Meeting of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email address are registered with the Company / Depository

Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the Notice of the aforesaid Extraordinary General Meeting of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

5. Voting Rights: Shareholders holding equity shares shall have one vote per share as shown against their holding.
6. **VOTING THROUGH ELECTRONIC MEANS**
 1. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the Extraordinary General Meeting by electronic means and the business may be transacted through e-voting Services provided by Central Depository Services Limited (CDSL):

The instructions for e-voting are as under:

- (i) The voting period begins on Saturday, March 19, 2016 at 09:00 am and ends on Monday, March 21, 2016 at 05:00 pm. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Wednesday, March 16, 2016, may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>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.</p> <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 as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the Resolution contained in this Notice.

- (xi) Click on the EVSN for the EVEREST KANTO CYLINDER LIMITED on which you choose to vote.
- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Note for Non-Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

- II. If you are already registered with CDSL for e-voting then you can use your existing user ID and password / PIN for casting your vote.
- III. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IV. The e-voting period commences on Saturday, March 19, 2016 at 09:00 a.m. and ends on Monday, March 21, 2016 at 05:00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Wednesday, March 16, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- V. In case of Members who are entitled to vote but have not exercised their right to vote by electronic means, may vote if the Chairman of the Meeting orders a poll on his own motion or on demand at the Meeting in terms of Section 109 of the Companies Act, 2013 for all businesses specified in the accompanying Notice. **For abundant clarity, please note that the Members who have exercised their right to vote by electronic means shall not vote in a poll at the Meeting.** The poll process shall be conducted and scrutinized and report thereon will be prepared in accordance with Section 109 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.
- VI. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of March 16, 2016.
- VII. Mr. Aashish Bhatt of M/s. Aashish K. Bhatt & Associates, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process and poll process in a fair and transparent manner.
- VIII. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Director of the Company, who has been authorised to receive the report from Scrutinizer.
- IX. The results of e-voting and poll shall be aggregated and declared on or after the EGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.everestkanto.com and on the website of CDSL within two (2) days of passing of the resolution at the EGM of the Company and communicated to BSE Limited and National Stock Exchange of India Limited.
7. Members are requested to send all communications relating to shares to our Registrar & Share Transfer Agent (R & T Agent) at the following address:

LINK INTIME INDIA PRIVATE LIMITED
C-13, Pannalal Silk Mills Compound,
L.B.S. Marg, Bhandup (West), Mumbai - 400 078
Phone No.: (022) 2596 3838
Fax No.: (022) 2594 6969
Email: rnt.helpdesk@linkintime.co.in

8. Members / Proxies are requested to bring the attendance slips duly filled in to the Meeting.
9. All documents referred to in the accompanying Notice and the Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10:00 am to 6:00 pm) on all working days between Monday and Friday of every week, up to and including the date of the Extraordinary General Meeting of the Company.

Statement pursuant to Section 102 of the Companies Act, 2013 to the accompanying Notice dated February 25, 2016.

Preferential issue of Equity Shares of the Company:

Brief note on the Company's operations and justification for the proposed issue of Equity Shares.

The Company is engaged in the manufacture of High Pressure Seamless Gas Cylinders used for containing and storage of compressed natural gas and other industrial gases.

The Company, subject to necessary approvals, is proposing to issue and allot, on a preferential basis, Equity Shares to Mr. Pushkar Khurana and Mr. Puneet Khurana, both Non-executive Directors and Promoters of the Company and M/s Khurana Gases Private Limited, Promoter Group Company.

The objective of the issue of Equity Shares is to augment the net worth of the Company. The proceeds of the Equity Shares will be used to repay borrowings and to meet other general corporate expenses.

Salient features of the preferential issue of Equity Shares are as under:

The proposed issue and allotment of Equity Shares, on a preferential basis, shall be governed by the applicable provisions of the ICDR Regulations and the Companies Act read with the applicable provisions of the Rules made thereunder. Without generality to the above, the salient features of the preferential issue of Equity Shares are:

- The "Relevant Date" for the purpose of calculating the floor price for the issue of Shares is February 19, 2016, which is 30 days prior to date of this meeting.
- The minimum price for the issue will be determined in terms of the pricing formula prescribed under the ICDR Regulations. Such minimum price will be the higher of (a) the average of the high and low of the closing prices of the Shares at the National Stock Exchange of India Limited for 26 weeks prior to the relevant date, i.e., February 19, 2016 and

(b) the average of the high and low of the closing prices of the Shares at the National Stock Exchange of India Limited for 2 weeks prior to February 19, 2016.

- The issue price of each Shares is fixed at Rs. 16/-
- This is the first preferential issue of securities by the Company in this year and no other persons have been allotted any securities on a preferential basis during the current year. The Company has not allotted Shares to any person during the year.
- The Allottees have not sold any shares of the Company during the preceding six months from the date of this notice and have given undertakings that they will not be selling any shares of the Company for the period preceding the Relevant Date to be determined as contemplated in the resolution given above.

The other information prescribed under Regulation 73 of the ICDR Regulations is as follows:

(a) Object of the preferential issue of Equity Shares and details of utilization of proceeds:

The objective of the issue of Equity Shares is to augment the net worth of the Company. The proceeds of the Equity Shares will be used to repay borrowings and to meet other general corporate expenses.

(b) Intention of the Promoters / Directors / Key Managerial Personnel to subscribe to the proposed preferential issue:

Except for the allottees specified, who will be subscribing to Equity Shares in the preferential issue, none of the Promoters, Directors or Key Management Personnel of the Company directly intend to apply / subscribe to any of the Equity Shares.

(c) The shareholding pattern of the Company before and after the preferential issue of Equity Shares

Shareholding pattern before and after the proposed preferential issue of Equity Shares is as follows:

Sr. No.	Category	Pre Issue		Post Preferential Issue	
		No. of Shares held	% of share holding	No. of Shares held	% of share holding
A	Promoters' holding:				
1	Indian :				
	Individual	47,455,771	44.29	49,980,771	44.54
	Bodies Corporate	19,852,203	18.53	22,377,203	19.94
	Sub Total	67,307,974	62.81	72,357,974	64.49
2	Foreign Promoters	1,608,866	1.50	1,608,866	1.43
	Sub Total (A)	68,916,840	64.31	73,966,840	65.92
B	Non-Promoters' holding :				
1	Institutional Investors	3,836,796	3.58	3,836,796	3.42
2	Non-Institution :				
	Private Corporate Bodies	4,863,095	4.54	4,863,095	4.33
	Directors and Relatives	0	0	0	0
	Indian Public	25,702,518	23.99	25,702,518	22.91
	Others (Including NRIs)	3,838,433	3.58	3,838,433	3.42
	Sub Total(B)	38,240,842	35.69	38,240,842	34.08
	GRAND TOTAL	107,157,682	100.00	112,207,682	100.00

(d) Proposed time within which preferential issue of Equity Shares shall be completed

As required under the ICDR Regulations, the preferential issue and allotment of Equity Shares shall be completed within a period of 15 days from the date of passing of the special resolution contained under this item of business provided that where the allotment on preferential basis is pending on account of pendency of any approval of such allotment from any regulatory authorities or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval.

(e) Identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent to the preferential issue

The identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted and /or who ultimately control proposed allottees and the percentage of the post preferential issue capital that may be held by them on fully diluted basis is given in the following table:

Sr. No.	Name of the Allottees	Natural persons who are the ultimate beneficial owners	% of post Preferential issue capital
1.	M/s Khurana Gases Private Limited	Mr. P.K. Khurana, Mrs. Suman Khurana, Mr. Puneet Khurana and Mr. Pushkar Khurana	15.66
2.	Mr. Pushkar Khurana	Mr. Pushkar Khurana	6.69
3.	Mr. Puneet Khurana	Mr. Puneet Khurana	6.69

(f) Change in control

As a result of the proposed preferential issue of Equity Shares, there will be no change in the control of the Company.

(g) Lock-in-period

Pre-preferential allotment holding of Shares, non disposal of Shares and lock-in period of the Shares.

- (i) The Shares allotted on a preferential basis to the Allottees, shall be subject to 'lock-in' for a period of three years from the date of trading approval for such Shares in accordance with Regulation 78(1) of the ICDR Regulations.
- (ii) The entire pre-preferential allotment Shareholding of the allottees shall be locked-in from the Relevant Date up to a period of six months from the date of trading approval as per Regulation 78(6) of the ICDR Regulations.

(h) Auditor's Certificate

A copy of the certificate from Walker Chandiook & Co LLP, Chartered Accountants, the Statutory Auditors of the

Company, certifying that the above preferential issue of Equity Shares is made in accordance with the applicable provisions of the ICDR Regulations, is open for inspection at the registered office of the Company during the working, up to the meeting.

(I) Undertakings

The Company undertakes that the issue price of the Equity Shares will be re-computed in terms of the provision of the ICDR Regulations where it is required to do so and that if the amount payable on the re-computation of price is not paid within the time stipulated in the ICDR Regulations, the Equity Shares allotted shall continue to remain locked-in till the time such amount is paid by the allottees.

The Board has already approved the issue and allotment of Equity Shares on preferential basis to Mr. Pushkar Khurana and Mr. Puneet Khurana, both Non-executive Directors and Promoters of the Company and M/s Khurana Gases Private Limited, Promoter Group Company, in the manner stated herein above.

Regulation 72(1)(a) of the ICDR Regulations provides that preferential issue of specified securities by a listed company would require approval of its shareholders by way of a special resolution. The Board, therefore, recommends the above-mentioned resolution to be passed as a Special Resolution.

Nature of concern or interest of Promoters / Directors / Manager / Key Managerial Personnel:

None of the Directors, Key Managerial Persons (KMPs) of the Company or any relatives of such Directors or KMPs other than Mr. P.K. Khurana, Mr. Pushkar Khurana & Mr. Puneet Khurana, shall be considered to be concerned or interested, financially or otherwise, in the proposed Resolution, except to the extent of shares held by any of them in the Company.

By **Order of the Board of Directors**

Mumbai
February 25, 2016

P. K. Khurana
Chairman & Managing Director
DIN: 00004050

Registered Office
204, Raheja Centre, Free Press Journal Marg,
214, Nariman Point, Mumbai - 400 021
Tel.: 91 22 3026 8300-01
Fax: 91 22 2287 0720
Email: investors@ekc.in
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ATTENDANCE SLIP

EVEREST KANTO CYLINDER LIMITED

Registered Office: 204, Raheja Centre, Free Press Journal Marg, 214, Nariman Point, Mumbai - 400 021.
CIN: L29200MH1978PLC020434. **Website:** http://www.everestkanto.com

Members attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall. I hereby record my presence at the Extraordinary General Meeting of the Company at M.C. Ghia Hall at Bhogilal Hargovindas Building, 4th Floor, 18/20, Kaikhushru Dubash Marg, Kala Ghoda, Mumbai - 400 001 on Tuesday, March 22, 2016 at 10:00 a.m.

Full name of the Member (in block letters) _____ Signature _____

Folio No.: _____ DP ID No.* _____ Client ID No.* _____

*Applicable for member holding shares in electronic form

Full name of the proxy (in block letters) _____ Signature _____

TEAR HERE



PROXY FORM

EVEREST KANTO CYLINDER LIMITED

Registered Office: 204, Raheja Centre, Free Press Journal Marg, 214, Nariman Point, Mumbai - 400 021.
CIN: L29200MH1978PLC020434. **Website:** http://www.everestkanto.com

PROXY FORM - MGT - 11 (Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Member (s) : _____

Registered address: _____

E-mail Id: _____ DP ID No. _____

Folio No. _____ Client ID No. _____

I / We, being the member(s) of _____ Equity Shares of Everest Kanto Cylinder Limited, hereby appoint :

1. Name : _____

Address : _____

E-mail Id : _____ Signature : _____ or failing him / her

2. Name : _____

Address : _____

E-mail Id : _____ Signature : _____ or failing him / her

3. Name : _____

Address : _____

E-mail Id : _____ Signature : _____

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 Tuesday, March 22, 2016 at 10.00 a.m. at the M.C. Ghia Hall at Bhogilal Hargovindas Building, 4th Floor, 18/20, Kaikhushru Dubash Marg, Kala Ghoda, Mumbai - 400 001 and at any adjournment thereof, in respect of such resolutions set out in the Notice convening the meeting, as are indicated below:

RESOLUTIONS	Optional*	
	For	Against
Special Business		
Preferential Issue of Equity Shares to Promoter Group		

Signed this _____ day of _____, 2016.

Signature of Shareholder _____ Signature of Proxy Holder (s) _____

Affix Revenue Stamp not less than Re. 0.15

NOTE:

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. For the Resolutions, Explanatory Statement and Notes, Please refer to the Notice of the Extraordinary General Meeting.
3. 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.
4. Please complete all details including details of member(s) in above box before submission.

TEAR HERE

