

**EVEREST KANTO CYLINDER LIMITED**  
**38<sup>th</sup> ANNUAL GENERAL MEETING HELD ON SEPTEMBER 27, 2017**  
**Declaration of Results of E-voting and Poll**

As per the provisions of the Companies Act, 2013 as also the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 38<sup>th</sup> Annual General Meeting (AGM). The e-voting was open from Sunday, September 24, 2017 to Tuesday, September 26, 2017.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 38<sup>th</sup> AGM, voting was conducted by means of poll.

The Board of Directors had appointed Mr. Aashish Bhatt, Practising Company Secretary as the Scrutinizer for e-voting and poll. The Scrutinizer has carried out the scrutiny of all the electronic votes received up to the close of working hours on September 26, 2017 and poll received till the conclusion of the meeting and submitted their Report on September 27, 2017.

**The Consolidated Results as per the Scrutinizer's Report dated September 27, 2017 is as follows;**

Resolution No.	Particulars	% Votes in Favour	% Votes Against
1	Adoption of the Financial Statements and Directors' and Auditors' Reports thereon for the year ended March 31, 2017.	100.00	0.00
2	Re-appointment of Mr. Pushkar Khurana (DIN:00040489), retiring by rotation, as a Director of the Company, liable to retire by rotation	100.00	0.00
3	Ratification of the appointment of Walker Chandiook & Co LLP, Chartered Accountants as Statutory Auditors of the Company.	100.00	0.00
4	Ratification of the remuneration of the Cost Auditors.	100.00	0.00



1		Resolution : Ordinary			To receive, consider and adopt a) the Audited Financial Statements of the Company for the financial year ended March 31, 2017, the Reports of the Board of Directors and Auditors thereon.			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares (1)	No. of votes voted (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter And Promoter Group	E-Voting	74245800	67896621	91.45	67896621	0	100.00	0.00
	Poll		6349179	8.55	6349179	0	100.00	0.00
	Total	74245800	74245800	100.00	74245800	0	100.00	0.00
Public Institutions	E-Voting	3136851	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	3136851	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	34825031	7365	0.02	7065	300	95.93	4.07
	Poll		284374	0.82	284374	0	100.00	0.00
	Total	34825031	291739	0.84	291439	300	99.90	0.10
<b>TOTAL</b>		112207682	74537539	66.43	74537239	300	100.00	0.00





2	<b>Resolution : Ordinary</b>				To reappoint a Director in place of Mr. Pushkar Khurana (DIN: 00040489) who retires by rotation and, being eligible, offers himself for re-appointment.			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares (1)	No. of votes voted (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
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	Total	74245800	74245800	100.00	74245800	0	100.00	0.00
Public Institutions	E-Voting	3136851	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	3136851	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	34825031	7365	0.02	7365	0	100.00	0.00
	Poll		284374	0.82	284374	0	100.00	0.00
	Total	34825031	291739	0.84	291739	0	100.00	0.00
<b>TOTAL</b>		112207682	74537539	66.43	74537539	0	100.00	0.00



3		Resolution : Ordinary			To ratify the appointment of M/s Walker Chandiok & Co. LLP, Chartered Accountants, as the Statutory Auditors for the Financial Year 2017-18 and in this regard, to consider and, if thought fit, to pass, with or without modification(s)			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares (1)	No. of votes voted (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
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	Total	34825031	291739	0.84	291739	0	100.00	0.00
<b>TOTAL</b>		<b>112207682</b>	<b>74537539</b>	<b>66.43</b>	<b>74537539</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>





4		Resolution : Ordinary			Approval of Remuneration of Mr. Vinayak B. Kulkarni, Cost Accountant as the Cost Auditors of the Company for financial year 2017 - 18.			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares (1)	No. of votes voted (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
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	Poll		0	0.00	0	0	0.00	0.00
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	Poll		284374	0.82	284374	0	100.00	0.00
	Total	34825031	291739	0.84	291739	0	100.00	0.00
<b>TOTAL</b>		112207682	74537539	66.43	74537539	0	100.00	0.00

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# AASHISH K. BHATT & ASSOCIATES

## Practising Company Secretaries

Aashish K. Bhatt  
B.Com., A.C.S., PGDSL

### SCRUTINIZER'S CONSOLIDATED REPORT ON VOTING

[Pursuant to applicable provisions of the Companies Act, 2013, Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

September 27, 2017

To,  
The Chairman  
EVEREST KANTO CYLINDER LIMITED  
204, Raheja Centre, Free Press Journal Marg,  
214, Nariman Point, Mumbai - 400 021

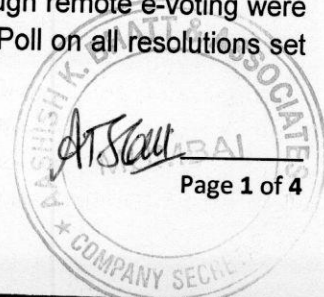
**Subject: Consolidated Report on Members' voting through remote e-voting and Ballot Paper at the 38<sup>th</sup> Annual General Meeting.**

Dear Sir,

I, Aashish Bhatt, Proprietor of Aashish K. Bhatt & Associates, Practising Company Secretaries, Mumbai, had been appointed as the Scrutinizer by the Board of Directors of Everest Kanto Cylinder Limited (hereinafter referred as "the Company") vide resolution dated May 30, 2017, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, to conduct the electronic voting process held between September 24, 2017 at 9.00 a.m. to September 26, 2017 at 5.00 p.m (hereinafter referred to as "the e-voting period") and to scrutinize the voting by poll taken at 38<sup>th</sup> Annual General Meeting (AGM) of the Company under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the Notice of the Annual General Meeting of the members of the Company, held on September 27, 2017 at M.C. Ghia Hall at Bhogilal Hargovindas Building, 4th Floor, 18/20, Kaikhushru Dubash Marg, Kala Ghoda, Mumbai - 400 001.

Members of the Company were provided remote e-voting facility (through CDSL) whereby they could cast their votes during the e-voting period and some members of the Company voted during the aforesaid period.

Members attending the AGM and who did not cast their votes through remote e-voting were invited by the Chairman to cast their votes at the Meeting through Poll on all resolutions set





out in the Notice convening the AGM, in accordance with sub-rule 4(iii)(B) of Rule 20 of the Rules. Accordingly, the Members present casted their votes through Poll conducted at AGM.

After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling were locked in our presence with due identification marks placed by us.

Upon conclusion of the Poll conducted by the Chairman, the Poll Boxes wherein the Members had dropped their Poll Papers were opened by us in presence of two witnesses not in employment of the Company. The Poll Papers were diligently scrutinized by us and reconciled with the records maintained by the Company and relevant authorizations / proxies lodged with the Company. There were no Poll Papers which were incomplete and / or which were otherwise found defective. In case of votes received through Poll at the AGM as well as through remote e-voting for the same shareholding from any Member, the votes received through remote e-voting from such Member were considered and the votes received through Poll were considered invalid.

In pursuance of sub-rule 4(xii) of Rule 20 of the Rules; immediately after the conclusion of voting at the AGM, I first counted the votes casted through Poll and thereafter unblocked the votes casted through e-voting in the presence of two witnesses not in the employment of the Company. The witnesses' confirmation in this context is submitted herein next along this Report.

The papers pertaining to e-voting and all other relevant records are kept in our safe custody.

The consolidated result of total votes cast, whether in favour or against, in accordance with rule 4(xii) of Rule 20 of the Rules is annexed to this Report and based on which we confirmed that resolutions were passed with requisite majority.

You are requested to acknowledge receipt of this report.

Thanking you,

**For Aashish K. Bhatt & Associates**

**Practicing Company Secretary**



**Aashish K. Bhatt**

**Membership No.: A19639 / COP No.: 7023**

**Place: Mumbai**

**Date: September 27, 2017**



### **WITNESSES' CONFIRMATION**

In pursuance of Rule 20 of the Companies (Management and Administration) Rules, 2014 and with respect to the conduct of voting through Poll and e-voting by Members of Everest Kanto Cylinders Limited ("the Company") on all resolutions set out in the Notice convening the 38<sup>th</sup> AGM of Company, which was held on September 27, 2017 at 11.00 a.m. at the M. C. Ghia Hall, Bhogilal Hargovindas Building, 4<sup>th</sup> Floor, 18/20, Kaikhushru Dubash Marg, Kala Ghoda, Mumbai – 400 001; we, Ms. Bhavika Bhatt and Ms. Sudha Bhatt (both residing at D/604, Lata Annexe, Above Axis Bank, Borivli East, Mumbai 400066) hereby confirm our witnessing the following-

- a) After completion of the voting process through Poll at the above mentioned AGM, the Polling Box wherein the members of the Company have dropped their Poll Papers was opened by Mr. Aashish K. Bhatt in our presence; and
- b) After completion of voting by Members through Poll, Mr. Aashish K. Bhatt un-blocked the votes that the members of the Company have casted through e-voting.

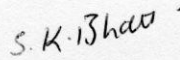
We further state that we are not in the employment of the Company.

Witness 1:

Witness 2:



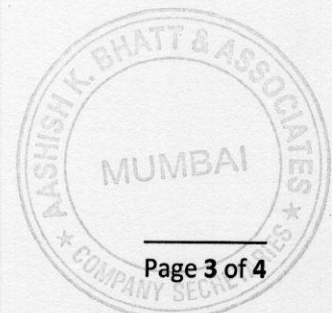
\_\_\_\_\_  
(Bhavika A. Bhatt)



\_\_\_\_\_  
(Sudha Bhatt)

**Date:** September 27, 2017

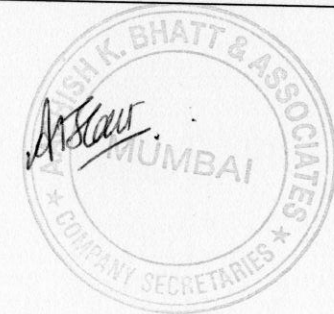
**Place:** Mumbai





**Annexure 1**

Date of the Annual General Meeting	September 27, 2017
Total number of shareholders on record date	40980
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	15
Public:	35
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	
Promoters and Promoter Group:	Nil
Public:	Nil



1		Resolution : Ordinary			To receive, consider and adopt a) the Audited Financial Statements of the Company for the financial year ended March 31, 2017, the Reports of the Board of Directors and Auditors thereon.			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
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<b>TOTAL</b>		112207682	74537539	66.43	74537239	300	100.00	0.00





2		Resolution : Ordinary			To reappoint a Director in place of Mr. Pushkar Khurana (DIN: 00040489) who retires by rotation and, being eligible, offers himself for re-appointment.			
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3		Resolution : Ordinary			To ratify the appointment of M/s Walker Chandio & Co. LLP, Chartered Accountants, as the Statutory Auditors for the Financial Year 2017-18 and in this regard, to consider and, if thought fit, to pass, with or without modification(s)			
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4		Resolution : Ordinary			Approval of Remuneration of Mr. Vinayak B. Kulkarni, Cost Accountant as the Cost Auditors of the Company for financial year 2017 - 18.			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares (1)	No. of votes voted (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes– against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
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