

**EVEREST KANTO CYLINDER LTD.**  
**35<sup>th</sup> ANNUAL GENERAL MEETING HELD ON 02 AUGUST, 2014**  
**Declaration of Results of e-voting and poll**

As per the provisions of the Companies Act, 2013 as also the Listing Agreement, 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 35<sup>th</sup> Annual General Meeting (AGM). The e-voting was open from 26th July, 2014 to 28th July, 2014.

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 35<sup>th</sup> AGM, voting was conducted by means of poll.

The Board of Directors had appointed Mr. Aashish Bhatt, Practicing Company Secretary as the Scrutinizer for e-voting and poll. The Scrutinizer have carried out the scrutiny of all the electronic votes received up to the close of working hours on 28th July, 2014 and poll received till the conclusion of the meeting and submitted their Report on 4th August, 2014.

**The Consolidated Results as per the Scrutinizer's Report dated 4<sup>th</sup> August, 2014 is as follows:**

| Resolution No. | Particulars  | % Votes<br>in Favour | % Votes<br>Against |
|----------------|--|----------------------|--------------------|
| 1              | Adoption of Financial Statements and Reports thereon for the year ended March 31, 2014   | 100.00               | 0.00               |
| 2              | Re-appointment of Walker Chandiok & Co. LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration. | 100.00               | 0.00               |
| 3              | Re-appointment of Arun Arora & Co., Chartered Accountants as Branch Auditors of the Company and to fix their remuneration.             | 100.00               | 0.00               |
| 4              | Appointment of Mr. Naresh Oberoi as an Independent Director.   | 100.00               | 0.00               |
| 5              | Appointment of Mr. Mohan Jayakar as an Independent Director.   | 100.00               | 0.00               |
| 6              | Creation of Charge / Mortgage etc. on Company's movable and immovable properties.  | 100.00               | 0.00               |
| 7              | Increase in Borrowing powers.  | 100.00               | 0.00               |
| 8              | Approval of the Remuneration of the Cost Auditors.   | 100.00               | 0.00               |

Based on the consolidated Report of the Scrutinizer(s), all Resolutions as set out in the Notice of 35<sup>th</sup> Annual General Meeting have been duly approved by the Shareholders with requisite majority.

Date: 4<sup>th</sup> August, 2014

For Everest Kanto Cylinder Limited  
Sd/-  
P.K. Khurana  
Chairman

**EVEREST  
KANTO  
CYLINDER  
LIMITED**

**Manufacturers  
of high pressure  
Seamless  
Gas Cylinders**

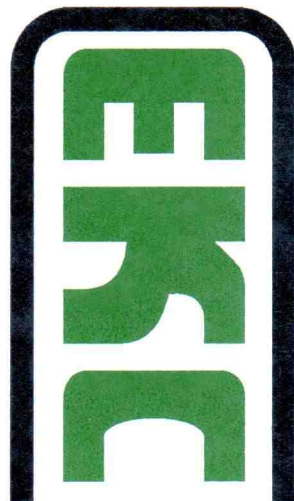
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**Outcome of Voting of Annual General Meeting  
(As per Clause 35A of Listing Agreement)**

|  |                        |
|--|------------------------|
| <b>Date of the Annual General Meeting</b>  | <b>August 02, 2014</b> |
| <b>Total Number of Shareholders on record date*</b>                                  | <b>47,930</b>          |
| <b>No. of Shareholders present in the meeting either in person or through proxy:</b> |                        |
| <b>a. Promoters and Promoter Group</b>   | <b>16</b>              |
| <b>b. Public</b>   | <b>24</b>              |
| <b>No. of Shareholders attended the meeting through Video Conferencing</b>           |                        |
| <b>a. Promoters and Promoter Group</b>   |                        |
| <b>b. Public</b>   | <b>N/A</b>             |

**AGENDA WISE:**

The mode of voting for all the resolutions was:

1. E-voting conducted between 26<sup>th</sup> July, 2014 to 28<sup>th</sup> July, 2014 and
2. Poll conducted at the Meeting

Given below is the resolution wise combined result of e-voting and Poll:



**Resolution 1:**

| Promoter/<br>Public                  | No. of Shares<br>held<br><br>(1) | No. of<br>votes<br>polled<br><br>(2) | % of Votes polled<br>on outstanding<br>shares<br><br>(3)=[(2)/(1)]*100 | No. of Votes –<br>in favour<br><br>(4) | No. of Votes –<br>against<br><br>(5) | % of Votes in<br>favour on votes<br>polled<br><br>(6)=[(4)/(2)]*100 | % of Votes against on<br>votes polled<br><br>(7)=[(5)/(2)]*100 |
|--------------------------------------|----------------------------------|--------------------------------------|--|--|--------------------------------------|---|--|
| Promoter<br>and<br>Promoter<br>Group | 67542073                         | 66322073                             | 98.19  | 66322073                               | 0                                    | 98.19   | 0  |
| Public-<br>Institutional<br>holders  | 5145525                          | 1000000                              | 19.43  | 1000000                                | 0                                    | 100.00  | 0  |
| Public-Others                        | 34470084                         | 239073                               | 0.70   | 238073                                 | 1000                                 | 99.58   | 0.42   |
| Total                                | 107157682                        | 67561146                             | 63.05  | 67560146                               | 1000                                 | 100   | 0  |

**Resolution 2:**

| Promoter/<br>Public                  | No. of Shares<br>held<br><br>(1) | No. of<br>votes<br>polled<br><br>(2) | % of Votes polled<br>on outstanding<br>shares<br><br>(3)=[(2)/(1)]*100 | No. of Votes –<br>in favour<br><br>(4) | No. of Votes –<br>against<br><br>(5) | % of Votes in<br>favour on votes<br>polled<br><br>(6)=[(4)/(2)]*100 | % of Votes against on<br>votes polled<br><br>(7)=[(5)/(2)]*100 |
|--------------------------------------|----------------------------------|--------------------------------------|--|--|--------------------------------------|---|--|
| Promoter<br>and<br>Promoter<br>Group | 67542073                         | 66322073                             | 98.19  | 66322073                               | 0                                    | 98.19   | 0  |
| Public-<br>Institutional             | 5145525                          | 1000000                              | 19.43  | 1000000                                | 0                                    | 100   | 0  |



|               |           |          |       |          |      |       |      |
|---------------|-----------|----------|-------|----------|------|-------|------|
| holders       |           |          |       |          |      |       |      |
| Public-Others | 34470084  | 239073   | 0.70  | 236294   | 1000 | 99.58 | 0.42 |
| Total         | 107157682 | 67561146 | 63.05 | 67560146 | 1000 | 100   | 0    |

**Resolution 3:**

| Promoter/<br>Public                  | No. of Shares<br>held<br><br>(1) | No. of<br>votes<br>polled<br><br>(2) | % of Votes polled<br>on outstanding<br>shares<br><br>(3)=[(2)/(1)]*100 | No. of Votes -<br>in favour<br><br>(4) | No. of Votes -<br>against<br><br>(5) | % of Votes in<br>favour on votes<br>polled<br><br>(6)=[(4)/(2)]*100 | % of Votes against on<br>votes polled<br><br>(7)=[(5)/(2)]*100 |
|--------------------------------------|----------------------------------|--------------------------------------|--|--|--------------------------------------|---|--|
| Promoter<br>and<br>Promoter<br>Group | 67542073                         | 66322073                             | 98.19  | 66322073                               | 0                                    | 98.19   | 0  |
| Public-<br>Institutional<br>holders  | 5145525                          | 1000000                              | 19.43  | 1000000                                | 0                                    | 100   | 0  |
| Public-Others                        | 34470084                         | 239073                               | 0.70   | 236294                                 | 1000                                 | 99.58   | 0.42   |
| Total                                | 107157682                        | 67561146                             | 63.05  | 67560146                               | 1000                                 | 100   | 0  |

**Resolution 4:**

| Promoter/<br>Public | No. of Shares<br>held<br><br>(1) | No. of<br>votes<br>polled<br><br>(2) | % of Votes polled<br>on outstanding<br>shares<br><br>(3)=[(2)/(1)]*100 | No. of Votes -<br>in favour<br><br>(4) | No. of Votes -<br>against<br><br>(5) | % of Votes in<br>favour on votes<br>polled<br><br>(6)=[(4)/(2)]*100 | % of Votes against on<br>votes polled<br><br>(7)=[(5)/(2)]*100 |
|---------------------|----------------------------------|--------------------------------------|--|--|--------------------------------------|---|--|
|---------------------|----------------------------------|--------------------------------------|--|--|--------------------------------------|---|--|





|                              |           |          |       |          |      |       |      |
|------------------------------|-----------|----------|-------|----------|------|-------|------|
| Promoter and Promoter Group  | 67542073  | 66322073 | 98.19 | 66322073 | 0    | 98.19 | 0    |
| Public-Institutional holders | 5145525   | 1000000  | 19.43 | 1000000  | 0    | 100   | 0    |
| Public-Others                | 34470084  | 239073   | 0.70  | 236294   | 1000 | 99.58 | 0.42 |
| Total                        | 107157682 | 67561146 | 63.05 | 67560146 | 1000 | 100   | 0    |

**Resolution 5:**

| Promoter/<br>Public          | No. of Shares held<br>(1) | No. of votes polled<br>(2) | % of Votes polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of Votes – in favour<br>(4) | No. of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
|------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Promoter and Promoter Group  | 67542073                  | 66322073                   | 98.19  | 66322073                        | 0                             | 98.19   | 0   |
| Public-Institutional holders | 5145525                   | 1000000                    | 19.43  | 1000000                         | 0                             | 100   | 0   |
| Public-Others                | 34470084                  | 239073                     | 0.70   | 236294                          | 1000                          | 99.58   | 0.42  |
| Total                        | 107157682                 | 67561146                   | 63.05  | 67560146                        | 1000                          | 100   | 0   |



**Resolution 6:**

| Promoter/<br>Public                  | No. of Shares<br>held<br><br>(1) | No. of<br>votes<br>polled<br><br>(2) | % of Votes polled<br>on outstanding<br>shares<br><br>(3)=[(2)/(1)]*100 | No. of Votes –<br>in favour<br><br>(4) | No. of Votes –<br>against<br><br>(5) | % of Votes in<br>favour on votes<br>polled<br><br>(6)=[(4)/(2)]*100 | % of Votes against on<br>votes polled<br><br>(7)=[(5)/(2)]*100 |
|--------------------------------------|----------------------------------|--------------------------------------|--|--|--------------------------------------|---|--|
| Promoter<br>and<br>Promoter<br>Group | 67542073                         | 66322073                             | 98.19  | 66322073                               | 0                                    | 98.19   | 0  |
| Public-<br>Institutional<br>holders  | 5145525                          | 1000000                              | 19.43  | 1000000                                | 0                                    | 100   | 0  |
| Public-Others                        | 34470084                         | 239073                               | 0.70   | 234985                                 | 2044                                 | 98.29   | 1.71   |
| Total                                | 107157682                        | 67561146                             | 63.05  | 67557058                               | 2044                                 | 100   | 0  |

**Resolution 7:**

| Promoter/<br>Public                  | No. of Shares<br>held<br><br>(1) | No. of<br>votes<br>polled<br><br>(2) | % of Votes polled<br>on outstanding<br>shares<br><br>(3)=[(2)/(1)]*100 | No. of Votes –<br>in favour<br><br>(4) | No. of Votes –<br>against<br><br>(5) | % of Votes in<br>favour on votes<br>polled<br><br>(6)=[(4)/(2)]*100 | % of Votes against on<br>votes polled<br><br>(7)=[(5)/(2)]*100 |
|--------------------------------------|----------------------------------|--------------------------------------|--|--|--------------------------------------|---|--|
| Promoter<br>and<br>Promoter<br>Group | 67542073                         | 66322073                             | 98.19  | 66322073                               | 0                                    | 98.19   | 0  |
| Public-<br>Institutional             | 5145525                          | 1000000                              | 19.43  | 1000000                                | 0                                    | 100   | 0  |



|               |           |          |       |          |      |       |      |
|---------------|-----------|----------|-------|----------|------|-------|------|
| holders       |           |          |       |          |      |       |      |
| Public-Others | 34470084  | 239073   | 0.70  | 236535   | 1244 | 98.94 | 1.06 |
| Total         | 107157682 | 67561146 | 63.05 | 67558608 | 1244 | 100   | 0    |

**Resolution 8:**

| Promoter/<br>Public                  | No. of Shares<br>held<br><br>(1) | No. of<br>votes<br>polled<br><br>(2) | % of Votes polled<br>on outstanding<br>shares<br><br>(3)=[(2)/(1)]*100 | No. of Votes –<br>in favour<br><br>(4) | No. of Votes –<br>against<br><br>(5) | % of Votes in<br>favour on votes<br>polled<br><br>(6)=[(4)/(2)]*100 | % of Votes against on<br>votes polled<br><br>(7)=[(5)/(2)]*100 |
|--------------------------------------|----------------------------------|--------------------------------------|--|--|--------------------------------------|---|--|
| Promoter<br>and<br>Promoter<br>Group | 67542073                         | 66322073                             | 98.19  | 66322073                               | 0                                    | 98.19   | 0  |
| Public-<br>Institutional<br>holders  | 5145525                          | 1000000                              | 19.43  | 1000000                                | 0                                    | 100   | 0  |
| Public-Others                        | 34470084                         | 239073                               | 0.70   | 238673                                 | 50                                   | 99.83   | 0.17   |
| Total                                | 107157682                        | 67561146                             | 63.05  | 67560746                               | 50                                   | 100   | 0  |

As per the consolidated results of e-voting and poll on item no. 1 to 8 of the notice of AGM, all the resolutions are passed by requisite majority.

