

Results of Postal Ballot Voting under Clause 35A of the Listing Agreements

April 18, 2013

**To,
The Members of Everest Kanto Cylinder Limited**

This is to inform you that in accordance with Section 192A of the Companies Act, 1956 read with Companies (Passing of Resolution by Postal Ballot) Rules, 2011 approval of the Shareholders was sought by passing Special Resolutions through Postal Ballot & E-voting on the following matters as set out in the Postal Ballot Notice dated February 28, 2013:

- 1) Re-appointment of Mr. P.K. Khurana as Managing Director; and
- 2) Approval of Excess Remuneration to Managing Director and Whole-Time Directors for the Financial Year 2012-13.

The Board of Directors had appointed Mr. Aashish K. Bhatt, Practising Company Secretary as Scrutinizer for conducting the Postal Ballot & E-Voting in accordance with the provisions of the Companies Act, 1956 in a fair and transparent manner.

Based on the Scrutinizer's Report dated April 16, 2013, in terms of the authority of the Board of Directors, the Chairman for the purpose has declared the results of Postal Ballot & E-Voting on April 18, 2013.



**EVEREST
KANTO
CYLINDER
LIMITED**

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of high pressure
Seamless
Gas Cylinders**

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Summary of the Postal Ballot Forms (PBFs) including vote cast through E-Voting is as follows:

Sr. No.	Particulars	Resolution No. 1			Resolution No. 2		
		No. of Ballots	No. of Shares	% to total paid-up capital	No. of Ballots	No. of Shares	% to total paid-up capital
a	Total PBFs received	727	71836535	67.04	727	71836725	67.04
b	Less: Invalid PBFs	68	15893	0.01	74	16655	0.02
c	Net Valid Votes (as per register)	659	71820642	67.02	653	71820070	67.02
d	Votes with Assent for the Resolution	536	64766847	60.44	369	64720488	60.40
	% of votes with Assent to the total votes cast	-	90.18	-	-	90.11	-
e	Votes with Dissent for the Resolution	123	7053795	6.58	284	7099582	6.63
	% of votes with Dissent to the total votes cast	-	9.82	-	-	9.89	-

The votes cast in favour of the resolution no. 1 were about 90.18% of the total votes cast. Thus, the said resolution as set out in the Postal Ballot Notice dated February 28, 2013 have been passed with overwhelming majority as Special Resolution on April 18, 2013.


The votes cast in favour of the resolution no. 2 were about 90.11% of the total votes cast. Thus, the said resolution as set out in the Postal Ballot Notice dated February 28, 2013 have been passed with overwhelming majority as Special Resolution on April 18, 2013.

Pursuant to the provisions of Clause 35A of the Listing Agreement, disclosures pertaining to the voting results of the postal ballot, including votes cast through E-Voting are attached herewith as Annexure.

Thanking you,

Yours faithfully,

For **EVEREST KANTO CYLINDER LIMITED**


KANIKA SHARMA
COMPANY SECRETARY



Encl.: As above

Annexure

Details of voting results of the Postal Ballot including votes cast through E-Voting pursuant to Clause 35A of the Listing Agreement:

Sr. No.	Description	Particulars	
A	Date of Postal Ballot Notice	February 28, 2013	
B	Date of Report of the Scrutinizer	April 16, 2013	
C	Date of declaration of Results	April 18, 2013	
D	Total number of shareholders on Record/Cut-off Date	51,424	
		Resolution No. 1	Resolution No. 2
E	Total number of physical ballot forms received (Resolution wise)	67451642	67451642
F	Less: Total number of invalid physical postal ballot forms	15643	16405
G	Total number of valid physical ballot forms (Resolution wise)	67435999	67435237
H	Total number of votes on E-Voting platform	4384893	4385083
I	Total number of votes (physical & E-Voting system)	71836535	71836725

Agenda wise voting results:

Resolution No. 1

Item No.	Details of the Agenda	Resolution Required	Mode of Voting
1	Re-appointment of Mr. P.K. Khurana as Managing Director	Special	Postal Ballot or E-Voting

Promoter/ Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/ (1)]*100	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=[(5)/ (2)]*100
Promoter and Promoter Group	64622648	64622648	100	64622648	Nil	100	Nil
Public - Institutional holders	11611517	7000000	60.28	Nil	7000000	Nil	100
Public - Others	30923517	197994	0.64	144199	53795	72.83	27.17
Total	107157682	71820642	67.02	64766847	7053795	90.18	9.82



Resolution No. 2

Item No.	Details of the Agenda	Resolution Required	Mode of Voting
1	Approval of Excess Remuneration to Managing Director and Whole-Time Directors for the Financial Year 2012-13	Special	Postal Ballot or E-Voting

Promoter/Public	No. of Shares held (1)	No. of votes polled (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	64622648	64622648	100	64622648	Nil	100	Nil
Public - Institutional holders	11611517	7000000	60.28	Nil	7000000	Nil	100
Public - Others	30923517	197422	0.64	97840	99582	49.56	50.44
Total	107157682	71820070	67.02	64720488	7099582	90.11	9.89

