



AASHISH K. BHATT & ASSOCIATES

Practicing Company Secretaries

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

SECRETARIAL COMPLIANCE REPORT OF
EVEREST KANTO CYLINDER LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2022

[Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 08th February, 2019]

To,

Everest Kanto Cylinder Limited,
204, Raheja Centre, Free Press Journal Marg,
214, Nariman Point Mumbai – 400021.

I, have examined:

- a) all the documents and records made available to us and explanation provided by **Everest Kanto Cylinder Limited ("the listed entity")**,
- a) the filings / submissions made by the listed entity to the stock exchanges,
- b) website of the listed entity,
- c) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2022 ("Review Period") in respect of compliance with the provisions of:

- a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");



The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulation");
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 – Not Applicable;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – Not Applicable;
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and erstwhile the SEBI (Share Based Employee Benefits) Regulations 2014 – Not Applicable;
- f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and erstwhile the SEBI (issue and Listing of Debt Securities) Regulations 2008 – Not Applicable;
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

And circulars/ guidelines issued thereunder and based on the above examination, I hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-



Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Pursuant to regulation 18 of SEBI Listing Regulations, the Audit Committee shall meet at least four times in a year and not more than one hundred and twenty days shall elapse between two meetings.		<p>During the period under review, the gap between two Audit Committee meetings have elapsed one hundred and twenty days.</p> <p>Since, there were no other matters to discuss by Audit Committee, the meeting was conducted on June 24, 2021 for adoption of financial results along with other agenda matters.</p> <p>Hence, there was a gap of more than 120 days from the previous Audit Committee Meeting held on February 13, 2021.</p>
2.	As per regulation 30 of SEBI Listing Regulations, Outcome of meeting of Board of Directors in which Financial Results have been approved are to be disclosed to Stock Exchange(s) within 30 minutes of the closure of meeting.		There was a delay of 41 minutes in submission of Outcome of meeting of Board of Directors held on 24.06.2021 during the period under review.
3.	Regulation 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 states that the promoter of every target company shall together with persons acting in concert with him, disclose their aggregate shareholding and voting rights as of the thirty-first day of March, in such target company and as per regulation 30(3) of		Delay in submission of Disclosures under regulation 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 by the company to the Stock Exchange(s).



	<p>aforesaid regulation, the promoter shall within seven working days from the end of each financial year submit the disclosure under regulation 30(2) to every stock exchange where the shares of the target company are listed and the target company at its registered office.</p>	
4.	<p>As per regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, the promoter of every target company shall declare on a yearly basis that they, along with persons acting in concert, has not made any encumbrance, directly or indirectly, other than those already disclosed during the financial year and pursuant to regulation 31(5) of aforesaid regulation, declaration as per regulation 31(4) shall be made within seven working days from the end of each financial year to every stock exchange where the shares of the target company are listed and the audit committee of the target company.</p>	<p>Delay in submission of Declarations under regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 by the company to the Stock Exchange(s).</p>
5.	<p>As per SEBI (Prohibition of Insider Trading) Regulations, 2015 and SEBI Circular dated 23.07.2020 w.r.t. Reporting to Stock Exchanges regarding violations under SEBI (Prohibition of Insider Trading) Regulations, 2015 relating to the Code of Conduct (CoC), trading of Equity Shares of the Company by Designated Persons during the period of closure of</p>	<p>Violations observed under SEBI (Prohibition of Insider Trading) Regulations, 2015 and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information for trading by Designated Person during the period of closure of trading window, who was newly appointed. There was delay in</p>



	trading window is restricted and the listed company shall promptly intimate the same to the Stock Exchange(s).		prompt submission to stock exchange(s).
6.	Pursuant to regulation 7(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015, designated person shall disclose to the company the number of such securities acquired or disposed of within two trading days of such transaction if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of ten lakh rupees or such other value as may be specified.		Delay in submission of disclosure under regulation 7(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015 by the Company to the Stock Exchange(s).

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
	Nil	Nil	Nil	Nil



d) The listed entity has taken the following actions to comply with the observations made in previous reports:

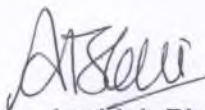
Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.03.2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Necessary actions were taken by Company w.r.t. observations in previous reports.				

Further, as a precautionary measure against "COVID 2019", the audit process has been modified, wherein documents /records etc. were verified in electronic mode, and have relied on the representations received from the Company for its accuracy and authenticity.

For Aashish K. Bhatt & Associates
Company Secretaries



Place: Mumbai
Date: 28.05.2022


Aashish Bhatt
Proprietor

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