

**Hindustan
Everest Tools
Limited**



Dohil Chambers, 46 Nehru Place
New Delhi-110 019 (INDIA)
Ph. : 91-11-46692600, Fax : 011-41606788
E-mail : ho@everesttools.com
CIN : L74899DL1962PLC003634

Date: 04th September, 2018
To,

The Manager (Listing)
BSE (Bombay Stock Exchange) Limited,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

SUBJECT: - INTIMATION OF BOOK CLOSURE PURSUANT TO REGULATION 42 OF THE SECURITIES & EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND NOTICE OF 55TH ANNUAL GENERAL MEETING (“AGM”)

Dear Sir/Ma'am,

This is to inform you that the 55th Annual General Meeting of the Company will be held on **Saturday, 29th September, 2018 at 10:00 A. M.** at “PHD House” opposite Asian Games Village, Siri Fort Road, New Delhi - 110016. Pursuant to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements), 2015, the Register of Members and the Share Transfer Books of the Company will remain closed from **24th September, 2018 to 29th September, 2018 (Both days inclusive)** for the purpose of 55th Annual General Meeting of the Company.

Further, in terms of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company will provide e-voting facility to its Shareholders to exercise their vote for transacting the business at the ensuing Annual General Meeting (AGM) to be held on Saturday, 29th September, 2018. The Company would be availing evoting services of National Securities Depository Limited (NSDL). Further, the Company has fixed 21st September, 2018 as the cut-off date to determine the Shareholders eligible to cast their vote electronically at the above-mentioned AGM.

The E-voting facility will be available during the following period mentioned below:

COMMENCEMENT OF E-VOTING	END OF E-VOTING
From 09:00 A.M. (Indian Standard Time) on Wednesday, September 26 th 2018	Up to 5:00 P.M (Indian Standard Time) on Friday, September 28 th , 2018

Further, enclosed herewith the 55th Annual General Meeting Notice being sent to the shareholders of the company.

Kindly take the same in your records and oblige.

Thanking You,

Yours Faithfully,
For **Hindustan Everest Tools Limited**


Sonam Gupta
Company Secretary



HINDUSTAN EVEREST TOOLS LIMITED

(CIN : L74899DL1962PLC003634)

Registered Office: Dohil Chambers, 46, Nehru Place, New Delhi 110 019

Email: admin@everesttools.com, Website: everesttools.com

Phone: 011-46692600, Fax: 011-41606788

NOTICE

NOTICE is hereby given that the 55TH **Annual General Meeting** of the members of **HINDUSTAN EVEREST TOOLS LIMITED** will be held at “**PHD House**” **opposite Asian Games Village, Siri Fort Road, New Delhi - 110016** on **Saturday, 29th September, 2018 at 10:00 A.M. (IST)** to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the company for the financial year ended 31st March, 2018 together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Saurabh Kumar Parasramka (DIN: 00935199), Director, who retires by rotation and being eligible, offers himself for re-appointment.

**By Order of the Board of Directors
For Hindustan Everest Tools Limited**

**Date: 10.08.2018
Place: New Delhi**

**Sd/
Sonam Gupta
(Company Secretary)
M. No. 51329**

IMPORTANT NOTES

1. At the 54th AGM, M/s. SSRA & Co., Chartered Accountants (Firm Registration No. 014266N) were appointed as Statutory Auditors of the Company for a term of 5 years until the conclusion of 59th AGM of the Company.
Pursuant to Notification issued by Ministry of Corporate Affairs, ratification of their appointment under Section 139 of the Companies Act, 2013, is not required and accordingly, the item has not been included in the Ordinary Business of the AGM Notice.
2. Details under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of Secretarial Standard 2 in respect of the Director seeking reappointment at the 55th AGM are annexed hereto to the Notice. The Company has received relevant disclosure/ consent from the Director seeking re-appointment.
3. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 55TH ANNUAL GENERAL MEETING (“THE MEETING”) IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH A PROXY/PROXIES NEED NOT BE A MEMBER 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. 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 accompanied with a duly certified copy of the Resolution.



4. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic format, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
5. The Securities and Exchange Board of India (SEBI) vide its notification no SEBI/LAD-NRO/GN/2018/24 dated 08th June, 2018 mandated that, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. W.e.f. 05.12.2018 it shall be mandatory to demat the securities for getting the shares transferred. Members holding shares in physical form are, therefore, requested to convert their holding in demat form before 05.12.2018.
6. Pursuant to Section 124 of the Companies Act, 2013, dividend which remain unclaimed for a period of 7 years will be transferred by the Company to the Investor Education and Protection Fund established by the Central government. However please note that company have not declared any dividend from the financial year 1999-2000 onwards.
7. The Register of Members and the Share Transfer books of the Company will remain closed from Monday, 24th September, 2018 to Saturday, 29th September, 2018 (both days inclusive) for the purpose of 55th AGM of the Company.
8.
 - (a) Members holding shares in physical form are requested to notify/inform any change in their address/e-mail/mandate/bank details to the Registrar and Transfer Agent (RTA) of the Company M/s. Link Intime India Pvt. Limited, 44, Community Centre, 2nd Floor, Naraina Industrial area, Phase-II, Near PVR Naraina, New Delhi-110028, Phone No. 41410592, Fax : 41410591, E-Mail : delhi@linkintime.co.in and Company's - E-mail: admin@everesttools.com.
 - (b) Members holding shares in the dematerialized form are requested to notify all changes with respect to their address, mandate and bank details to their Depository Participant.
 - (c) Shareholders are also requested to quote their Folio No./DP ID-Client Id and details of shares held in physical/demat mode, E-mail ids and Telephone/Fax numbers for prompt reply to their communications.
 - (d) All corporate members are requested to communicate their Corporate Identification number to either company or RTA of the company.
9. The Annual Report 2017-18 is being sent through electronic mode only to those members whose email address are registered with the Company/Depository Participant(s). Members may also note that the Notice of the 55th Annual General Meeting and the Annual Report will also be available on the Company's website :-www.everesttools.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in New Delhi for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: admin@everesttools.com.
10. The Annual Report along with Notice of AGM is being sent to the members, whose names appear in the Register of Members/depositories as at close of business hours on Friday, 24th August, 2018.
11. **Voting through electronic means**
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the 55th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL). The Facility for voting through ballot paper will also be made available at the AGM and the members attending



HINDUSTAN EVEREST TOOLS LTD.

the AGM who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their vote again.

- II Shareholders of the company holding shares either in physical form or dematerialized form, as on record date i.e. 21st September, 2018 are eligible to cast their vote.

The instructions for e-voting are as under:

- (i) The Notice of 55th Annual General Meeting of the Company inter alia indicating the process and the manner of e- voting process along with printed Attendance Slip and Proxy Form is being dispatched to all the Members, Login Id and initial password is mentioned in the attendance slip attached to the Notice of AGM as below:-

EVEN (E Voting Event Number)	USER ID	PASSWORD
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- (ii) NSDL shall be sending the USER ID and Password, to those Members who shareholding is in dematerialized format and whose email address are registered with the Company/Depository Participant(s) for members who have not registered their email address can use the details as provided above.
- (iii) Launch internet browser by typing the following [URL: https://www.evoting.nsdl.com](https://www.evoting.nsdl.com).
- (iv) Click on Shareholder – Login.
- (v) Enter the login credential i.e. User ID and password mentioned in the attendance slip attached with the notice of the annual general meeting.
- (vi) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/ characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your pass word confidential.
- (vii) Home page of e-voting opens. Click on e-voting to activate voting cycle.
- (viii) Select “EVEN” of Hindustan Everest Tools Limited.
- (ix) Now you are ready for e-voting as Cast Vote page opens.
- (x) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
- (xi) Upon confirmation, the message “Vote cast successfully” will be displayed.
- (xii) Once you have vote done the resolution, you will not be allowed to modify your vote.
- (xiii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to slathiacs71@yahoo.co.in or admin@everesttools.com with a copy marked to evoting@nsdl.co.in.

- III In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in.

- IV If you are already registered with NSDL for e-voting then you can use your existing user ID and password/ PIN for casting your vote.

- V 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).

- VI The e-voting period commences on 26th September, 2018 (9:00am) and ends on 28th September, 2018 (5:00pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21st September, 2018 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on are solution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
 - VII 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 (record date) of 21st September, 2018.
 - VIII A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
 - IX Mr. Shiv Paul Singh, Practicing Company Secretary (M. No.: 5690 and CP No. 5553) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
 - X The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website: www.everesttools.com and on the website of NSDL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited.
12. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours on all working days except Saturdays, upto and including the date of the Annual General Meeting of the Company.

**By Order of the Board of Directors
For Hindustan Everest Tools Limited**

**Date: 10.08.2018
Place: New Delhi**

**Sd/-
Sonam Gupta
(Company Secretary)
M. No. 51329**



HINDUSTAN EVEREST TOOLS LTD.

BRIEF PROFILE OF DIRECTORS SEEKING APPOINTMENT OR RE-APPOINTMENT AT FORTHCOMING ANNUAL GENERAL MEETING

(Pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India.)

Particulars	
Name	Mr. Saurabh Kumar Parasramka
Date of Birth and Age of Director	12/10/1970, 47 years
Director Identification Number (DIN)	00935199
Qualification	B. Com.
Expertise in specific functional areas	Has an experience of 24 years in the field of marketing.
Terms and Conditions of appointment re-appointment along with details of remuneration sought to be paid	He is a Non-executive non independent director and is eligible for sitting or fees only.
Last Drawn Remuneration	NIL
Date of first appointment on the Board	19/08/2016
Directorship held in other Listed companies and Unlisted companies	1) SHAILJA NIWES & NIRYAT LTD. 2) SAURAV FISCAL SERVICES PVT. LTD.
No. of Board Meetings attended during the year 2017-2018	4
Membership/Chairmanship of the Committees across the Companies (as on 31.03.2018)*	Member – 1 Chairman - 0
No. of equity shares held	Nil
Relationship with other Directors	He is not related /associated with any director of the Company
Brief Resume	Mr. Saurabh Parasramka have graduated in B. Commerce and had started a marketing company in the year 1994 in Kolkata and eventually expanded it to Delhi. He had been appointed distributors for various multinational corporate such as Timex Watches, Mattel toys, Bauch & Lomb, Morphy Richards (Bajaj Electricals Ltd.), Pepsi Etc. He has an experience of 24 years in field of marketing of various products.

*Committee position only of the Audit Committee and Stakeholder's Relationship Committee in Public Companies (whether listed or not) have been considered.

HINDUSTAN EVEREST TOOLS LTD.



HINDUSTAN EVEREST TOOLS LIMITED

CIN: L74899DL1962PLC003634

Registered Office : Dohil Chambers, 46, Nehru Place, New delhi 110019

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint shareholders may obtain additional Slip at the venue of the meeting.

DP. Id*	
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Folio No.	
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Client Id*	
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No. of Shares	
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NAME AND ADDRESS OF THE SHAREHOLDER

I hereby record my presence at the **55th ANNUAL GENERAL MEETING** of the Company held on **Saturday, the 29th Setember, 2018**, at 10.00 a.m. at PHD House, Opposite Asian Games Village, Siri Fort Road, New Delhi 110016

*Applicable for investors holding shares in electronic form

Signature of Shareholder / Proxy

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

HINDUSTAN EVEREST TOOLS LIMITED

CIN: L74899DL1962PLC003634

Registered Office : Dohil Chambers, 46, Nehru Place, New delhi 110019

Name of the member(s):		e-mail id:	
Registered address:		Folio No./Client id:	
		*DP Id:	

I/We, being the member(s) of _____ shares of Hindustan Everest Tools Ltd., hereby appoint:

- 1) _____ of _____ having e-mail id _____ or failing him
- 2) _____ of _____ having e-mail id _____ or failing him
- 3) _____ of _____ having e-mail id _____

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **55th ANNUAL GENERAL MEETING** of the Company held on **Saturday 29th Setember, 2018**, at 10.00 a.m. at PHD House, Opposite Asian Games Village, Siri Fort Road, New Delhi 110016 and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below

Resolutions	Optional*	
	For	Against
1. Consider and adopt Audited Financial Statement of the Company for the financial year ended on 31stMarch, 2018 along with the Report of the Board of Directors and Auditors		
2. Reappointment of Mr. Saurabh Kumar Parasramka (DIN: 00935199), who retires by rotation, and being eligible, offers himself for re-appointment.		

* Applicable for investors holding shares in electronic form

Signed this _____ day of _____ 2018

Signature of Shareholder _____

Affix a Revenue stamp

Signature of first proxy holder _____ Signature of second proxy holder _____ Signature of third proxy holder _____

Notes:

- (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) **A Proxy need not be a member of the Company.**
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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 a proxy for any other person or shareholder.
- (4) This is only optional. Please 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 the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- (5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (6) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.