

CONSOLIDATED SCRUTINIZER'S REPORT

The Chairman of
52nd Annual General Meeting
of the Equity Shareholders of
Hindustan Everest Tools Limited (the Company)
held on Tuesday, 29th September, 2015 at
"PHD House" Opposite Asian Games Village,
Siri Fort Road,
New Delhi-110016

Dear Sir,

I Satyender Kumar, Company Secretary in Whole Time Practice, Gurgaon was appointed by the Board of Directors of M/s **Hindustan Everest Tools Limited** ('the Company') vide Board resolution dated 30th July, 2015, as the Scrutinizer to conduct the e-voting and poll process in respect of the resolutions contained in the notice of 52nd Annual General Meeting of the members of the Company, held on Tuesday, the 29th day of September, 2015 at 11:00 A.M. at "PHD House" Opposite Asian Games Village, Siri Fort Road, New Delhi-110016.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and Poll on the resolutions contained in the notice to the 52nd Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for poll is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the notice to the 52nd Annual General Meeting (AGM), based on the reports generated from remote e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide remote e-voting facilities, engaged by the Company and also at the time of Poll based on the records provided by the Registrar and Transfer Agents M/s Link Intime India Pvt. Limited, New Delhi at the AGM.

In respect of e-voting process conducted under my supervision, I hereby report as under:

*Satyender
Kumar,*

[Signature] 1

- i) In accordance with the notice of the 52nd Annual General Meeting sent to members and in terms of "Advertisement" published as per Rule 20 (4)(v) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, on 6th September, 2015 in 'The Pioneer' (English) and 'Veer Arjun' (Hindi) the remote e-voting period remained opened from Saturday, 26th September, 2015 (9.00 a.m.) to Monday, 28th September, 2015 (5.00 p.m.).
- ii) The members of the Company as on the "cut off" date i.e. 22nd September, 2015 were entitled to vote on the resolutions (Items No. 1 to 4 as set out in the Notice of the 52nd Annual General Meeting of the Company).
- iii) The remote e-voting process was blocked at 5.00 p.m. on Monday, 28th September, 2015.
- iv) The votes cast through e-voting process were unblocked on 29th September, 2015 after the conclusion of Annual General Meeting in the presence of two witnesses, Mr. Harmohan Singh Sahni and Mr. Kulvinder Singh who are not in the employment of the Company and who witnessed the unblocking of votes.
- v) Thereafter, the detail containing *inter-alia*, list of equity Shareholders who voted "for", "against" the each resolutions that were put to vote, was generated from e-voting website of National Securities Depository Limited (NSDL), (<https://www.evoting.nsdl.com>) .

At the Annual General meeting held on Tuesday, 29th September, 2015 the Chairman of the Annual General Meeting (AGM) had provided polling papers to enable those shareholders who had not casted their votes by the remote e-voting facility in respect of resolutions (Items No. 1 to 4 as set out in the Notice of the 52nd Annual General Meeting of the Company), to cast their vote at the said AGM. I was appointed as the Scrutinizer to conduct the poll procedure at the said AGM.

In respect of the poll process conducted under my supervision, I hereby report that:

The poll box containing the poll papers was unblocked after the conclusion of the AGM in presence of Mr. Harmohan Singh Sahni and Mr. Kulvinder Singh, who are not employees of the Company. The votes were counted and the results of the poll were prepared in the presence of the aforesaid persons and were also countersigned by them as witnesses.

Satyender Kumar,

Sanjeev 2

I hereby state that I have recorded details of all the votes by the shareholders through, remote e-voting and by poll and have also checked and verified the same. I have also carried out full count of the votes.

I hereby report the consolidated results of the votes cast by the shareholders through remote e-voting and by poll, as under:

Item No. 1

Ordinary Resolution to receive, consider and adopt the Audited Balance Sheet as at March 31, 2015 and Profit & Loss Account for the year ended on that date along with the Report of the Directors and the Auditors thereon

Particulars	Number of			Number of votes cast in			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
Assent	7	44	51	57844	178677	236521	100%
Dissent	0	0	0	0	0	0	Nil
Total	7	44	51	57844	178677	236521	100%

Accordingly, out of 236521, E-Votes and Poll Polled; 236521 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 100.00% of the votes polled on the **Ordinary Resolution**.

Thus, the **Ordinary Resolution** as contained in Item No. 1 of Notice of the Annual General Meeting passed unanimously.

Item No. 2

Ordinary Resolution to appoint a director in place of Mr. Balgopal Mandelia (DIN 00040592), who retires by rotation and being eligible has offered himself for re-appointment.

Particulars	Number of			Number of votes cast in			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
Assent	7	43	50	57844	178272	236116	99.828%
Dissent	0	1	1	0	405	405	0.182%
Total	7	44	51	57844	178677	236521	100.000%

Accordingly, out of 236521, E-Votes and Poll Polled; 236116 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.828% of the votes polled on the **Ordinary Resolution** and 405 was cast **DISSENTING** to the Ordinary resolution constituting 0.182 % of votes polled on the **Ordinary Resolution**.

Thus, the **Ordinary Resolution** as contained in Item No. 2 of Notice of the Annual General Meeting passed with requisite majority.

Satyender
Kumar,

[Signature]

Item No. 3

Ordinary Resolution for the ratification of appointment of M/s Singhi & Company, Chartered Accountants, (ICAI Registration No. 302049E) as Statutory Auditors of the Company, for the financial year 2015-16, in accordance with the provisions of Section 139 and 142 of the Companies Act, 2013 and rules there under at such remuneration including Service Tax and out of pocket expenses to be fixed by the Board of Directors of the Company in consultation with the Auditors.

Particulars	Number of			Number of votes cast in			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
Assent	7	44	51	57844	178677	236521	100%
Dissent	0	0	0	0	0	0	Nil
Total	7	44	51	57844	178677	236521	100%

Accordingly, out of 236521, E- Votes and Poll Polled; 236521 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 100.00% of the votes polled on the **Ordinary Resolution**.

Thus, the **Ordinary Resolution** as contained in Item No. 3 of Notice of the Annual General Meeting passed unanimously.

Item No. 4

Ordinary Resolution for the appointment of Mrs. Pooja Mehra Saigal (DIN 07249183) as Director of the Company

Particulars	Number of			Number of votes cast in			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
Assent	6	30	36	57842	2513	60355	99.996%
Dissent	1	0	1	2	0	2	0.004%
Total	7	30	37	57844	2513	60357	100.000%

Accordingly, out of 60357, E- Votes and Poll Polled; 60355 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.996% of the votes polled on the **Ordinary Resolution** and 02 was cast **DISSENTING** to the Ordinary resolution constituting 0.004 % of votes polled on the **Ordinary Resolution**.

Thus, the **Ordinary Resolution** as contained in Item No. 4 of Notice of the Annual General Meeting passed with requisite majority.

Besides above there were 2 invalid Ballot papers.

Results of above may accordingly be declared by the Chairman of the Company.

Satyender
Kumar

[Signature]

All the relevant records of remote e-voting and poll papers will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 52nd Annual General Meeting and same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,
Yours Sincerely

Satyender Kumar,
SATYENDER KUMAR
Proprietor
FCS 4087
C.P.NO. 5189

Countersigned by
[Signature]
Chairman of the Meeting

Witness 1 :

Name: *HARMONAN SACH SINGH*
Address: *11/24 AB T. Nagar*
N. Delhi - 110018

10300118/11508900

Signatures: *[Signature]*

Place: New Delhi

Date: September 30, 2015

Witness 2 :

Name: *KULVINDER SINGH*
Address: *937 Sardar Meera Gandhi Nagar.*
Col N. 7 Delhi 31

300118/10326999

Signatures: *K. Singh*