

Ref: H/NK/STX// 2017
March 10, 2017



National Stock Exchange of India Limited Exchange Plaza Plot No. C/1, G Block Bandra – Kurla Complex Bandra (E), Mumbai - 400 051 Tel.: 2659 8452 Fax No.: 2659 8237-38	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001 Tel.: 2272 1233/8058 Extn – 8013 Fax No. : 2272 2037/2039/2041/2061
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Dear Sir/Madam,

Sub.: Voting Results of Postal Ballot

This is with reference to the Postal Ballot Notice dated January 25, 2017 seeking approval of the Members of the Company for the following Special Resolutions through Postal Ballot including voting by electronic means:

1. Modification in tenure of payment of Managerial Remuneration of Mr. Y. Srinivasa Rao, Whole Time Director designated as Executive Director of the Company from 5 years to 3 years.
2. Modification in tenure of payment of Managerial Remuneration of Mr. Aditya Vikram Somani, Whole Time Director designated as Chairman of the Company from 5 years to 3 years.
3. Modification in tenure of payment of Managerial Remuneration of Mr. Manish Sanghi, Managing Director of the Company from 5 years to 3 years.

As per the Scrutinizer's Report dated March 9, 2017, the above mentioned special resolutions have been passed by the Members of the Company with requisite majority.

Please find enclosed herewith following documents:

- a) Details of voting result in the format specified in Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 – *Annexure 1*
- b) Report of the Scrutinizer – *Annexure 2*

This is for your kind information and records

Thanking you,

Yours faithfully,
For EVEREST INDUSTRIES LIMITED


NEERAJ KOHLI
COMPANY SECRETARY & HEAD – LEGAL

Encl: As above

Everest Industries Limited

D-206 Sector-63 Noida- 201301 Tel +(91)-120-4791800 India
Helpline 09958037777 info@everestind.com www.everestind.com

Regd. Office GAT No. 152 Lakhmapur Taluka Dindori Nashik 422 202 Maharashtra Tel +91 2557 250375/462 Fax +91 2557 250376

Corporate Identity Number : L74999MH1934PLC002093

Annexure 1

Company Name	Everest Industries Limited
Date of Postal Ballot	08.03.2017
Total number of shareholders on record date	13051
No. of shareholders present in the meeting either in person or through proxy:	N.A.
- Promoters and Promoters Group	-
-Public	-
No. of shareholders attended the meeting through Video Conferencing	N.A.
- Promoters and Promoters Group	-
-Public	-



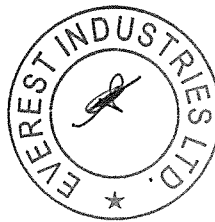
Resolution(1)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To approve modification in tenure of payment of Managerial Remuneration to Mr. Y. Srinivasa Rao (DIN 01289086), Whole Time Director designated as Executive Director of the Company					
Category	Mode of voting	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	E-Voting	7520470	7383470	98.1783	7383470	0	100	0
	Poll							
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7520470	7383470	98.1783	7383470	0	100
Public- Institutions	E-Voting	2344046	1022304	43.6128	1022304	0	100	0
	Poll							
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2344046	1022304	43.6128	1022304	0	100
Public- Non Institutions	E-Voting	5524334	84845	1.5358	83339	1506	98.225	1.775
	Poll							
	Postal Ballot (if applicable)		14431	0.2612	14431	0	100	0
	Total		5524334	99276	1.7971	97770	1506	98.483
Total		15388850	8505050	55.2676	8503544	1506	99.9823	0.0177
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(2)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To approve modification in tenure of payment of Managerial Remuneration to Mr. Aditya Vikram Somani (DIN 00046286), Whole Time Director designated as Chairman of the Company					
Category	Mode of voting	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	E-Voting	7520470	7383470	98.1783	7383470	0	100	0
	Poll							
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7520470	7383470	98.1783	7383470	0	100
Public- Institutions	E-Voting	2344046	1022304	43.6128	1022304	0	100	0
	Poll							
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2344046	1022304	43.6128	1022304	0	100
Public- Non Institutions	E-Voting	5524334	84835	1.5357	84230	605	99.2869	0.7131
	Poll							
	Postal Ballot (if applicable)		14431	0.2612	14431	0	100	0
	Total		5524334	99266	1.7969	98661	605	99.3905
Total		15388850	8505040	55.2675	8504435	605	99.9929	0.0071
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve modification in tenure of payment of Managerial Remuneration to Mr. Manish Sanghi (DIN 00088527), Managing Director of the Company				
Category	Mode of voting	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	E-Voting	7520470	7383470	98.1783	7383470	0	100	0
	Poll							
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7520470	7383470	98.1783	7383470	0	100
Public- Institutions	E-Voting	2344046	1022304	43.6128	1022304	0	100	0
	Poll							
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2344046	1022304	43.6128	1022304	0	100
Public- Non Institutions	E-Voting	5524334	84435	1.5284	83835	600	99.2894	0.7106
	Poll							
	Postal Ballot (if applicable)		14431	0.2612	14431	0	100	0
	Total		5524334	98866	1.7896	98266	600	99.3931
Total		15388850	8504640	55.2649	8504040	600	99.9929	0.0071
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



REPORT OF SCRUTINIZER (CONSOLIDATED)

POSTAL BALLOT

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014)

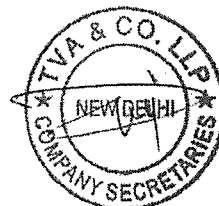
To,
The Chairman
Everest Industries Limited
CIN: L74999MH1934PLC002093
GAT No. 152
Lakhmapur, Taluka Dindori
Nashik, Maharashtra- 422202

Scrutinizer's Report on Postal Ballot including voting through electronic means conducted pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, Tanuj Vohra, Practicing Company Secretary and Partner of M/s TVA & Co. LLP, Company Secretaries, having its Registered Office at 45E, First Floor, Amar Plaza, Hasanpur Main Road, I. P. Extension, Delhi-110092, have been appointed as a Scrutinizer by the Board of Directors of Everest Industries Limited ("the Company") for the purpose of scrutinizing the postal ballot process of the Company pursuant to section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 in a fair and transparent manner in respect to the below mentioned resolutions, submit my report as under:

1. The notice of postal ballot dated 25th January, 2017 along with the statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts and disclosures as required to be stated under Rule 22 of the Companies (Management and Administration) Rules, 2014, was duly sent to the equity shareholders of the Company in respect to the below mentioned resolutions.
2. The Company has issued a public notice by way of advertisement on 7th February, 2017 in "Business Standard" and "Sakal" newspapers pursuant to the provisions of Rule 22(3) of the Companies (Management and Administration) Rules, 2014.
3. In accordance with the notice sent to the equity shareholders of the Company and the advertisement published, voting through postal ballot remained open from 9:30 AM on 7th February, 2017 to 5:00 PM on 8th March, 2017.



4. The equity shareholders of the Company holding shares as on 27th January, 2017 ("cut off date") were entitled to vote on the proposed resolutions as set out in the Notice.
5. The equity shareholders details who have casted votes through electronic means, were downloaded from the e-voting website of National Securities Depository Limited (NSDL) (<http://www.evoting.nsdl.com>) in order to ensure that such members did not vote again through postal ballot.
6. The votes casted through electronic means were unblocked on 8th March, 2017 at 05:15 P.M. in the presence of two witnesses, Mr. Deepanshu Gambhir and Ms. Bhawna, who were not in the employment of the Company and who have signed below as witness to the unblocking of the votes.
7. The Ballot Forms received from the equity shareholders till 5:00 PM on 8th March, 2017 are kept in our safe custody before commencing scrutiny of such forms.
8. Ballot Forms were opened in my presence and scrutinized with the list of shareholders received from Registrar and Share Transfer Agent as on cut off date.
9. The Result of Postal Ballot in respect to the proposed resolutions is as under:

Resolution-1:Special Resolution

To approve modification in tenure of payment of Managerial Remuneration to Mr. Y. Srinivasa Rao (DIN 01289086), Whole Time Director designated as Executive Director of the Company:

Valid Votes

Particulars	Number of Members casted votes			Number of votes casted			(%).
	Postal Ballots	Voting through electronic means	Total	Postal Ballots	Voting through electronic means	Total	
Assent	3	51	54	14431	8489113	8503544	99.98
Dissent	0	9	9	0	1506	1506	0.02
Total	3	60	63	14431	8490619	8505050	100

Invalid/Abstained votes

Invalid/Abstained	Total Number of members whose votes were declared invalid/ Abstained	Total number of votes
Invalid	0	0
Abstained	0	0
Total	0	0

Based on the above, I report that the Special Resolution has been passed with requisite majority.



Resolution-2:Special Resolution

To approve modification in tenure of payment of Managerial Remuneration to Mr. Aditya Vikram Somani (DIN 00046286), Whole Time Director designated as Chairman of the Company:

Valid Votes

Particulars	Number of Members casted votes			Number of votes casted			Total (%)
	Postal Ballots	Voting through electronic means	Total	Postal Ballots	Voting through electronic means	Total	
Assent	3	51	54	14431	8490004	8504435	99.99
Dissent	0	8	8	0	605	605	0.01
Total	3	59	62	14431	8490609	8505040	100

Invalid/Abstained votes

Invalid/Abstained	Total Number of members whose votes were declared invalid/ Abstained	Total number of votes
Invalid	0	0
Abstained	1	10
Total	1	10

Based on the above, I report that the Special Resolution has been passed with requisite majority.

Resolution-3: Special Resolution

To approve modification in tenure of payment of Managerial Remuneration to Mr. Manish Sanghi (DIN 00088527), Managing Director of the Company:

Valid Votes

Particulars	Number of Members casted votes			Number of votes casted			Total (%)
	Postal Ballots	Voting through electronic means	Total	Postal Ballots	Voting through electronic means	Total	
Assent	3	49	52	14431	8489609	8504040	99.99
Dissent	0	8	8	0	600	600	0.01
Total	3	57	60	14431	8490209	8504640	100

Invalid/Abstainedvotes

Invalid/Abstained	Total Number of members whose votes were declared invalid/ Abstained	Total number of votes
Invalid	0	0
Abstained	3	410
Total	3	410

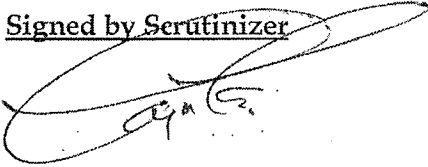


Based on the above, I report that the Special Resolution has been passed with requisite majority.

- 10 Registers, Ballot Forms and all other relevant records relating to Postal Ballot shall remain in our safe custody until the Chairman considers, approves and signs the Minutes and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking you,

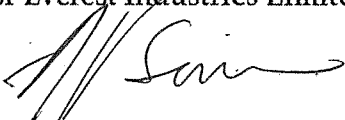
Signed by Scrutinizer



Tanuj Vohra
Partner
TVA & Co. LLP
Company Secretaries
M. No.: F5621, CP No. 5253

Delhi, March 09, 2017


Countersigned by
For Everest Industries Limited



Aditya Vikram Somani
Chairman
DIN: 00046286

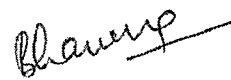
Delhi, March 09, 2017

We, the undersigned witnesseth that the votes casted through e-voting were unblocked from the e-voting website of National Securities Depository Limited (NSDL) in our presence at 05:15 P.M. on March 08, 2017 at the office of the Scrutinizer.



Deepanshu Gambhir
380-H, Pocket-2
Mayur Vihar, Phase-I
Delhi-110091

Delhi, March 09, 2017



Bhawna
D-189, 3rd Floor
Street No. 8, Laxmi Nagar
Delhi-110092

Delhi, March 09, 2017