EVEREST

Ref. : H/NK/STX/ /2019
Date : 26th February, 2019

1.	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	2.	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001. Tel: 2272 1233/8058 Extn- 8013 Fax No. 2272 2037/2039/ 2041/ 2061

Dear Sir/Madam,

Sub.: Proceedings of Extraordinary General Meeting

This is to inform you that the Extraordinary General Meeting ("EGM") of the Company was held on Tuesday, 26th February, 2019 at 11.00 AM at GAT 152, Lakhmapur, Taluka Dindori, Nashik-422202 (Maharashtra).

Please find enclosed herewith proceedings of EGM pursuant to regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to kindly take the same on your records.

Thanking you,

Yours faithfully,
For EVEREST INDUSTRIES LIMITED

NEERAJ KOHLI
COMPANY SECRETARY & HEAD - LEGAL

Encl.: As above.

EVEREST

PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD ON 26TH FEBRUARY, 2019

An Extraordinary General Meeting ("EGM") of the members of the Company was held on February 26, 2019 at 11.00 a.m. at GAT 152, Lakhmapur, Taluka Dindori, Nashik-422 202 (Maharashtra).

Mr M L Gupta, Independent Director, and Vice Chairman of the Company, was elected by the members of the board, as the Chairman, to conduct the proceedings of the EGM. Accordingly, Mr M L Gupta chaired the EGM. The requisite quorum being present, the Chairman called the meeting to order. Mr Manish Sanghi, managing director, Mr Y Srinivasa Rao, executive director, and Mr B L Taparia, independent director attended the EGM. Mr Aditya Vikram Somani, Mrs Bhavna G Doshi, Mr Amitabh Das Mundhra, Mr Rajendra Prabhakar Chitale, and Mr Alok Nanda could not attend the EGM, due to prior engagements.

In his opening remarks, the Chairman informed that the EGM of the Company had been convened on the requisition and special notice dated January 14, 2019 issued by Falak Investment Private Limited, a shareholder of the Company holding 47.22% of equity capital of the Company, pursuant to Section 100(2)(a) of the Companies Act, 2013 ("the Act") and other applicable provisions of the Act for the removal of Mr A V Somani in accordance with the procedure laid down under Section 169 read together with Section 115 of the Act by way of ordinary resolution. Additionally, the Company had also received a Notice under Section 160 of the Act from Falak Investment Private Limited dated January 14, 2019 stating its intention to propose the candidature of Mr Narotam Sekhsaria and Ms Padmini Somani for the office of Non-Executive Directors of the Company alongwith the deposits as prescribed.

Notice convening the EGM was circulated to the members of the Company. With the permission of the members, the Notice convening the EGM was taken as read.

Thereafter, the Chairman read the following agenda items as set out in the Notice dated January 23, 2019 convening the EGM on which voting through ballot paper was to be done.

	SPECIAL BUSINESS	TYPE OF RESOLUTION
1.	Removal of Mr A V Somani as Director	Ordinary Resolution
2.	Appointment of Mr Narotam Sekhsaria as a non-executive Director	Ordinary Resolution
3.	Appointment of Ms Padmini Somani as a non-executive Director	Ordinary Resolution

The Chairman informed that the Company had informed Mr Somani that he is entitled to make a representation under Section 169 (4) of the Companies Act, 2013, which, if received by the Company within sufficient time, and it not containing any defamatory material, would be circulated to the members/shareholders. The Company had not received any representation(s) from Mr A V Somani, nor was he present at the EGM.

The Chairman invited the members to express the views and to seek clarification/ ask questions, if any, on the items of business, as per the notice of EGM.

Thereafter, the members were informed that electronic voting ("e-voting") facility was provided through CDSL e-voting platform to enable members to cast their votes electronically, on all resolutions set forth in the notice of EGM. The voting facility through ballot paper was provided at the venue of the EGM to those members who had not cast their vote earlier by using remote e-voting facility.

Mr. Tanuj Vohra, Partner, TVA & Co. LLP, Company Secretaries, Fellow Member of Institute of Company Secretaries of India, was appointed by the Board of Directors to act as scrutinizer for scrutinise the voting process in a fair and transparent manner. The Chairman asked Mr. Tanuj Vohra, the Scrutinizer to supervise the voting.

The above Resolutions were available for voting through ballot papers by those members who had not cast their vote/s earlier electronically through remote e-voting platform. Members casted their votes on the resolutions by putting ballot papers in the Ballot Box.

The Chairman requested the Scrutinizer to submit his report on remote e-voting and voting by ballot papers not later than February28, 2019.

The meeting thereafter concluded with a vote of thanks to the Chair.

For Everest Industries Limited

Neeraj Kohli
Company Secretary and Head - Legal