



EVEREST KANTO CYLINDER LIMITED

Clean Energy Solution Company

India is hydrogen ready !



ANNUAL REPORT

2023



P. K. KHURANA

The historic moon landing remains a significant achievement for India's space program. EKC's remarkable contribution of large-capacity, high-pressure gas cylinders supplied to ISRO for testing rocket engines played a pivotal role in this success.

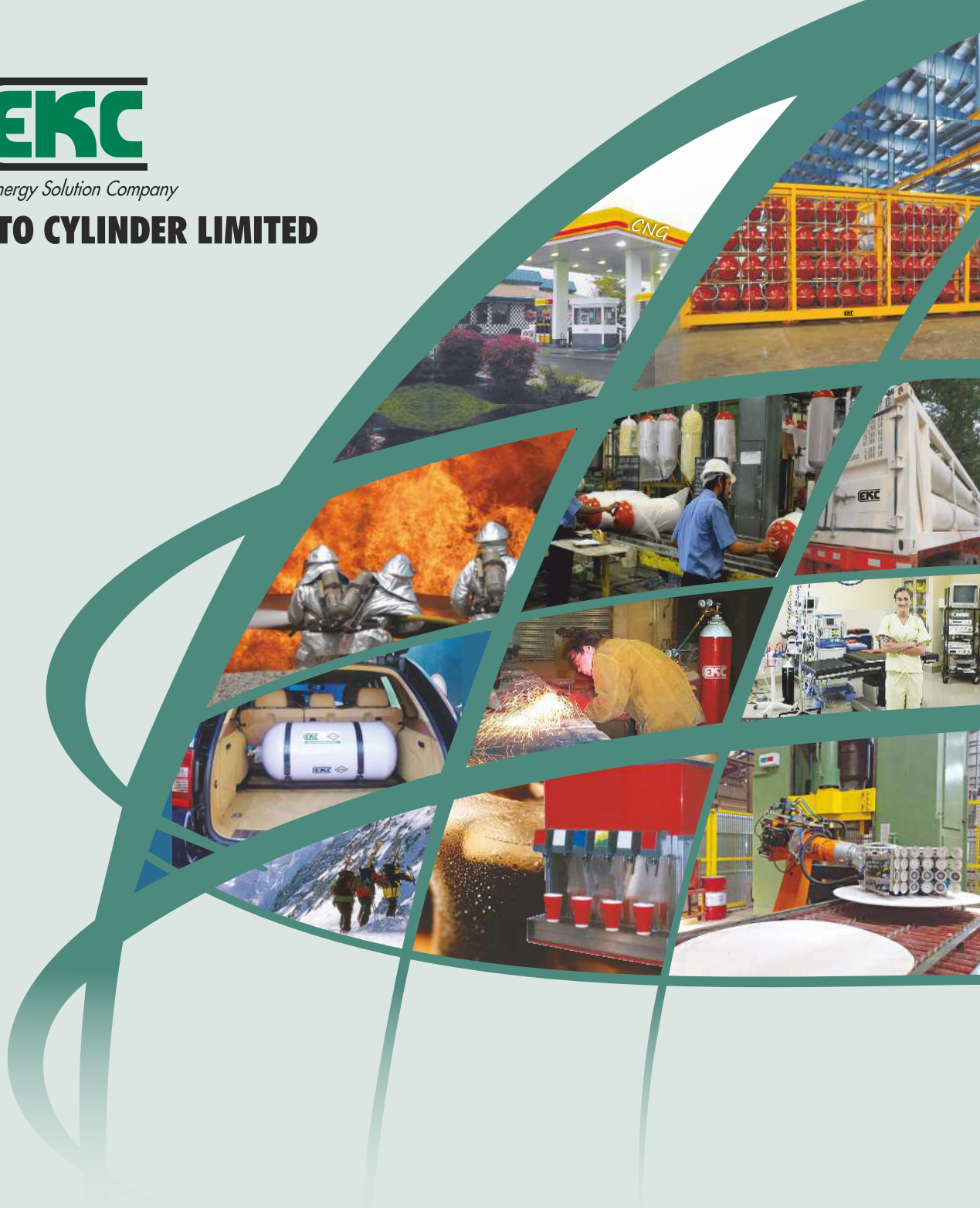
The legacy of P. K. Khurana is of immense importance to us, and we proudly carry it forward. Our unwavering commitment to ethics and dedication, fuelled by his inspiration, remains as strong as ever.





Clean Energy Solution Company

EVEREST KANTO CYLINDER LIMITED



Largest Manufacturer of High Pressure Gas Cylinders & vessels from 1 Ltr. to 3000 Ltr.

Powered by 5 plants Located in India, Dubai & USA

Over 6 million cylinders sold worldwide

More than 900+ Employees

Our products are globally approved as per International Standards: IS/ISO/DOT/EN

Quality Assurance & certified by Inspection Agencies like PESO/BIS/BV

www.everestkanto.com

Board of Directors



MR. PUSHKAR KHURANA
Chairman, Executive Director



MR. PUNEET KHURANA
Managing Director



MR. M. N. SUDHINDRA RAO
Independent Director



MR. GHANSHYAM KARKERA
Independent Director



DR. VAIJAYANTI PANDIT
Independent Director



MRS. UMA ACHARYA
Independent Director



MR. SANJIV KAPUR
Chief Financial Officer

BOARD COMMITTEES

Audit Committee

Mr. Ghanshyam Karkera (Chairperson)
Mr. Puneet Khurana (Member)
Mr. M. N. Sudhindra Rao (Member)
Mrs. Uma Acharya (Member)

Nomination & Remuneration Committee

Mr. M. N. Sudhindra Rao (Chairperson)
Mrs. Uma Acharya (Member)
Mr. Ghanshyam Karkera (Member)
Mr. Pushkar Khurana (Member)

Stakeholders' Relationship Committee

Mrs. Uma Acharya (Chairperson)
Mr. Ghanshyam Karkera (Member)
Mr. Pushkar Khurana (Member)
Mr. Puneet Khurana (Member)

Corporate Social Responsibility Committee

Mrs. Uma Acharya (Chairperson)
Dr. Vaijayanti Pandit (Member)
Mr. Pushkar Khurana (Member)
Mr. Puneet Khurana (Member)

Risk Management Committee

Mr. M. N. Sudhindra Rao (Chairperson)
Mr. Puneet Khurana (Member)
Dr. Vaijayanti Pandit (Member)

Sexual Harassment of Women at Workplace Committee

Mrs. Uma Acharya (Chairperson)
Ms. Shubhangi Shinde (Member)
Ms. Reena Shah (Member) (upto 23 November, 2022)

REGISTRAR AND SHARE TRANSFER AGENT

Link Intime India Private Limited
C-101, 247 Park, L. B. S. Marg, Vikhroli (West),
Mumbai - 400 083
Tel. : (022) 4918 6000
Fax. : (022) 4918 6060
E-mail : rnt.helpdesk@linkintime.co.in
Website: www.linkintime.co.in

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Vishal Totla (w.e.f. 15 May, 2023)
Ms. Reena Shah (upto 23 November, 2022)

BANKERS TO THE COMPANY

State Bank of India
ICICI Bank Limited
HDFC Bank Limited

STATUTORY AUDITORS

M/s Walker Chandio & Co LLP, Chartered
Accountants, Mumbai
(Formerly Walker, Chandio & Co.)

REGISTERED OFFICE

204, Raheja Centre,
Free Press Journal Marg,
214, Nariman Point,
Mumbai – 400 021.
Tel.: 91 22 4926 8300 - 01
Fax: 91 22 4926 8354
E-mail: investors@ekc.in
Website: www.everestkanto.com

CONTENTS	Page No.
Notice	1
Directors' Report	13
Business Responsibility & Sustainability Reporting	27
Management Discussion & Analysis	55
Report on Corporate Governance	61
Auditors' Report on Standalone Financial Statements	77
Standalone Balance Sheet	86
Standalone Statement of Profit and Loss	87
Standalone Statement of Cash Flows	88
Standalone Statement of Changes in Equity	90
Notes to the Standalone Financial Statements	91
Auditor's Report on the Consolidated Financial Statements	141
Consolidated Balance Sheet	148
Consolidated Statement of Profit and Loss	149
Consolidated Statement of Cash Flows	150
Consolidated Statement of Changes in Equity	152
Notes to the Consolidated Financial Statements	153

NOTICE

Notice is hereby given that the Forty-Fourth Annual General Meeting of the Members of **Everest Kanto Cylinder Limited** will be held on Friday, September 22, 2023 at 4:00 p.m. through Video Conference (VC) / Other Audio-Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2023, which includes the Statement of Profit & Loss and Cash Flow Statement for the year ended March 31, 2023, the Balance Sheet as at that date, the Auditor's Report and the Reports of the Board of Directors thereon.
2. To declare a final dividend of ₹ 0.70 per equity share (Face Value of ₹ 2 each) for the financial year ended March 31, 2023.
3. To appoint a Director in place of Mr. Pushkar Khurana (DIN: 00040489) who retires by rotation and being eligible, offers himself for re-appointment.
4. **Appointment of Auditors:**

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), pursuant to the recommendation of the Audit Committee and the Board of Directors, M/s. Suresh Surana & Associates LLP, (SSA) Chartered Accountants (Firm Registration No. 121750W/W-100010), who have confirmed their eligibility for appointment as Auditors in terms of Section 141 of the Act, be and are hereby appointed as the Statutory Auditors of the Company for a term of five years, in place of the retiring Auditors, M/s. Walker Chandiok & Co LLP, Chartered Accountants (Firm Registration No. 001076N) who have completed two terms of 5 consecutive years, to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Forty-Ninth AGM of the Company to be held in the year 2028, to examine and audit the accounts of the Company for the financial years 2023-24 to 2027-28 at a remuneration of ₹ 35 Lakhs per annum, plus applicable taxes and out-of-pocket expenses, if any incurred in connection with the Audit, as mutually agreed upon between the Board of Directors of the Company and SSA.

RESOLVED FURTHER that any one Director/Chief Financial Officer/Secretary of the Company, be and are hereby severally authorized to do all such deeds, matters, acts, things, as may be necessary to give effect to this Resolution."

SPECIAL BUSINESS:

5. **To Re-appoint Mr. Ghanshyam Karkera as an Independent Director of the Company:**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (Act), (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations), as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, re-appointment of Mr. Ghanshyam Karkera (DIN: 00001829), who was appointed as an Independent Director at the Fortieth Annual General Meeting of the Company and who holds office up to October 29, 2023 and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of the LODR Regulations and who has submitted declaration to that effect and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years on the Board of the Company commencing with effect from October 30, 2023 up to October 29, 2028 be and is hereby approved."

6. **To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2024:**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of ₹ 2,50,000/- plus applicable tax and out-of-pocket expenses of M/s. Shekhar Joshi & Co., Cost Accountants (Membership No. 10700) appointed by the Board of Directors as the Cost Auditor of the Company for the financial year 2023-24 fixed by the Board of Directors on the recommendation of the Audit Committee, be and is hereby ratified and confirmed."

By Order of the Board of Directors

Vishal Totla

Company Secretary & Compliance Officer
Membership No: A26757

Mumbai
August 10, 2023

Registered Office

204, Raheja Centre, Free Press Journal Marg,
214, Nariman Point, Mumbai - 400 021.

CIN: L29200MH1978PLC020434

Tel.: 91 22 4926 8300 - 01. Fax: 91 22 4926 8301.

Email: investors@ekc.in. Website: www.everestkanto.com

NOTES:

1. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs, Government of India ("MCA") has vide its General Circular Nos. 20/2020, dated May 5, 2020, read with other General Circulars issued from time to time, dated April 8, 2020, April 13, 2020 and January 13, 2021 (collectively referred to as "MCA Circulars") and Circulars issued by the Securities and Exchange Board of India (SEBI) dated May 12, 2020 and January 15, 2021 (SEBI Circulars) permitting the holding of the Annual General Meeting (AGM) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue up to September 30, 2023. In compliance with the provisions of the Companies Act, 2013 (the Act), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations) and MCA Circulars, the 44th AGM of the Company is being held through VC/OAVM on Friday, September 22, 2023 at 4:00 p.m. (IST). The deemed venue for the 44th AGM shall be the Registered Office of the Company at 204, Raheja Centre, Free Press Journal Marg, 214, Nariman Point, Mumbai 400 021.
2. The Explanatory Statement pursuant to Section 102 of the Act, setting out the material facts concerning the business under Item Nos. 4 to 6 of the Notice is annexed hereto. The relevant details pursuant to Regulation 36(3) of the LODR Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking re-appointment at this AGM are also annexed. Disclosure pursuant to Regulation 36(5) of the LODR Regulations regarding proposed fees payable to Suresh Surana & Associates LLP to be appointed as Statutory Auditors in place of Walker Chandok & Co LLP, along with reason of material change in the fees and basis of recommendation of appointment and credential of SSA forms part of the explanatory statement. Board of Directors of the Company consider matters under Special Business of the 44th AGM Notice unavoidable and hence included.
3. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THE AGM IS BEING HELD IN ACCORDANCE WITH THE MCA CIRCULARS THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. THE FACILITY FOR THE APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE AT THIS AGM AND HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**
4. Participation of Members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
5. Corporate members intending to appoint their authorized representatives pursuant to Section 113 of the Act, to attend the 44th AGM through VC/OAVM or to vote through remote e-voting are requested to send to the Company certified true scanned copies of the Board Resolution / Letter of Authorisation / Power of Attorney (PDF format) to the Scrutinizer by email at akb111981@gmail.com with a copy marked to investors@ekc.in.
6. In line with the MCA Circulars, the Notice of the AGM along with Annual Report 2022-23 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / DPs / RTA. The Company shall send a physical copy of the Annual Report to those Members who request for the same at investors@ekc.in mentioning their Folio No. / DP ID and Client ID. The Notice convening the 44th AGM and Annual Report 2022-23 has been uploaded on the website of the Company at www.everestkanto.com, under investor section and may also be accessed from the relevant section on the websites of the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively.
7. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the relevant documents referred to in the Notice will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to investors@ekc.in.
8. The Register of Members and the Share Transfer books of the Company will remain closed from Saturday, September 16, 2023, to Friday, September 22, 2023 (both days inclusive) for the purpose of the 44th AGM.
9. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any member at the earliest. Members are also advised not to leave their demat account(s) dormant for long. Periodic Statement of holdings should be obtained from the concerned Depository Participant (DP) and holdings should be verified.
10. The Members, desiring any information relating to the accounts, are requested to write to the Company at an early date, to enable the Management to keep the information ready. Non-resident Indian Members are requested to inform the Company on investors@ekc.in or its RTA or to the concerned DPs, as the case may be, immediately the change in the residential status on return to India for permanent settlement.
11. Members whose shareholding is in electronic mode are requested to notify any change in address or bank account details to their respective DPs. Members whose shareholding is in physical mode are requested to opt for the Electronic Clearing System (ECS) mode to receive

dividend on time in line with the Circulars. We urge Members to utilize the ECS for receiving dividends. Please refer point no. 16 for the process to be followed for updating bank account details.

12. Members may note that the Board, at its meeting held on May 29, 2023, has recommended a final dividend of ₹ 0.70 per share. The record date for the purpose of final dividend for fiscal 2023 is Friday, September 15, 2023. The final dividend, once approved by the Members at the ensuing AGM, will be paid on or after September 27, 2023 electronically through various online transfer modes to those Members who have updated their bank account details. For Members who have not updated their bank account details, dividend warrants / demand drafts / cheques will be sent to their registered addresses. To avoid delay in receiving dividend, Members are requested to update their KYC with their respective DPs (where shares are held in dematerialized mode) and with Link Intime India Private Limited, the Company's Registrar and Transfer Agent (RTA) (where shares are held in physical mode) to receive dividend directly into their bank account on the payout date.
13. Pursuant to SEBI Circular dated April 20, 2018, the Company is required to use electronic mode of payment approved by the Reserve Bank of India for making payment of dividend to the Members. Accordingly, the dividend, if declared will be paid through electronic mode, where the bank account details of the Members are available with the Company/RTA. Intimation regarding remittance of dividend through electronic mode will be sent separately to the Members. Dividend warrants will be sent to the Members whose bank details are not available with the Company/RTA by post.
14. To ensure timely credit of dividend through electronic mode or physical instrument such as banker's cheque or demand draft, Members are requested to notify change of address or particulars of their bank account, if any, to the RTA of the Company in case of shares held in physical form and to their respective DPs in case shares held in electronic form.
15. Members may note that the Income-tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividend paid or distributed by a company on or after April 1, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source ("TDS") at the time of making the payment of final dividend. To enable us to determine the appropriate TDS rate as applicable, Members are requested to submit relevant documents, as specified in the below paragraphs, in accordance with the provisions of the IT Act.

For resident shareholders, taxes shall be deducted at source under Section 194 of the IT Act as follows:

Members having valid Permanent Account Number (PAN)
- 10%* or as notified by the Government of India;

Members not having PAN / valid PAN - 20% or as notified by the Government of India.

* As per the Finance Act, 2021, Section 206AB has been inserted effective July 1, 2021, wherein higher rate of tax (twice the specified rate) would be applicable on payment made to a shareholder who is classified as 'Specified Person' as defined under the provisions of the aforesaid Section.

However, no tax shall be deducted on the dividend payable to resident individual shareholders if the total dividend to be received by them during financial year 2023-24 does not exceed ₹ 5,000, and also in cases where members provide Form 15G / Form 15H (Form 15H is applicable to resident individual shareholders aged 60 years or more) subject to conditions specified in the IT Act. Resident Shareholders may also submit any other document as prescribed under the IT Act to claim a lower / nil withholding of tax. PAN is mandatory for members providing Form 15G / 15H or any other document as mentioned above. To avail the benefit of non-deduction of tax at source kindly email the required forms to investors@ekc.in or rnt.helpdesk@linkintime.co by 6:00 p.m. IST on or before Thursday, September 15, 2023.

For non-resident shareholders, taxes are required to be withheld in accordance with the provisions of Section 195 and other applicable Sections of the IT Act, at the rates in force. The withholding tax shall be at the rate of 20%** (plus applicable surcharge and cess) or as notified by the Government of India on the amount of dividend payable. However, as per Section 90 of the IT Act, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA), read with Multilateral Instrument (MLI) between India and the country of tax residence of the shareholders, if they are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA read with MLI, non-resident shareholders will have to provide the following:

- Copy of the PAN card allotted by the Indian income tax authorities duly attested by the shareholders or details as prescribed under rule 37BC of the Income-tax Rules, 1962.
- Copy of the Tax Residency Certificate for financial year 2023-24 obtained from the revenue or tax authorities of the country of tax residence, duly attested by shareholders.
- Self-declaration in Form 10F.
- Self-declaration by the shareholders of having no permanent establishment in India in accordance with the applicable tax treaty.
- Self-declaration of beneficial ownership by the non-resident shareholder.
- Any other documents as prescribed under the IT Act for lower withholding of taxes if applicable, duly attested by the shareholders.

In case of Foreign Institutional Investors / Foreign Portfolio Investors, tax will be deducted under Section 196D of the IT Act at the rate of 20%** (plus applicable surcharge and cess) or the rate provided in relevant DTAA, read with MLI, whichever is more beneficial, subject to the submission of the above documents, if applicable.

** As per the Finance Act, 2021, Section 206AB has been inserted effective July 1, 2021, wherein higher rate of tax (twice the specified rate) would be applicable on payment made to a shareholder who is classified as 'Specified Person' as defined under the provisions of the aforesaid section. However, in case a non-resident shareholder or a non-resident Foreign Portfolio Investor (FPI) / Foreign Institutional Investor (FII), higher rate of tax as mentioned in Section 206AB shall not apply if such non-resident does not have a permanent establishment in India.

Shareholders are requested to note that in case their PAN is not registered/wrong registered, the tax will be deducted at a higher rate of 20%. Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to rnt.helpdesk@linkintime.co.

By submitting duly filled and signed of Form 15G / 15H and Form 10F, along with the requisite supporting documents, the Shareholder is deemed to confirm to the Company that:

- the Shareholder satisfies the requisite criteria for submission of the same and takes full responsibility for availing the TDS deduction exemption;
- the Company or RTA will not be held responsible / liable and no claims shall lie against them in this regard;
- the online submission of the Form 15G/Form 15H (if made) shall be deemed to have been signed by the Shareholder.

The forms are also available on Company's website at www.everestkanto.com. The aforementioned documents are required to be mailed to investors@ekc.in or rnt.helpdesk@linkintime.co by 6:00 p.m. IST before Friday, September 15, 2023. No communication will be accepted from members after September 15, 2023.

It may please be noted that Forms received after the said date and incomplete or incorrect forms shall not be considered and shall not be eligible for non-deduction or lower deduction of tax.

- Members are requested to address all correspondence, including dividend-related matters, to the RTA of the Company, Link Intime India Private Limited, Unit: Everest Kanto Cylinder Limited, C 101, 247 Park, LBS Marg, Vikhroli West, Mumbai 400 083, Maharashtra (India).

- Members wishing to claim dividend that remain unclaimed are requested to connect with the RTA as mentioned above, or with the Secretary of the Company, at the registered office address of the Company or through an email at investors@ekc.in. Members are requested to note that dividends lying unclaimed in the Company's Dividend Account for 7 consecutive years from the date of transfer, is required to be transferred to Investor Education and Protection Fund (IEPF) after 7 years. Also, shares on which Dividend remained unclaimed are also be transferred to IEPF Authority as per Section 124 of the Act, read with applicable IEPF rules.
- In compliance with Section 108 of the Act, read with the corresponding Rules, Regulation 44 of the LODR Regulations the Company is providing a facility to its Members to exercise their votes electronically through the electronic voting (remote e-voting) facility provided by the Central Depository Services (India) Limited (CDSL). **Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again.** The manner of voting remotely by Members holding shares in dematerialized mode, physical mode and for Members who have not registered their email addresses is provided in the 'Instructions for e-voting' section which forms part of this Notice. The Board has appointed Mr. Aashish K. Bhatt, Practicing Company Secretaries, as Scrutinizers to scrutinize the e-voting in a fair and transparent manner. The Scrutinizer after scrutinizing the votes will submit his report to the Chairman of the Company ("the Chairman") or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), within 2 working days from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the Stock Exchanges, CDSL and RTA, and will also be displayed on the Company's website, www.everestkanto.com. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the 44th AGM, i.e. September 22, 2023.
- As mandated by SEBI, effective from April 1, 2019 securities of listed companies shall be transferred only in dematerialized form. In order to facilitate transfer of share(s) in view of the above and to avail various benefits of dematerialization, Members are advised to dematerialize share(s) held by them in physical form.
- A person, whose name is recorded in Register of Members or in Register of Beneficial Owners (in case of electronic shareholding) maintained by the Depositories as on the cutoff date of Friday, September 15, 2023 shall be entitled to avail the facility of remote e-voting/ e-voting at the AGM.
- Members holding shares either in physical or dematerialized form, as on cut-off date, i.e. Friday, September 15, 2023, may cast their votes electronically. The e-voting period commences on Tuesday, September 19, 2023 (9:00 a.m. IST) and ends on Thursday, September