



## **HINDUSTAN EVEREST TOOLS LTD. 52ND ANNUAL REPORT 2014-15**

### **Board of Directors**

Shri Shravan Kumar Mandelia, Chairman & Mg. Director  
Shri Balgopal Mandelia, Vice-Chairman & Jt. Mg. Director  
Shri Pradeep Jain  
Smt. Pooja Mehra Saigal  
Shri Ambarish Raj  
Shri Lokesh Sood  
Shri V.K Khanna, Executive Director (Finance) & CFO

### **Company Secretary**

Shri Govind Deora

### **AUDITORS**

Singhi & Co,  
Chartered Accountants,  
401-408, Pragati House  
44-45, Nehru Place  
New Delhi - 110 019

### **BANKERS**

UCO Bank,  
Punjab National Bank  
HDFC Bank  
Citi Bank  
State Bank Of India

### **REGISTERED OFFICE**

Dohil Chambers,  
46, Nehru Place,  
New Delhi-110 019  
Ph. : 91-11-46692600 Fax : 011-41606788  
Email : ho@everesttools.com  
CIN : L74899 DL1962 PLC003634  
Website : <http://www.everesttools.com>

### **WORKS**

Village Jatheri,  
Distt. Sonapat,  
Haryana

### **SHARES LISTED AT**

Bombay Stock Exchange

### **REGISTAR & TRANSFR AGENT LINK INTIME INDIA PVT. LTD.**

44 Community Centre,  
2nd Floor  
Naraina Industrial Area, Phase-I, Near PVR Naraina  
New Delhi- 110 028  
Ph. : 41410592 Fax : 41410591  
Email : [delhi@linkintime.co.in](mailto:delhi@linkintime.co.in)



## 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 FIFTY SECOND ANNUAL GENERAL MEETING OF HINDUSTAN EVEREST TOOLS LIMITED** will be held at "PHD House" opposite Asian Games Village, Siri Fort Road, New Delhi - 110016 on Tuesday, 29th September, 2015 at 11:00 A.M. to transact the following business:

#### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited Balance Sheet for the year ended 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Balgopal Mandelia (Din 00040592), who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint statutory Auditors of the Company and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of section 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the appointment of M/s Singhi & Company, Chartered Accountants (Firm Registration No. 302049E) for continuance as Auditors for financial year 2015-16 be and hereby ratified by the members of the Company 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."

#### **SPECIAL BUSINESS:**

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

"RESOLVED that pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Pooja Mehra Saigal (holding DIN 07249183) a non-executive Director of the Company, who was appointed as an additional Director of the Company w.e.f. 30.07.2015 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a Notice in writing from a member signifying his attention to propose Mrs. Pooja Mehra Saigal as a candidate for the office of Director of the Company and Mrs. Pooja Mehra Saigal has submitted a declaration stating that she meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment as such as recommended by the Nomination and Remuneration Committee of the Board, be and is hereby appointed as an Independent Director of the Company for a consecutive term of five years upto 28/09/2020"

By Order of the Board

Date : 30th July, 2015  
Place : New Delhi

Sd/-  
Govind Deora  
Company Secretary  
Membership No.9439

#### **IMPORTANT NOTES:**

1. The Register of Members and the Share Transfer books of the Company will remain closed from Tuesday, 22nd September, 2015 to Tuesday, 29th September, 2015 (both days inclusive)



2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
3. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. 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.  
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, is must .
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 form are, 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. 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 for the financial year 1999-2000 onwards.
6. (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-I, 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 there Corporate Identification number to either company or RTA of the company.
7. Members may also note that the Notice of the 52nd 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.
8. **Voting through electronic means**
- I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 and amendments thereof , the Company is pleased to provide members facility to exercise their right to vote at the 52nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL). Shareholders of the company holding shares either physical form or dematerialized form , as on record date ,i.e. 22nd September,2015, are eligible to cast their vote.

**The instructions for e-voting are as under:**

- (i) The Notice of 52nd 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 Even Number)

USER ID

PASSWORD



## HINDUSTAN EVEREST TOOLS LTD.

- (ii) NSDL shall be sending the USER ID and Password, to those Members whose 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/>
  - (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 password confidential.
  - (vii) Home page of e-voting opens. Click on e-Voting: Active Voting Cycles. (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 voted on 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 [Satyenderfcs@gmail.com](mailto:Satyenderfcs@gmail.com) or [admin@everesttools.com](mailto:admin@everesttools.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
- II. 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](http://www.evoting.nsdl.com)
- III. 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.
- IV. 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).
- V. The e-voting period commences on 26th September, 2015 (9:00 am) and ends on 28th September 2015 (5:00 pm). 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 22nd September, 2015, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- VI. 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 22nd September, 2015.
- VII. Mr. Satyender Kumar, Practising Company Secretary (CP No. 4087) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- VIII. The Results shall be declared on or after the AGM of the Company. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website : [www.everesttools.com](http://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.
9. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.



## I. EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

### Item No 4

The Board of Director of the Company had appointed Mrs. Pooja Mehra Saigal, a professionally qualified person, as a Additional Director of the Company w.e.f.30.07.2015 by the Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee .

The Company has also received notice in writing from member proposing the candidature of the said Director of the Company at the ensuing Annual General Meeting. The company has received confirmation from said Director that she meets the criteria of Independent director as provided in Section 149(6) of the Companies Act 2013 and in the opinion of the Board she is person of integrity and possess the relevant expertise and experience.

The Directors recommend adoption of the resolution at item Nos. 4 of the Notice by the members.

None of the Directors or their relatives and key managerial personnel or their relatives, except Ms Pooja Mehra Saigal, are concerned with or interested in the Resolution set out at the Item No 4 of the Notice.

In compliance with the provisions of Section 149 read with the Schedule IV of the Act, the appointment of said Director as Independent Director is now being placed before the Members for their approval.

By Order of the Board

Date: 30th July, 2015  
Place : New Delhi

Sd/-  
Govind Deora  
Company Secretary  
Membership No.9439



# HINDUSTAN EVEREST TOOLS LTD.

## DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting 52nd Annual Report together with Audited Annual Accounts of the Company for the year ended 31st March, 2015.

### I. FINANCIAL PERFORMANCE

	Rs. In Lakhs	
FINANCIAL RESULTS	2014- 2015	2013-2014
Profit/(Loss) before Finance Cost	78.65	256.25
Less: Finance Cost	154.80	136.66
Cash Profit/(Loss)	(76.15)	119.59
Depreciation	60.17	61.87
Net Profit/(Loss)	(136.32)	57.72
Add/Less:		
Provisions for Deferred Tax	8.17	14.57
	(144.49)	72.29
<b>APPROPRIATION</b>		
Transfer from General Reserve	-	-
Carried over to next year	(144.49)	72.29

### DIVIDEND

In view of the Company having losses during the year, the Directors hereby express their inability to recommend any dividend for the year ended 31st March, 2015.

### AMOUNTS PROPOSED TO BE CARRIED TO RESERVES

Particulars of the amounts proposed to be carried to reserves have been covered as part of the financial performance of the Company.

### STATE OF COMPANY'S AFFAIRS

Although the turnover of the Company registered a marginal increase over the previous year, the operating margin was under severe strain, in exports as well as domestic market.

In order to maintain sales, heavy discounts had to be passed on to customers due to severe recessionary condition in the market.

The overseas market too faced very severe recessionary condition, resulting in severe drop in volumes and also the sharp depreciation of the major foreign currency against Indian Rupee which could not be covered up by way of adjustment of prices due to extreme recessionary market.

The above factors have resulted unsatisfactory final results.

### BOARD OF DIRECTORS

Pursuant to the provisions of Section 149 of the Act, which came into effect from April 1, 2014, Shri Pradeep Jain, Shri Lokesh

Sood and Shri Ambarish Raj were appointed as independent directors at the annual general meeting of the Company held on 30th September, 2014. The terms and conditions of appointment of independent directors are as per Schedule IV of the Act. They have submitted a declaration that each of them meets the criteria of independence as provided in Section 149(6) of the Act and there has been no change in the circumstances which may affect their status as independent director during the year.

Mrs Pallavi Joshi Bakhru, who was appointed as independent woman director in the last Annual General Meeting, have resigned from the Board and its committees w.e f. 30/04/2015. The Board places on record its appreciation of the invaluable contribution and guidance provided by her.

Mrs.Pooja Mehra Saigal (holding DIN 07249183) has been appointed as an additional director of the company w.e.f. 30.07.2015 under provisions of sections 149, 152 and any other applicable provisions of the companies act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), and have submitted a declaration stating that she meets the criteria for independence as provided in section 149(6) of the act and who is eligible for appointment as an independent woman director for 5 years. Her appointment was recommended by the nomination and remuneration committee. In the opinion of the Board she is person of integrity and possess the relevant expertise and experience. The Board recommend their appointment.

Necessary resolution for appointment of aforesaid Director have been included in the Notice in ensuing AGM for the approval of the Shareholders.

### DIRECTORS' RESPONSIBILITY STATEMENTS

In compliance to the Provisions of Section 134(5) of the Companies Act, 2013, with respect to Directors' responsibility statement, it is hereby confirmed :-

- That in the preparation of the accounts for the financial year ended 31st March, 2015, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.
- That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- That the Directors have prepared the accounts for the financial year ended 31st March, 2015 on a "going concern" basis.\



- v. That the Directors had laid down proper internal Financial control to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- vi. That the Directors have revised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## INTERNAL FINANCIAL CONTROLS

Your Company has in place adequate systems of internal control commensurate with its size and the nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable Financial and Operational information, complying with applicable statutes, safeguarding assets from authorized use or losses, executing transactions with proper authorization and ensuring compliance of internal policies.

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

## EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in Form MGT-9 are annexed herewith as Annexure "A".

## NUMBER OF MEETING OF THE BOARD

During the financial year 2014-15 four Meeting of Board of directors were convened and held on 29/05/2014, 07/08/2014, 14/11/2014 and 12/02/2015. The meetings of Audit Committee were convened and held twice during the year. The meeting of Nomination and Remuneration Committee was convened and held once during the year. Meetings of investor/shareholder grievance committee were held 4 times during the year.

## STATEMENT ON DECLARATION BY THE INDEPENDENT DIRECTORS

All Independent Directors have given declarations that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013 .

## NOMINATION AND REMUNERATION POLICY

The Board has, on the recommendation of the Nomination and Remuneration Committee framed a policy for selection and appointment of Directors, KMPs and Senior Management Personnel and their remuneration. The Policy is annexed herewith as Annexure "B".

The composition, role, functions and powers of the Nomination and Remuneration Committee are in accordance with the Provisions of the Companies Act 2013 and the listing agreements with the Stock Exchange.

## EXPLANATION OR COMMENTS ON AUDITORS' REPORT AND SECRETARIAL AUDIT REPORT.

There are no qualifications, reservations or adverse remarks or disclaimer made by the statutory auditors in their audit report or by the practicing company secretary in the secretarial audit report. However, the observations made in the Auditors' Report are self explanatory and needs no further explanation.

## PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013.

These primarily consist of loans to employees as per the policies of the Company and loans to suppliers in the normal course of business of the company. The closing balances of these loans are disclosed under the schedule of Loans and Advances in the financial Statements. The Company has not given any guarantees or made any investments during the year, which would be covered by Section 186 of the Companies Act, 2013.

## RELATED PARTY TRANSACTIONS

Pursuant to Section 134 of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, the particulars of contracts or arrangements entered into by the Company with Related parties have been done at arm's length and are in the ordinary course of business. Hence, no particulars are being provided in Form AOC-2.

## MATERIAL CHANGES AND COMMITMENTS, IF ANY AFFECTING FINANCIAL POSITION OF THE COMPANY

There are no adverse material changes or commitments occurring after 31st March, 2015 which may affect the financial position of the Company or may require disclosure.

## CONSERVATION OF ENERGY, RESEARCH & DEVELOPMENT, TECHNOLOGY ABSORPTION FOREIGN EXCHANGE EARNINGS & OUTGO

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is annexed herewith as Annexure "C".

## BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 the Board has carried out an annual performance evaluation of its own performance as a whole and individually for Chairman & Managing Directors, Jt Managing Director, Executive Director and Independent Directors .

The performance is being evaluated on the Basis of their attendance in the meetings, compliance of Code of conduct of the Company and applicable provisions of the companies Act , their participation level in the meetings etc.

The performance is evaluated by each director for themselves and for conduct and performance of Board from their point of view. Independent Directors evaluated the performance of Chairman and other non independent directors and Board as a whole in their separate meeting. The performance of



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Independent Director is evaluated by the Board.

## CHANGE IN THE NATURE OF BUSINESS

During the year under review, there has been no change in the nature of business of the Company.

## DETAILS OF APPOINTMENT AND RESIGNATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL.

During the year under review, there has been no appointment and resignation of Directors and Key managerial Personnel of the Company.

## NAME OF THE COMPANIES WHICH HAVE BECOME/ CEASED TO SUBSIDIARIES, JOINTVENTURES OR ASSOCIATE COMPANIES DURING THE YEAR.

The Company did not have any subsidiaries, associates or Joint ventures during the year.

## DEPOSITS

The Company has not accepted deposits under Chapter V of the Companies Act, 2013.

## SIGNIFICANT ORDERS PASSED BY REGULATORS, COURTS OR TRIBUNALS IMPACTING GOING CONCERN AND COMPANYS OPERATIONS.

To the best of our knowledge, the Company has not received any such orders from Regulators, Court or Tribunals during the year, which may impact the going concern status or the Company's operations in future.

## GENERAL

The Company has formulated a policy on Prevention of Sexual Harassment approved by the Board. The policy may be accessed on the Company's website. Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

## WHISTLE BLOWER POLICY

The Board of Directors has adopted the Whistle Blower Policy. The Policy has provided a mechanism for Directors, Employees and other persons dealing with the Company to report to the Chairman of the Audit Committee, any instance of unethical behavior, actual or suspected fraud or violation of the Code of Conduct of the Company.

The details of the policy has been uploaded at the website of the Company.

## COMPOSITION OF AUDIT COMMITTEE

The composition of the Audit Committee is mentioned as under:-

Sh Ambarish Raj	Independent Director
Sh. Pradeep Jain	Independent Director
Sh. Lokesh Sood	Independent Director

The composition, role, functions and powers of the Audit Committee are in accordance with the Provisions of the Companies Act 2013 and the listing agreements with the Stock Exchange.

## AUDITORS

M/S Singhi & Company, Chartered Accountants , shall continue as Statutory Auditors of the for Financial Year 2015 -16 pursuant to approval given by the shareholders in last AGM appointing them as Statutory Auditors' of the company for three years. However as required under the provisions of Companies Act 2013, said appointment is being ratified in the ensuing AGM.

## SECRETARIAL AUDITOR

Pursuant to the provisions of section 204 of the Act the Companies(Appointment and Remuneration of Managerial Personnel ) rules, 2014, the of Directors has appointed Mr. Pradip Kumar Muduli, practicing Company Secretary for conducting secretarial audit of the company for the financial year 2014-15.

The Secretarial Audit Report is annexed herewith as Annexure "D" The secretarial Audit Report does not contain any qualification, reservation and adverse remark.

## PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Particulars of remuneration paid to the employees as required to be disclosed under section 197(12) of the Act read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014, are set out in Annexure "E" attached hereto and form part of this Report.

## CORPORATE GOVERNANCE

SEBI has exempted listed companies with equity share capital of up to Rs 10 crore and net worth not exceeding of Rs 25 crore and those also listed on SME platforms of the stock exchanges from the mandatory compliance of corporate governance code "for the time being". Our Company accordingly is not required to comply with mandatory compliance of corporate governance code.

## ACKNOWLEDGEMENT

Your Directors wish to place on record their sincere appreciation to employees for their continuous efforts and valuable services rendered by them at all levels.

FOR & ON BEHALF OF THE BOARD

Place: New Delhi  
Dated: July 30, 2015

S.K.MANDELIA  
CHAIRMAN



Form No. MGT-9

## EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

### I. REGISTRATION AND OTHER DETAILS:

i. CIN	L74899DL1962PLC003634
ii. Registration Date	25.01.1962
iii. Name of the Company	HINDUSTAN EVEREST TOOLS LTD.
iv. Category/Sub-Category of the Company	Company limited by Shares/Indian
v. Address of the Registered office and contact details	Dohil Chambers, 46, Nehru Place, New Delhi 110 019. Tel.No. 11-46692600 Fax No. 011-41606788 Email: ho@everesttools.com Website: http://www.everesttools.com
vi. Whether listed company	Yes
vii. Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Pvt. Ltd. 44, Community Centre, 2nd Floor, Naraina Industrial Area, Phase-1, Near PVR Naraina, New Delhi-110028 Tel.No. 011-41410592 Fax No. 011-41410591 E-mail: delhi@linkintime.co.in

### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sr.No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Hand Tools	8203,8204,8205	98.75%

### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable Section
1.	Mandelia Investments pvt.Ltd.	U67120DL1983PTC099224	Holding Company	51.92	2(46)

### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

#### i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter</b>									
<b>1) Indian</b>									
a) Individual/ HUF	817	-	817	0.05	817	-	817	0.05	-
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp	832902	-	832902	51.82	834470	-	834470	51.92	0.10



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Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter</b>									
e) Banks / FI									
f) Any Other									
Sub-total(A)(1):-	833719	-	833719	51.87	835287	-	835287	51.97	0.10
<b>2) Foreign</b>									
g) NRIs-Individuals									
h) Other-Individuals									
i) Bodies Corp.									
j) Banks / FI									
k) Any Other....									
Sub-total(A)(2):-									
<b>B. Public Shareholding</b>									
1. Institutions									
a) Mutual Funds									
b) Banks / FI	32738	907	33645	2.09	32738	907	33645	2.09	-
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub-total(B)(1)	32738	907	33645	2.09	32738	907	33645	2.09	-
2. Non Institutions									
a) Bodies Corp.									
(i) Indian	136294	55766	192060	11.95	141536	55766	197302	12.28	0.32
(ii) Overseas									
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	214988	211486	426474	25.54	215592	173437	389029	24.21	2.33
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	117579	-	117579	7.32	116943	31360	148303	9.23	1.91
c) Others(Specify)	3723	-	3723	0.23	3634	-	3634	0.22	0.005
Sub-total(B)(2)	472584	267242	739826	46.03	477705	260563	738268	45.94	0.09
Total Public Shareholding (B)=(B)(1)+(B)(2)	505322	268159	773481	48.13	510969	262660	773629	48.03	
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	1339041	268159	1607200	100	1346256	260944	1607200	100	-