

58th
ANNUAL REPORT
2020-2021



Hindustan Everest Tools Limited

CIN: L74110DL1962PLC003634

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Shravan Kumar Mandelia (Resigned w.e.f. February 11, 2021)	<i>Managing Director</i>
Mr. Balgopal Mandelia (Resigned w.e.f. February 11, 2021)	<i>Managing Director</i>
Mr. Pradeep Jain (Resigned w.e.f. February 24, 2021)	<i>Independent Director</i>
Mr. Amitav (Resigned w.e.f. March 03, 2021)	<i>Independent Director</i>
Ms. Shifa Nagar (Resigned w.e.f. February 19, 2021)	<i>Independent Director</i>
Mr. Saurabh Parasramka (Resigned w.e.f. March 02, 2021)	<i>Director</i>
Mr. Devansh Gupta (Appointed w.e.f. June 30, 2021)	<i>Managing Director</i>
Mr. Dhruv Gupta (Appointed w.e.f. February 09, 2021)	<i>Director</i>
Mr. Amit Gupta (Appointed w.e.f. February 09, 2021)	<i>Independent Director</i>
Mrs. Preeti Arora (Appointed w.e.f. February 09, 2021)	<i>Independent Director</i>

REGISTRAR & SHARE TRANSFER AGENT

Link Intime India (P) Ltd
Noble Heights, 1st Floor, C-1 Block, Janakpuri,
New Delhi – 110058
Phone: +011-41410592
Email: delhi@linkintime.co.in

REGISTERED OFFICE

4/11, First Floor, Asaf Ali Road, New Delhi: 110002*
Phone no: +91-9910032394
Email id: admin@everesttools.com
Website: www.everesttools.com

* The registered office of the Company shifted from "Dohil Chambers, 46, Nehru Place, New Delhi-110019" to "4/11, First Floor, Asaf Ali Road New Delhi: 110002" w.e.f. February 15, 2021.

KEY MANAGERIAL PERSONNEL

Mr. Deepak Gupta (Resigned w.e.f. March 04, 2021)	<i>Chief Financial officer</i>
Ms. Sonam Gupta (Resigned w.e.f. March 09, 2021)	<i>Company Secretary & Compliance officer</i>
Mr. Yogesh Gusain (Appointed w.e.f. June 30, 2021)	<i>Chief Financial officer</i>
Ms. Ayushi Jain (Appointed w.e.f. August 14, 2021)	<i>Company Secretary & Compliance Officer</i>

STATUTORY AUDITOR

M/s SSRA & Associates
FRN: 014266N
M-13, LGF, South Extension Part-2,
New Delhi-110049

SECRETARIAL AUDITOR

M/s Parth P. Shah,
Practicing Company Secretaries
Membership No: 48591; COP NO: 18640

INTERNAL AUDITOR

M/s V B R G & Associates
04, Rainbow Complex, Bazaria, Ghaziabad,
Uttar Pradesh – 201001

SHARES LISTED AT

Bombay Stock Exchange

BANKERS

Citi Bank Limited
HDFC Bank Limited
Punjab National Bank Limited
UCO Bank Limited
Yes Bank Limited

COMPOSITION OF THE COMMITTEES

AUDIT COMMITTEE MEMBERS

Name of Director	Designation	Position
Amit Gupta	Independent Director	Chairperson
Preeti Arora	Independent Director	Member
Devansh Gupta	Managing Director	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE MEMBERS

Name of Director	Designation	Position
Amit Gupta	Independent Director	Chairperson
Preeti Arora	Independent Director	Member
Devansh Gupta	Managing Director	Member

NOMINATION & REMUNERATION COMMITTEE MEMBERS

Name of Director	Designation	Position
Amit Gupta	Independent Director	Chairperson
Preeti Gupta	Independent Director	Member
Dhruv Gupta	Director	Member

Note: -The composition of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee has been reviewed and reconstituted w.e.f. March 22, 2021.

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HINDUSTAN EVEREST TOOLS LIMITED

(CIN: L74110DL1962PLC003634)

Registered Office: 4/11, 1st Floor Asaf Ali Road New Delhi Central Delhi-110002

Email: admin@everesttools.com, Website: www.everesttools.com

Phone: +91-9910032394

Notice of the 58th Annual General Meeting

NOTICE is hereby given that the 58TH Annual General Meeting ("AGM") of Members of **HINDUSTAN EVEREST TOOLS LIMITED** will be held on Wednesday, October 27, 2021 at 04:30 P.M. (IST) through video conferencing/ other Audio-visual means (OVAM) for which purpose the registered office of the company situated at 4/11, 1st Floor, Asaf Ali Road, New Delhi-110002 shall be deemed as the venue for the Annual General Meeting and the proceedings of the AGM shall be deemed to be made there at, to transact the following business:-

ORDINARY BUSINESS:**1. Adoption of Financial Statements**

To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended 31st March, 2021 together with the reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT the Audited Standalone Financial Statements of the Company including the Balance sheet as at March 31, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information and schedules thereto forming part thereof and the reports of the Board of Directors and the Auditors' thereon as laid before this meeting, be and are hereby received, considered and adopted."

SPECIAL BUSINESS: -**2. To Approve the appointment of Mr. Devansh Gupta as Managing Director of the Company**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 ('Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, [including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force, and the recommendations of the Nomination and Remuneration Committee, the consent of the Members, be and is hereby accorded to the appointment of Mr. Devansh Gupta (DIN: 06920376) as the Managing Director of the Company for a period of 5 (Five) years commencing from June 30, 2021, upon the terms and conditions as set out in the Statement annexed to the Notice, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during his said tenure (subject to provisions of the Act and the overall limits and conditions set out in Section 197 read with Schedule V of the Act, by undertaking such compliances as provided therein), with liberty and power to the Board of Directors (hereinafter referred to as the 'Board', which expression shall also include the 'Nomination and Remuneration Committee' of the Board) to grant increments and to alter and vary from time to time, the terms and conditions of the said re-appointment, including remuneration, within the overall limits prescribed under the Act as it may deem fit and in such manner, as may be agreed between the Board and Mr. Devansh Gupta, and his office is not liable to retire by rotation."

RESOLVED FURTHER THAT any of the Director and KMP of the Company be and are hereby severally authorized to do all such acts, deeds and things as maybe required, settle any/or all questions/ matters arising with respect to the above matter including filing of requisite forms / returns/ applications with the Registrar of Companies or other regulatory authorities and to approve the execution of all such

documents, instruments and writings as may be necessary in connection to give effect to the aforesaid resolution."

3. To confirm the appointment of Mr. Dhruv Gupta as Director of the Company

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 other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with to the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Dhruv Gupta (DIN: 06920431), who was appointed by the Board of Directors as an Additional Director with effect from February 09, 2021 and whose term of office expires at this Annual General Meeting and who is eligible for appointment under the relevant provisions of the Companies Act, 2013 and has consented to act as Director of the Company and submitted a notice proposing his candidature for the office of a Director under Section 160 of the Companies Act, 2013, be and is hereby appointed as a Non-Executive Director of the company, whose office is liable to retire by rotation.

FURTHER RESOLVED THAT any of the Director and KMP of the Company be and are hereby authorized to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies."

4. To confirm the appointment of Mr. Amit Gupta (DIN: 07085538) as a Non-Executive, Independent Director for a First Term of 05 (Five) consecutive years w.e.f. 09th February, 2021 to 08th February, 2026

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, 150, 152, 160 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Companies Act, 2013 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Amit Gupta (DIN: 07085538), who was appointed by the Board of Directors as an Additional Independent Director with effect from February 09, 2021 and whose term of office expires at this Annual General Meeting and who is eligible for appointment under the relevant provisions of the Companies Act, 2013 and who has submitted a notice proposing his candidature for the office of a Director under Section 160 of the Companies Act, 2013 and a declaration of independence under Section 149(6) of the Companies Act, 2013, be and is hereby appointed as a Non-Executive Independent Director of the company to hold office for a term of 5 (Five) consecutive years with effect from conclusion of this Annual General Meeting and whose office shall not be liable to retire by rotation."

FURTHER RESOLVED THAT any of the Directors and KMP of the Company be and are hereby severally authorized to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies."

5. To confirm the appointment of Mrs. Preeti Arora (DIN:00094055) as a Non-Executive Independent Director for a First Term of 05 (Five) consecutive years w.e.f. 09th February, 2021 to 08th February, 2026

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, 150, 160 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Companies Act, 2013 and the applicable provisions of the

Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mrs. Preeti Arora (DIN: 00094055), who was appointed by the Board of Directors as an Additional Independent Director with effect from February 09, 2021 and whose term of office expires at this Annual General Meeting and who is eligible for appointment under the relevant provisions of the Companies Act, 2013 and who has submitted a notice proposing her candidature for the office of a Director under Section 160 of the Companies Act, 2013 and a declaration of independence under Section 149(6) of the Companies Act, 2013, be and is hereby appointed as a Non-Executive Independent Director of the company to hold office for a term of 5 (Five) consecutive years with effect from conclusion of this Annual General Meeting and whose office shall not be liable to retire by rotation."

FURTHER RESOLVED THAT, any of the Directors and KMP of the Company, be and are hereby severally authorized to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies.

6. **Approval for change of name of the Company and consequential amendment to Memorandum of Association and Articles of Association of the Company**

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

"RESOLVED THAT pursuant to the provisions of Section 4, 13 and 14 of the Companies Act, 2013 read with the rules made there under including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable, the Memorandum of Association and Articles of Association of the Company and all other applicable law(s) and subject to requisite approval(s) as may be required, if any, from appropriate authorities, consent of the members be and is hereby accorded to change the name of the Company from 'Hindustan Everest Tools Limited' to 'Algoquant Fintech Limited'.

RESOLVED FURTHER THAT the new name of the Company be given effect from the date of issue of fresh certificate of incorporation by the Registrar of Companies and accordingly the name "**Hindustan Everest Tools Limited**" wherever it occurs in the Memorandum of Association, Articles of Association of the Company, and other documents, etc. be substituted by the name "Algoquant Fintech Limited".

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be necessary for the effective implementation of the above resolution including necessary changes to the CIN of the Company as may be required by the Registrar of Companies, filing of necessary applications, forms, returns, documents with the Registrar of Companies and all other regulatory or statutory authorities, as may be required and to settle all questions, difficulties or doubts that may arise in this regard at any stage, without requiring the Director(s) or Company Secretary of the Company to secure any further consent or approval of the members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."

7. **To Take approval of Material Related Party Transaction held with Mandelia Investments Private Limited, Promoter of the Company**

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

"RESOLVED THAT pursuant to the provisions of Section 179(3), 180(1) and any other applicable provisions of Companies Act, 2013 read with rules thereunder (including any statutory modifications or re-enactment thereof, for the time being in force) and in accordance with Regulation 23 of SEBI (LODR) Regulations, 2015, consent of the shareholders of the Company be and is hereby accorded to avail an unsecured loan of INR 1,31,50,000 (Rupees One Crore Thirty One Lakh Fifty Thousand only) at a rate of interest of not exceeding 10% per annum from Mandelia Investments Private Limited, Promoter Shareholder of the Company and on such terms and conditions as may be agreed upon.

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalize the terms and conditions

and take such steps as may be necessary for obtaining approvals or otherwise, if any, required in relation to the above and to settle all the matters arising out of and incidental thereto, and to sign and execute all deeds, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds and things that may be necessary, proper and expedient or incidental for the purpose of giving effect to the above resolution."

8. To Take Approval of Material Related Party Transaction held with Mr. Devansh Gupta, Managing Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 179(3), 180(1) and any other applicable provisions of Companies Act, 2013 read with rules there under (including any statutory modifications or re-enactment thereof, for the time being in force) and in accordance with Regulation 23 of SEBI (LODR) Regulations, 2015 consent of the shareholders of the Company be and is hereby accorded to avail INR 1,97,00,000 (Rupees One Crore Ninety Seven Lakh only) towards unsecured loan from Mr. Devansh Gupta, Managing Director of the Company and on such terms and conditions as may be agreed upon.

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalize the terms and conditions and take such steps as may be necessary for obtaining approvals or otherwise, if any, required in relation to the above and to settle all the matters arising out of and incidental thereto, and to sign and execute all deeds, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds and things that may be necessary, proper and expedient or incidental for the purpose of giving effect to the above resolution."

9. To take approval for Sub-Division (Stock split) of every 1(One) equity share of Face Value of Rs.10/- each into 5(Five) equity shares of Rs. 2/- each.

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

"RESOLVED THAT pursuant to the provisions of Sections 61(1)(d), 64 and other applicable provisions of the Companies Act, 2013 ('the Act') and Rules framed thereunder including the statutory modifications thereto and re-enactments thereof for the time being in force and the provision of Memorandum and Articles of Association of the Company and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other rules, regulations, circulars, notifications etc. issued thereunder, the consent of the members of the Company be and is hereby accorded that each equity share of the Company having face value of Rs.10/- (Rupees Ten Only) each fully paid be subdivided (stock split) into 5 (Five) equity shares of face value of Rs 2/-(Rupees Two Only) each fully paid and consequently, the authorized share capital of the Company of Rs. 2,50,00,000 (Rupees Two Crore Fifty Lakhs only) shall comprise of 1,25,00,000 (One Crore Twenty Five Lakhs) equity shares of Rs.2 (Rupees Two only) each;

RESOLVED FURTHER THAT pursuant to the sub-division(stock split) of the equity shares of the Company, each issued, subscribed and paid up equity share of the Company having face value of Rs 10/-(Rupees Ten Only) each fully paid existing on the Record date to be fixed by the Company shall stand subdivided into 5 (Five) equity share of a face value of Re. 2/- (Rupee Two Only) each fully paid up, without altering the aggregate amount of such capital and such shares shall rank pari passu in all respects with the existing equity shares with effect from the record date;

RESOLVED FURTHER THAT upon sub-division of equity shares, as aforesaid, the existing shares certificate(s) in relation to the existing equity shares of the face value of Rs. 10/- (Rupees Ten Only) each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the record date to be fixed by the Company and the Company may without requiring surrender of the existing share certificate(s), directly issue and dispatch the new share certificate(s) of the Company, in lieu of such existing share certificates subject to the provisions of Companies (Share Capital and Debentures) Rules, 2014 and in the case of members who hold the equity shares in dematerialized

form, the sub-divided equity shares of face value of Rs. 2/- (Rupees Two Only) each shall be credited proportionately to the respective beneficiary demat accounts of the Members, with their respective depository participants in lieu of the existing credits present in the respective beneficiary demat accounts and the Company shall undertake such Corporate Action(s) as may be necessary in relation to the existing equity shares, whether in physical form or in dematerialized form of the Company;

RESOLVED FURTHER THAT any of the Director and KMP of the Company be and are hereby authorized to take all such steps as may be required to obtain approvals in relation to the above and do all such further acts, deeds or things as may be required to give effect to the sub-division of equity shares of the Company."

10. Alteration of Capital Clause of Memorandum of Association 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 13, 61 and 64 and other applicable provisions, if any of the Companies Act, 2013 read with the relevant Rules framed thereunder and applicable regulations, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any amendment(s), modification(s), variation(s), or reenactment(s) thereof from time to time], and subject to approval of subdivision of the equity shares by the members, consent of the members of the Company be and is hereby accorded to alter and substitute the existing Clause V of the Memorandum of Association of the Company with the following new Clause:

"V. The Authorised Share Capital of the Company is Rs. 2,50,00,000/- (Rupees Two Crore and Fifty lakh only) divided into 1,25,00,000 (One Crore Twenty-Five Lakh) equity shares of Rs. 2/- (Rupees Two only) each."

RESOLVED FURTHER THAT any of the Director and KMP of the Company be and are hereby authorized to take all such steps as may be required to obtain approvals in relation to the above and do all such further acts, deeds or things as may be required to give effect to the abovesaid resolution of the Company."

**By Order of the Board of Directors
For Hindustan Everest Tools Limited**

Sd/-

**Ayushi Jain
(Company Secretary & Compliance Officer)
M. No.: ACS 66504**

**Date: 30-09-2021
Place: New Delhi**

NOTES

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos. 2 to 10 of the accompanying Notice, is annexed hereto. The relevant details, pursuant to Regulations 26(4), 17(11) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/reappointment at this Annual General Meeting ("AGM") are also annexed.
2. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') vide its Circular Nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, read with Circular Nos. 20/2020 dated May 5, 2020 and 02/2021 dated January 13, 2021 (collectively referred to as 'MCA Circulars'), and Securities and Exchange Board of India ('SEBI') vide its Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as 'SEBI Circulars'), have permitted the holding of AGM through Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM'), without the physical presence of the Members at a common venue. In accordance with the MCA Circulars and SEBI Circulars, the 58th AGM of the Company is being held through VC/OAVM on Wednesday, October 27, 2021 at 04:30 P.M. (IST). The deemed venue for the 58th AGM will be the registered office of the Company i.e., 4/11, 1st Floor, Asaf Ali Road, New Delhi, Central Delhi-110002.
3. Brief profile and other information about the Directors proposed to be appointed as required under Regulation 36(3) of Listing Regulations and Secretarial Standard on General Meetings ('SS-2') are forming part of the explanatory statement of this Notice.
4. Since, the AGM is being conducted through VC/OAVM pursuant to MCA Circulars, physical attendance of Members, route map has been dispensed with. **Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.**
5. The Members can join the AGM in the VC / OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Members will be able to view the proceedings on the National Securities Depository Limited's ('NSDL') e-Voting website at www.evoting.nsdl.com. The facility of participation at the AGM through VC / OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars.
6. Institutional Investors, who are Members of the Company, are encouraged to attend the 58th AGM through VC/OAVM mode and vote electronically. Pursuant to the provisions of the Act, the Institutional/ Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer at sachinkhuranacs@gmail.com with a copy marked to evoting@nsdl.co.in.
7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. In case of joint holders, the Member whose name appears as the first holder in the order of the names as per the Register of Members of the Company will be entitled to vote at the Meeting.
9. **Book Closure**

The Register of Members and Share Transfer Books of the Company will be closed from Thursday,

October 21, 2021 to Wednesday, October 27, 2021 (both days inclusive) for the purpose of the AGM.

10. In compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report and Annual Accounts 2020-21 is being sent only through electronic mode (i.e., through e-mail) to those Members whose email addresses are registered with the Company/RTA/Depositories. Members may note that the Notice and Annual Report and Annual Accounts 2020-21 will also be available on the Company's website www.everesttools.com under relevant section of the websites of the Stock Exchange i.e., BSE Limited at www.bseindia.com, and on the website of NSDL at www.evoting.nsdl.com.
11. The Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts or Arrangements in which the Directors are interested, shall be available for online inspection by the Members of the Company, without payment of fees upto and including the date of AGM. Members desirous of inspecting the same may send their requests at admin@everesttools.com from their registered e-mail addresses mentioning their names and folio numbers / DP ID and Client ID.

General instructions for accessing and participating in the 58TH AGM through VC/OAVM Facility and voting through electronic means including remote E-Voting:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.