



# THE HI-TECH GEARS LTD.

CIN - L29130HR1986PLC081555

Corporate Office: Millennium Plaza, Tower-B, Sushant Lok-1, Sector-27, Gurugram -122009,  
Haryana, INDIA Tel.: +91(124) 4715100 E-mail: [secretarial@thehitechgears.com](mailto:secretarial@thehitechgears.com)

**May 08, 2023**

The Manager,  
Listing Department,  
National Stock Exchange of India Limited,  
"Exchange Plaza", C-1, Block – G  
Bandra – Kurla Complex,  
Bandra (E), Mumbai – 400051,  
**Symbol: HITECHGEAR**

The Manager,  
Listing Department,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400001,  
**Scrip Code: 522073**

Dear Sir/Madam,

**Subject: Voting Results of Postal Ballot under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”)**

This is in continuation with our letter dated April 5, 2023, seeking approval of members of the Company through remote e-voting in respect of the items set out in the Postal Ballot Notice dated February 08, 2023, please find enclosed the following:-

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated May 08, 2023.

The resolution as proposed in the Postal Ballot Notice has been passed by the shareholders by remote e-voting process with requisite majority.

The voting results along with the scrutinizer’s report will also be made available on the Company’s website at [www.thehitechgears.com](http://www.thehitechgears.com)

This is for your information and records.

**Thanking You**

**Yours faithfully,**

**For The Hi-Tech Gears Limited**

**Naveen Jain**  
**Company Secretary & Compliance Officer**  
**Membership No:-A15237**

[www.thehitechgears.com](http://www.thehitechgears.com)

Works I: A-589, Industrial Complex, Bhiwadi - 301 019 Rajasthan INDIA Tel.: +91(1493) 265000  
Regd. Office & Works-II: Plot No. 24 - 26 Sector-7, IMT Manesar - 122050 Gurugram, Haryana INDIA Tel.: +91 (124) 4715200  
Works-III: Plot No. SP-146A, Industrial Complex, Bhiwadi - 301019 Rajasthan INDIA  
Head Office: C-41/B, Kalkaji, New Delhi - 110019 INDIA  
Subsidiaries: The Hi-Tech Gears Canada. Inc. 361, Speedvale Ave W. Guelph, ON N1H 1C7, CANADA  
Teutech LLC. 227, Barton St. Emporium. PA 15834, USA

**DETAILS OF VOTING RESULT AS PER REGULATION 44 (3) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

S.NO.	PARTICULARS	DETAILS
1.	<b>Company Name</b>	The Hi-tech Gears Limited
2.	<b>Date of AGM</b>	Postal Ballot notice dated February 08, 2023
3.	<b>Total no shareholders on record date</b>	6,309
4.	<b>No. of shareholders present in the meeting either in person or through proxy:</b>	Not Applicable
	<b>Promoters and Promoters Group</b>	
	<b>Public</b>	
	<b>No. of shareholders attended the meeting through video conferencing</b>	Not Applicable
	<b>Promoters and promoter group</b>	
	<b>Public</b>	

**AGENDA WISE  
IN CASE OF POLL/ E-VOTING**

<b>Resolution required: (Ordinary/ Special)</b>	SPECIAL - Appointment of Mr. Subir Kumar Chowdhury (DIN: 03633998) as Whole-time Director designated as "Executive Director & President" and payment of remuneration thereof.							
<b>Whether promoter/ promoter group are interested in the agenda/ resolution?</b>	No							
Category	Mode of voting	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against 5	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
<b>Promoter and Promoter group</b>	E-voting	1,05,50,723	1,05,23,723	99.74	1,05,23,723	0	100.00	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		1,05,50,723	1,05,23,723	99.74	1,05,23,723	0	100.00
<b>Public Institutional Holder</b>	E-voting	3700	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA

	Total	3700	0	0	0	0	0	0
<b>Public- Non Institutions</b>	E-voting	82,13,577	38,582	0.47	38,315	267	99.31	0.69
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	82,13,577	38,582	0.47	38,315	267	99.31	0.69
<b>Total</b>		<b>1,87,68,000</b>	<b>1,05,62,305</b>	<b>56.28</b>	<b>1,05,62,038</b>	<b>267</b>	<b>100.00</b>	<b>0.00</b>

**For The Hi-Tech Gears Limited**

**Naveen Jain**  
**Company Secretary & Compliance Officer**  
**Membership No:-A15237**



**SCRUTINIZER'S REPORT**

*(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended)*

To,  
The Chairman  
**THE HI-TECH GEARS LIMITED**  
(CIN: L29130HR1986PLC081555)  
Plot No. 24, 25, 26, Sector-7, IMT Manesar,  
Gurgaon, Haryana-122050

Dear Sir,

I, Akarshika Goel, Partner of M/s. Grover Ahuja & Associates, Company Secretaries having its office at 302, Third Floor, Gagandeep Building, Rajendra Place, New Delhi - 110008, have been appointed as the Scrutinizer by the Board of Directors of **THE HI-TECH GEARS LIMITED (“the Company”)** having its registered office situated at Plot No. 24, 25, 26, Sector-7, IMT Manesar, Gurgaon, Haryana-122050, for conducting the Postal Ballot process of the Company in a fair and transparent manner in respect of the Resolutions as proposed in the Postal Ballot Notice dated 08<sup>th</sup> February, 2023, for the purpose of scrutinizing the Postal Ballot by remote electronic voting process pursuant to the provisions of Section(s) 108 and 110 of the Companies Act, 2013 (the “Act”) read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 on “General Meetings” issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force).

The Company is in compliance with the provisions of Section 110 of the Companies Act, 2013 (hereinafter referred to as the ‘Act’) read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014 (hereinafter referred to as the ‘Rules’), General Circulars No. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020, 22/2020 dated 15<sup>th</sup> June, 2020, 33/2020 dated 28<sup>th</sup> September, 2020, 39/2020 dated 31<sup>st</sup> December, 2020, 10/2021 dated 23<sup>rd</sup> June, 2021, 20/2021 dated 8<sup>th</sup> December, 2021, 3/2022 dated 5<sup>th</sup> May, 2022 and 11/2022 dated 28<sup>th</sup> December, 2022 in relation to ‘Clarification on passing of ordinary/special resolutions under the Companies Act and rules made thereunder on



account of the threat posed by COVID-19' as issued by the Ministry of Corporate Affairs (MCA Circulars).

As permitted by MCA Circulars, the Company served the requisite notice pursuant to Section 110 of the Act along with draft of the Resolution and Explanatory Statement as required under Section 102 of the Act read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in electronic form only to the members of the Company, whose names appeared in the Register of Members /records of Depositories viz. CDSL/NSDL as on Friday, March 31, 2023, as per the exemptions provided in the MCA circulars mentioned above. Hence, the communication of the assent or dissent of the Members had to take place through the E-voting system only.

Accordingly, in compliance with Section 108 of the Companies Act, 2013 read with Rules made thereunder and MCA Circulars and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements), 2015 ("Listing Regulations"), the Company extended only remote e-voting facility to its members to enable them to cast their votes electronically instead of postal ballot form.

The Company had appointed National Securities Depository Limited (NSDL) as the Service Provider for extending the facility of remote electronic voting to the shareholders of the Company from Friday, April 07, 2023, at 09:00 A.M. (IST) and shall end on Saturday, May 06, 2023, at 05:00 P.M. (IST) (both days inclusive). The Remote E-Voting was thereafter disabled by NSDL. The Remote E-Voting has been unblocked by me on May 06, 2023, at 5:25 p.m. in the presence of 2 (two) witnesses namely Ms. Oshi Goyal and Ms. Pooja Khanna.

The Scrutinizer shall submit her report to the Chairman within 2 Working days from the closing of Remote e-Voting i.e. May 06, 2023 at 5:00 PM (IST).

The Management of the Company is responsible to ensure the compliances with requirements of the Companies Act, 2013 and Rules relating to E-Voting on resolutions specified in the Postal Ballot notice. My responsibility as a Scrutinizer for the Remote E-Voting process is restricted to scrutinize the results and present the Report for the votes cast "in favour" or "against" the resolutions.

***The result of the Remote E-Voting is as under:***



**(A) As a Special Resolution- Item No. 1.**

**Appointment of Mr. Subir Kumar Chowdhury (DIN: 03633998) as Whole-time Director designated as “Executive Director & President” and payment of remuneration thereof.**

**I. Voted in favour of the Resolution:**

	<b>Number of Members who voted</b>	<b>Number of votes cast (shares)</b>	<b>% of total number of valid votes cast (Favour &amp; Against)</b>
<b>Remote E-Voting</b>	<b>47</b>	<b>10562038</b>	<b>100.00</b>

**II. Voted against the Resolution:**

	<b>Number of Members who voted</b>	<b>Number of votes cast (shares)</b>	<b>% of total number of valid votes cast (Favour &amp; Against)</b>
<b>Remote E-Voting</b>	<b>11</b>	<b>267</b>	<b>0.00</b>

**III. Invalid Votes:**

	<b>Number of Members who voted</b>	<b>Number of votes cast (shares)</b>	<b>% of total number of votes cast by them</b>
<b>Remote E-Voting</b>	<b>-</b>	<b>-</b>	<b>-</b>



Grover Ahuja & Associates  
Company Secretaries

(Remote E-voting) Scrutinizer Report 23-24  
THE HI-TECH GEARS LIMITED  
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*The register, all other papers and relevant records relating to postal ballot through voting by electronic means shall remain in our safe custody until the Chairman considers, approves and signs the minutes and thereafter, the same would be handed over to the Company.*

Thanking You.  
Yours faithfully

For Grover Ahuja & Associates  
Company Secretaries

AKARS Digitally signed  
by AKARSHIKA  
GOEL  
HIKA Date:  
2023.05.08  
GOEL 15:35:21 +05'30'

Akarshika Goel  
(Scrutinizer)  
COP No. 12770  
UDIN: A029525E000269380

Date: 08.05.2023  
Place: New Delhi

We the undersigned witnessed that the votes were unblocked from the e voting website of National Securities Depository Limited, ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) in our presence at 5:25 p.m. on May 06, 2023 at the office of the Scrutinizer.

Oshi Goyal

Pooja Khanna