



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

Date: -October 03, 2022

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

Sub: Disclosure of Voting Results under Regulation 44 of SEBI (LODR) Regulations, 2015

Respected Sir/Madam,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are hereby enclosing herewith the voting results (remote e-voting, e-voting and poll) along with the consolidated Scrutinizer's Report on the resolution set forth in the notice of the 36th Annual General Meeting (AGM) of the Company held on Thursday, September 29, 2022 at 05:00 P.M at Plot No. 24-26, Sector-7, IMT Manesar, Haryana 122050 along with the facility to attend the meeting through Video- Conferencing (VC) and Other Audio Visual Means ("OAVM").

Kindly take the same on record.

**Thanking you,
Yours faithfully,
For The Hi-Tech Gears Limited**

**Naveen Jain
Company Secretary
M.No. A15237**

Encl: as above

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 - 122 050 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

Date of the AGM/EGM	September 29, 2022
Total number of shareholders on cut-off date i.e September 22, 2022	7944
No. of shareholders present in the meeting in person or through Proxy:	58
Promoters and Promoter Group:	7
Public:	51
No. of Shareholders attended the meeting through Video Conferencing	26
Promoters and Promoter Group:	11
Public:	15
No. of Resolutions passed in the meeting	12

Agenda-wise disclosure

Resolution 1: To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Board and Auditors' thereon.

Resolution Required: (Ordinary/Special)		Ordinary Resolution							
Whether promoter/promoter group are interested in the agenda/resolution		No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	10550723	10523723	99.7441	10523723	0	100	0	0
	Poll		19000	0.1801	19000	0	100	0	0
	Postal Ballot (if applicable)	N.A							
	Sub-Total	10550723	10542723	99.9242	10542723	0	100	0	0
Public – Institutions	E-Voting	1300	-	-	-	-	-	-	0
	Poll		-	-	-	-	-	-	0
	Postal Ballot (if applicable)	N.A							
	Sub-Total	1300	-	-	-	-	-	-	0
Public – Non Institutions	E-Voting	8215977	3729457	45.3927	3729290	167	99.9955	0.0045	0
	Poll		4970	0.0605	4970	0	100.0000	0	7
	Postal Ballot (if applicable)	N.A							
	Sub –Total	8215977	3734427	45.4532	3734260	167	99.9955	0.0045	7
Grand Total		18768000	14277150	76.0718	14276983	167	99.9988	0.0012	7

Resolution 2: To declare the final dividend @ 15% i. e. Rs. 1.50/- (Rupees One and Fifty Paise Only) per equity share for the financial year 2021-2022 as recommended by Board of Directors.

Resolution Required: (Ordinary/Special)		Ordinary Resolution							
Whether promoter/promoter group are interested in the agenda/resolution		No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	10550723	10523723	99.7441	10523723	0	100	0	0
	Poll		19000	0.1801	19000	0	100	0	0
	Postal Ballot (if applicable)		N.A						
	Sub-Total		10550723	10542723	99.9242	10542723	0	100	0
Public – Institutions	E-Voting	1300	-	-	-	-	-	-	0
	Poll		-	-	-	-	-	-	0
	Postal Ballot (if applicable)		N.A						
	Sub-Total		1300	-	-	-	-	-	-
Public – Non Institutions	E-Voting	8215977	3729457	45.3927	3729290	167	99.9955	0.0045	0
	Poll		4970	0.0605	4970	0	100.0000	0	7
	Postal Ballot (if applicable)		N.A						
	Sub –Total		8215977	3734427	45.4532	3734260	167	99.9955	0.0045
Grand Total		18768000	14277150	76.0718	14276983	167	99.9988	0.0012	7

Resolution 3: To appoint a director in place of Mr. Bidadi Anjani Kumar (DIN- 00022417), who retire by rotation and being eligible, offers himself for re-appointment.

Resolution Required: (Ordinary/Special)		Ordinary Resolution								
Whether promoter/promoter group are interested in the agenda/resolution		No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	10550723	10523723	99.7441	10523723	0	100	0	0	
	Poll		19000	0.1801	19000	0	100	0	0	
	Postal Ballot (if applicable)		N.A							
	Sub-Total		10550723	10542723	99.9242	10542723	0	100	0	0
Public – Institutions	E-Voting	1300	-	-	-	-	-	-	0	
	Poll		-	-	-	-	-	-	0	
	Postal Ballot (if applicable)		N.A							
	Sub-Total		1300	-	-	-	-	-	-	0
Public – Non Institutions	E-Voting	8215977	3729457	45.3927	3729290	167	99.9955	0.0045	0	
	Poll		4970	0.0605	4970	0	100.0000	0	7	
	Postal Ballot (if applicable)		N.A							
	Sub –Total		8215977	3734427	45.4532	3734260	167	99.9955	0.0045	7
Grand Total		18768000	14277150	76.0718	14276983	167	99.9988	0.0012	7	

Resolution 4: To appoint a director in place of Mr. Pranav Kapuria (DIN-00006195), who retire by rotation and being eligible, offers himself for reappointment.

Resolution Required: (Ordinary/Special)		Ordinary Resolution								
Whether promoter/promoter group are interested in the agenda/resolution		No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	10550723	10523723	99.7441	10523723	0	100	0	0	
	Poll		19000	0.1801	19000	0	100	0	0	
	Postal Ballot (if applicable)		N.A							
	Sub-Total		10550723	10542723	99.9242	10542723	0	100	0	0
Public – Institutions	E-Voting	1300	-	-	-	-	-	-	0	
	Poll		-	-	-	-	-	-	0	
	Postal Ballot (if applicable)		N.A							
	Sub-Total		1300	-	-	-	-	-	-	0
Public – Non Institutions	E-Voting	8215977	3729457	45.3927	3729290	167	99.9955	0.0045	0	
	Poll		4970	0.0605	4970	0	100.0000	0	7	
	Postal Ballot (if applicable)		N.A							
	Sub –Total		8215977	3734427	45.4532	3734260	167	99.9955	0.0045	7
Grand Total		18768000	14277150	76.0718	14276983	167	99.9988	0.0012	7	

Resolution 5: To appoint M/s YAPL & Co., Chartered Accountants as statutory auditors of the Company for a period of 5 years.

Resolution Required: (Ordinary/Special)		Ordinary Resolution							
Whether promoter/promoter group are interested in the agenda/resolution		No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	10550723	10523723	99.7441	10523723	0	100	0	0
	Poll		19000	0.1801	19000	0	100	0	0
	Postal Ballot (if applicable)		N.A						
	Sub-Total		10550723	10542723	99.9242	10542723	0	100	0
Public – Institutions	E-Voting	1300	-	-	-	-	-	-	0
	Poll		-	-	-	-	-	-	0
	Postal Ballot (if applicable)		N.A						
	Sub-Total		1300	-	-	-	-	-	-
Public – Non Institutions	E-Voting	8215977	3729457	45.3927	3729290	167	99.9955	0.0045	0
	Poll		4970	0.0605	4970	0	100.0000	0	7
	Postal Ballot (if applicable)		N.A						
	Sub –Total		8215977	3734427	45.4532	3734260	167	99.9955	0.0045
Grand Total		18768000	14277150	76.0718	14276983	167	99.9988	0.0012	7

Resolution 6: Approval of remuneration of Cost Auditor M/s Kabra & Associates, Cost Accountant for the financial year 2022-23.

Resolution Required: (Ordinary/Special)		Ordinary Resolution								
Whether promoter/promoter group are interested in the agenda/resolution		No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	10550723	10523723	99.7441	10523723	0	100	0	0	
	Poll		19000	0.1801	19000	0	100	0	0	
	Postal Ballot (if applicable)		N.A							
	Sub-Total		10550723	10542723	99.9242	10542723	0	100	0	0
Public – Institutions	E-Voting	1300	-	-	-	-	-	-	0	
	Poll		-	-	-	-	-	-	0	
	Postal Ballot (if applicable)		N.A							
	Sub-Total		1300	-	-	-	-	-	-	0
Public – Non Institutions	E-Voting	8215977	3729457	45.3927	3729290	167	99.9955	0.0045	0	
	Poll		4970	0.0605	4970	0	100.0000	0	7	
	Postal Ballot (if applicable)		N.A							
	Sub –Total		8215977	3734427	45.4532	3734260	167	99.9955	0.0045	7
Grand Total		18768000	14277150	76.0718	14276983	167	99.9988	0.0012	7	

Resolution 7: Re-appointment & Remuneration of Mr. Deep Kapuria (DIN-00006185) as Chairman & Whole Time Director of the Company designated as Executive Chairman of the Company.

Resolution Required: (Ordinary/ Special)		Special Resolution								
Whether promoter/promoter group are interested in the agenda/resolution		No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes	
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100		
Promoter and Promoter Group	E-Voting	10550723	10523723	99.7441	10523723	0	100	0	0	
	Poll		19000	0.1801	19000	0	100	0	0	
	Postal Ballot (if applicable)		N.A							
	Sub-Total		10550723	10542723	99.9242	10542723	0	100	0	0
Public – Institutions	E-Voting	1300	-	-	-	-	-	-	0	
	Poll		-	-	-	-	-	-	0	
	Postal Ballot (if applicable)		N.A							
	Sub-Total		1300	-	-	-	-	-	-	0
Public – Non Institutions	E-Voting	8215977	3729457	45.3927	3729290	167	99.9955	0.0045	0	
	Poll		4970	0.0605	4970	0	100.0000	0	7	
	Postal Ballot (if applicable)		N.A							
	Sub –Total		8215977	3734427	45.4532	3734260	167	99.9955	0.0045	7
Grand Total		18768000	14277150	76.0718	14276983	167	99.9988	0.0012	7	

Resolution 8: Re-appointment & Remuneration of Mr. Pranav Kapuria (DIN-00006195) as Managing Director

Resolution Required: (Ordinary/Special)		Special Resolution								
Whether promoter/promoter group are interested in the agenda/resolution		No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	0	
Promoter and Promoter Group	E-Voting	10550723	10523723	99.7441	10523723	0	100	0	0	
	Poll		19000	0.1801	19000	0	100	0	0	
	Postal Ballot (if applicable)		N.A							
	Sub-Total		10550723	10542723	99.9242	10542723	0	100	0	0
Public – Institutions	E-Voting	1300	-	-	-	-	-	-	0	
	Poll		-	-	-	-	-	-	0	
	Postal Ballot (if applicable)		N.A							
	Sub-Total		1300	-	-	-	-	-	-	0
Public – Non Institutions	E-Voting	8215977	3729457	45.3927	3729290	167	99.9955	0.0045	0	
	Poll		4970	0.0605	4970	0	100.0000	0	7	
	Postal Ballot (if applicable)		N.A							
	Sub –Total		8215977	3734427	45.4532	3734260	167	99.9955	0.0045	7
Grand Total		18768000	14277150	76.0718	14276983	167	99.9988	0.0012	7	

Resolution 9: Re-appointment & Remuneration of Mr. Anuj Kapuria (DIN- 00006366) as Whole Time Director

Resolution Required: (Ordinary/ Special)		Special Resolution								
Whether promoter/promoter group are interested in the agenda/resolution		No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	10550723	10523723	99.7441	10523723	0	100	0	0	
	Poll		19000	0.1801	19000	0	100	0	0	
	Postal Ballot (if applicable)		N.A							
	Sub-Total		10550723	10542723	99.9242	10542723	0	100	0	0
Public – Institutions	E-Voting	1300	-	-	-	-	-	-	0	
	Poll		-	-	-	-	-	-	0	
	Postal Ballot (if applicable)		N.A							
	Sub-Total		1300	-	-	-	-	-	-	0
Public – Non Institutions	E-Voting	8215977	3729457	45.3927	3729290	167	99.9955	0.0045	0	
	Poll		4970	0.0605	4970	0	100.0000	0	7	
	Postal Ballot (if applicable)		N.A							
	Sub –Total		8215977	3734427	45.4532	3734260	167	99.9955	0.0045	7
Grand Total		18768000	14277150	76.0718	14276983	167	99.9988	0.0012	7	

Resolution 10: Appointment of Mr. Rajiv Batra (DIN- 00082866) as an Independent Director of the Company

Resolution Required: (Ordinary/ Special)		Special Resolution							
Whether promoter/promoter group are interested in the agenda/resolution		No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	10550723	10523723	99.7441	10523723	0	100	0	0
	Poll		19000	0.1801	19000	0	100	0	0
	Postal Ballot (if applicable)		N.A						
	Sub-Total		10550723	10542723	99.9242	10542723	0	100	0
Public – Institutions	E-Voting	1300	-	-	-	-	-	-	0
	Poll		-	-	-	-	-	-	0
	Postal Ballot (if applicable)		N.A						
	Sub-Total		1300	-	-	-	-	-	-
Public – Non Institutions	E-Voting	8215977	3729457	45.3927	3729290	167	99.9955	0.0045	0
	Poll		4970	0.0605	4970	0	100.0000	0	7
	Postal Ballot (if applicable)		N.A						
	Sub –Total		8215977	3734427	45.4532	3734260	167	99.9955	0.0045
Grand Total		18768000	14277150	76.0718	14276983	167	99.9988	0.0012	7

Resolution 11: Approval for Material Related Party Transaction(s) with M/s The Hi-Tech Engineering Systems Private Limited

Resolution Required: (Ordinary/Special)		Ordinary Resolution							
Whether promoter/promoter group are interested in the agenda/resolution		Yes							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	0
Promoter and Promoter Group	E-Voting	10550723	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A						
	Sub-Total	10550723	0	0	0	0	0	0	0
Public – Institutions	E-Voting	1300	-	-	-	-	-	-	0
	Poll		-	-	-	-	-	-	0
	Postal Ballot (if applicable)		N.A						
	Sub-Total	1300	-	-	-	-	-	-	0
Public – Non Institutions	E-Voting	8215977	3729457	45.3927	3729290	167	99.9955	0.0045	0
	Poll		4950	0.0602	4950	0	100	0	7
	Postal Ballot (if applicable)		N.A						
	Sub –Total	8215977	3734407	45.4530	3734240	167	99.9955	0.0045	7
Grand Total		18768000	3734407	19.8977	3734240	167	99.9955	0.0045	7

Resolution 12: Approval for Material Related Party Transaction(s) with M/s Vulcan Electro Controls Limited

Resolution Required: (Ordinary/Special)		Ordinary Resolution								
Whether promoter/promoter group are interested in the agenda/resolution		Yes								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	10550723	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	0	
	Postal Ballot (if applicable)		N.A							
	Sub-Total		10550723	0	0	0	0	0	0	0
Public – Institutions	E-Voting	1300	-	-	-	-	-	-	0	
	Poll		-	-	-	-	-	-	0	
	Postal Ballot (if applicable)		N.A							
	Sub-Total		1300	-	-	-	-	-	-	0
Public – Non Institutions	E-Voting	8215977	3729457	45.3927	3729290	167	99.9955	0.0045	0	
	Poll		4950	0.0602	4950	0	100	0	7	
	Postal Ballot (if applicable)		N.A							
	Sub –Total		8215977	3734407	45.4530	3734240	167	99.9955	0.0045	7
Grand Total		18768000	3734407	19.8977	3734240	167	99.9955	0.0045	7	



SCRUTINIZER REPORT

(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 as amended, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 General Circular No. 14/2020, 17/2020, 20/2020,2/2021, 19/2021,21/2021 and 2/2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021,8 December 2021, 14 December 2021 and 5 May 2022 respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars") and in accordance with the circular dated 12th May, 2020 read with circular dated 15th January, 2021 and circular dated 13th May 2022 issued by the Securities and Exchange Board of India ("SEBI") commonly referred to as "MCA" & "SEBI CIRCULARS")

Name of the Company	The Hi-Tech Gears Limited
Meeting	36 th Annual General Meeting
Day, Date & Time	Thursday, 29 th September 2022 at 5:00 P.M.
Venue	Registered Office situated at Plot No. 24,25,26, Sector-7, IMT Manesar Gurgaon - 122050, Haryana
Mode	Physical as well as through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM')

To

The Chairman

36th Annual General Meeting

The Hi-Tech Gears Limited

(CIN-L29130HR1986PLC081555)

Registered office

Plot No. 24, 25, 26, Sector 7, IMT Manesar, Gurgaon

Haryana - 122050

I, Nirbhay Kumar, Company Secretary in Practice (Membership No. 11946, C. P. No. 7887), proprietor of M/s Nirbhay Kumar & Associates, New Delhi was appointed as the Scrutinizer by the Board of Directors of M/s **The Hi-Tech Gears Limited** (the Company) for the purpose of scrutinizing remote e-voting process and the E-voting



Nirbhay Kumar

at the AGM as well as the physical voting by the members of the Company during the 36th Annual General Meeting (AGM) of **The Hi-Tech Gears Limited** (hereinafter referred to as "the Company") scheduled on Thursday, 29th September 2022 at 05:00 PM, held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") with the additional facility to join the AGM physically at Plot No. 24,25,26, Sector-7, IMT Manesar, Gurugram, Haryana-122050. My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and to submit Scrutinizer's Report on the voting on the resolutions based on the report generated from the electronic voting system and counting of the poll papers.

1. Pursuant to the "MCA Circulars" issued by the Ministry of Corporate Affairs, a public notice was published in The Business Standard dated 01st September 2022 (in Hindi) and The Business Standard dated 01st September 2022 (in English) newspapers specifying the date and time of the AGM, availability of the notice on the Company's and website of the Stock Exchanges. manner of voting through remote e-voting or through e-voting system at the AGM etc.
2. The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and intimated the same to BSE Limited and National Stock Exchange of India Limited on 31st August 2022.
3. The Company informed that on the basis of Register of Members and the list of Beneficial Owners made available by M/s MAS Services Limited, the Registrar and Share Transfer Agent of the Company and the depositories viz. National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company has completed dispatch of notice of AGM on 31st August, 2022 by E-mail to the registered Members who had already registered their Email IDs with the Company/Depositories;
4. The Equity Shareholders holding shares as on 22nd September 2022 ("Cut-off date") were entitled to vote on the resolutions stated in the Notice of the 36th Annual General Meeting of the Company.
5. The Company appointed National Securities Depository Limited ("NSDL") as the agency for providing the platform for remote E-voting and E-Voting during the AGM.



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6. Remote e-voting commenced from **Monday September 26, 2022, at 09:00 A.M. and ended on Wednesday September 28, 2022, at 05:00 P.M.** Members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by "NSDL".
7. As prescribed under Rule 20 (4) (xiii) of the Companies (Management and Administration) Rules 2014, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the Annual General Meeting, the Scrutinizer accessed, after closure of period of remote e-voting and before the start of the AGM, details relating to Members who have cast their votes through remote e-voting such as their name , DP ID & Client ID/folios number of shares held but not the manner in which they have voted. Accordingly, "NSDL" remote e-voting agency provided to us the names, DP ID & Client ID/ folios and shareholding of the members who had cast their votes through remote e-voting.
8. The Polling papers in Form MGT-12 as per Companies (Management and Administration) Rules, 2014 were distributed to the shareholders present. The shareholders cast their votes in the one ballot boxes kept at convenient locations in the Venue.
9. At the time fixed for closing of the poll by the chairman, one ballot box kept for polling were locked in my presence with due identification marks.
10. Poll papers were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agent of the Company and the authorization/proxies lodged with the Company.
11. There were no poll papers which were incomplete and/or which were otherwise found defective.
12. The total votes cast through remote e-voting as well as at the AGM (through e-voting) were unblocked on 29th September 2022 at 06:00 PM in presence of two witnesses Mr. Amit Kumar Sinha R/o D - 371, Gali No. 9, Bhagwati Garden Extension Jain Road, New Delhi - 110059 and Mrs. Amrita Singh R/o J-22, Flat No. 8, Rama Park Road, Mohan Garden, Uttam Nagar, New Delhi - 110059 who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



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Amit Kumar Sinha

Amrita Singh

13. The Management of the Company is responsible to ensure the compliances with requirements of the Companies Act, 2013 and Rules relating to e-voting and manual voting on resolutions specified in the notice of the 36th Annual General Meeting. My responsibility as a Scrutinizer for the e-voting process and manual voting is restricted to scrutinize the results and present the Report for the votes cast “in favor” or “against” the resolutions.

14. We observe that

- **77 Members had cast their votes through Remote e-voting between 26.09.2022 to 28.09.2022.**
- **One Member has cast their vote vide E-voting during the AGM**
- **42 Members has cast their votes physically at the AGM (Includes Four Members who has also casted their vote through remote e-voting too however all such votes are treated as invalid for the purpose of counting of votes so far as physical voting is concerned)**

15. Consolidated Result of Remote E-voting, E - voting at AGM and Physical Voting at the venue of AGM with respect to each item on the agenda as set out in the Notice of the AGM dated August 08, 2022, is enclosed herewith.

(A) As an Ordinary Resolution- Item No. 1.

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Director’s and Auditor’s thereon.

I. Voted in favour of the Resolution:

Mode of voting	Number of Members who voted through Remote E - Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E - Voting and E-Voting during AGM	78	14253013	99.83



Poll	38	23970	00.17
Total	116	14276983	100.00

II. Voted against the Resolution:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E-Voting and E-Voting at the AGM	10	167	00.00
Poll	00	00	00.00
Total	10	167	00.00

III. Invalid Votes:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)
Remote E-Voting and E-Voting at the AGM*	NIL	NIL
Poll	4	7
Total	4	7

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 1 of the Notice of the AGM dated 08th August 2022 has been **passed with requisite majority**.

B) As an Ordinary Resolution- Item No.2.



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To declare the final dividend @ 15% i. e. Rs. 1.50/- (Rupees One and Fifty Paise Only) per equity share for the financial year 2021-2022 as recommended by Board of Directors.

I. Voted in favour of the Resolution:

Mode of voting	Number of Members who voted through Remote E - Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E - Voting and E-Voting during AGM	78	14253013	99.83
Poll	38	23970	00.17
Total	116	14276983	100.00

II. Voted against the Resolution:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E-Voting and E-Voting at the AGM	10	167	00.00
Poll	00	00	00.00
Total	10	167	00.00

III. Invalid Votes:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)
Remote E-Voting		



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and E-Voting at the AGM*	NIL	NIL
Poll	4	7
Total	4	7

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of the AGM dated 08th August 2022 has been **passed with requisite majority**.

C) As an Ordinary Resolution- Item No.3

To appoint a director in place of Mr. Bidadi Anjani Kumar (DIN- 00022417), who retire by rotation and being eligible, offers himself for re-appointment.

I. Voted in favour of the Resolution:

Mode of voting	Number of Members who voted through Remote E - Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E - Voting and E-Voting during AGM	78	14253013	99.83
Poll	38	23970	00.17
Total	116	14276983	100.00

II. Voted against the Resolution:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E-Voting and E-Voting at the AGM	10	167	00.00



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Poll	00	00	00.00
Total	10	167	00.00

III. Invalid Votes:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)
Remote E-Voting and E-Voting at the AGM*	NIL	NIL
Poll	4	7
Total	4	7

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 3 of the Notice of the AGM dated 08th August 2022 has been **passed with requisite majority**.

D) As an Ordinary Resolution- Item No. 4

To appoint a director in place of Mr. Pranav Kapuria (DIN-00006195), who retire by rotation and being eligible, offers himself for reappointment.

I. Voted in favour of the Resolution:

Mode of voting	Number of Members who voted through Remote E - Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E - Voting and E-Voting during AGM	78	14253013	99.83
Poll	38	23970	00.17
Total	116	14276983	100.00



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II. Voted against the Resolution:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E-Voting and E-Voting at the AGM	10	167	00.00
Poll	00	00	00.00
Total	10	167	00.00

III. Invalid Votes:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)
Remote E-Voting and E-Voting at the AGM*	NIL	NIL
Poll	4	7
Total	4	7

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 4 of the Notice of the AGM dated 08th August 2022 has been **passed with requisite majority**.

E) As an Ordinary Resolution- Item No. 5

To appoint M/s YAPL & Co., Chartered Accountants as statutory auditors of the Company for a period of 5 years.

I. Voted in favour of the Resolution:



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Mode of voting	Number of Members who voted through Remote E - Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E - Voting and E-Voting during AGM	78	14253013	99.83
Poll	38	23970	00.17
Total	116	14276983	100.00

II. Voted against the Resolution:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E-Voting and E-Voting at the AGM	10	167	00.00
Poll	00	00	00.00
Total	10	167	00.00

III. Invalid Votes:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)
Remote E-Voting and E-Voting at the AGM*	NIL	NIL



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Poll	4	7
Total	4	7

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 5 of the Notice of the AGM dated 08th August 2022 has been **passed with requisite majority**.

F) As an Ordinary Resolution- Item No. 6 (Special Business)

Approval of remuneration of Cost Auditor M/s Kabra & Associates, Cost Accountant for the financial year 2022-23.

I. Voted in favour of the Resolution:

Mode of voting	Number of Members who voted through Remote E - Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E - Voting and E-Voting during AGM	78	14253013	99.83
Poll	38	23970	00.17
Total	116	14276983	100.00

II. Voted against the Resolution:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E-Voting and E-Voting at the AGM	10	167	00.00
Poll	00	00	00.00
Total	10	167	00.00



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III. Invalid Votes:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)
Remote E-Voting and E-Voting at the AGM*	NIL	NIL
Poll	4	7
Total	4	7

Based on the aforesaid result, we report that the Ordinary **Resolution** as set out in Item No. 6 of the Notice of the AGM dated 08th August 2022 has been **passed with requisite majority**.

G) As a Special Resolution- Item No. 7 (Special Business)

Re-appointment & Remuneration of Mr. Deep Kapuria (DIN-00006185) as Chairman & Whole Time Director of the Company designated as Executive Chairman of the Company.

I. Voted in favour of the Resolution:

Mode of voting	Number of Members who voted through Remote E - Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E - Voting and E-Voting during AGM	78	14253013	99.83
Poll	38	23970	00.17
Total	116	14276983	100.00

II. Voted against the Resolution:



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Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E-Voting and E-Voting at the AGM	10	167	00.00
Poll	00	00	00.00
Total	10	167	00.00

III. Invalid Votes:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)
Remote E-Voting and E-Voting at the AGM*	NIL	NIL
Poll	4	7
Total	4	7

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 7 of the Notice of the AGM dated 08th August 2022 has been **passed with requisite majority**.

H) As a Special Resolution- Item No. 8 (Special Business)

Re-appointment & Remuneration of Mr. Pranav Kapuria (DIN-00006195) as Managing Director

I. Voted in favour of the Resolution:



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Mode of voting	Number of Members who voted through Remote E - Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E - Voting and E-Voting during AGM	78	14253013	99.83
Poll	38	23970	00.17
Total	116	14276983	100.00

II. Voted against the Resolution:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E-Voting and E-Voting at the AGM	10	167	00.00
Poll	00	00	00.00
Total	10	167	00.00

III. Invalid Votes:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)
Remote E-Voting and E-Voting at the AGM*	NIL	NIL



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Poll	4	7
Total	4	7

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 8 of the Notice of the AGM dated 08th August 2022 has been **passed with requisite majority**.

I) As a Special Resolution- Item No. 9 (Special Business)

Re-appointment & Remuneration of Mr. Anuj Kapuria (DIN- 00006366) as Whole Time Director

I. Voted in favour of the Resolution:

Mode of voting	Number of Members who voted through Remote E - Voting, E-voting during AGM and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E - Voting and E-Voting during AGM	78	14253013	99.83
Poll	38	23970	00.17
Total	116	14276983	100.00

II. Voted against the Resolution:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E-Voting and E-Voting at the AGM	10	167	00.00
Poll	00	00	00.00
Total	10	167	00.00



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III. Invalid Votes:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)
Remote E-Voting and E-Voting at the AGM*	NIL	NIL
Poll	4	7
Total	4	7

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 9 of the Notice of the AGM dated 08th August 2022 has been **passed with requisite majority**.

J) As a Special Resolution- Item No. 10 (Special Business)

Appointment of Mr. Rajiv Batra (DIN- 00082866) as an Independent Director of the Company

I. Voted in favour of the Resolution:

Mode of voting	Number of Members who voted through Remote E - Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E - Voting and E-Voting during AGM	78	14253013	99.83
Poll	38	23970	00.17
Total	116	14276983	100.00

II. Voted against the Resolution:



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Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E-Voting and E-Voting at the AGM	10	167	00.00
Poll	00	00	00.00
Total	10	167	00.00

III. Invalid Votes:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)
Remote E-Voting and E-Voting at the AGM*	NIL	NIL
Poll	4	7
Total	4	7

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 10 of the Notice of the AGM dated 08th August 2022 has been **passed with requisite majority**.

K) As an Ordinary Resolution- Item No. 11 (Special Business)

Approval for Material Related Party Transaction(s) with M/s The Hi-Tech Engineering Systems Private Limited

I. Voted in favour of the Resolution:



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Mode of voting	Number of Members who voted through Remote E - Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E - Voting and E-Voting during AGM	55	3729290	99.86
Poll	36	4950	00.14
Total	91	3734240	100.00

II. Voted against the Resolution:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E-Voting and E-Voting at the AGM	10	167	00.00
Poll	00	00	00.00
Total	10	167	00.00

III. Invalid Votes:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)
Remote E-Voting and E-Voting at the AGM*	NIL	NIL
Poll	4	7
Total	4	7



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Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 11 of the Notice of the AGM dated 08th August 2022 has been **passed with requisite majority**.

L) As an Ordinary Resolution- Item No. 12 (Special Business)

Approval for Material Related Party Transaction(s) with M/s Vulcan Electro Controls Limited

I. Voted in favour of the Resolution:

Mode of voting	Number of Members who voted through Remote E - Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E - Voting and E-Voting during AGM	55	3729290	99.86
Poll	36	4950	00.14
Total	91	3734240	100.00

II. Voted against the Resolution:

Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)	% of total number of valid votes cast (Favour & Against)
Remote E-Voting and E-Voting at the AGM	10	167	00.00
Poll	00	00	00.00
Total	10	167	00.00

III. Invalid Votes:



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Mode of voting	Number of Members who voted through Remote E-Voting, E-voting during AGM, and Physically at AGM	Number of votes cast (in proportion to shareholding)
Remote E-Voting and E-Voting at the AGM*	NIL	NIL
Poll	4	7
Total	4	7

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 12 of the Notice of the AGM dated 08th August 2022 has been **passed with requisite majority**.

**Votes mentioned against E-Voting at the AGM are the votes casted by members during the meeting who have not casted their votes through remote e-voting. One Member has cast their votes through E-voting during the AGM.*

All related papers and relevant records relating to electronic and manual voting shall remain in our safe custody until the Chairman considers, approves, and signs the minutes of the aforesaid Annual General Meeting.

Thanking You.

Yours faithfully

for Nirbhay Kumar & Associates
Company Secretaries



Nirbhay Kumar (Scrutinizer)

C. P. No. - 7887

M. No. 11946

UDIN: F011946D001106688

Date: 01.10.2022

Place: New Delhi

PRANAV KAPURIA
Digitally signed by
PRANAV KAPURIA
Date: 2022.10.03
16:37:03 +05'30'

