



# 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)

**Date: September 28, 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**

**Subject: Proceedings of 37<sup>th</sup> Annual General Meeting**

Respected Sir/Madam,

Pursuant to Regulation 30(2) read with Part A of Schedule III of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we are submitting herewith the gist of proceedings of 37<sup>th</sup> Annual General Meeting (“AGM”) of the Company held on Thursday, September 28, 2023 at 12:00 noon at the Registered office of the Company at Plot No. 24, 25, 26, Sector-7, IMT Manesar, Gurugram, Haryana -122050 along with the facility to attend the meeting through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”) in accordance with the circulars issued by the Ministry of Corporate Affairs (collectively referred to as “MCA Circular”) and Securities and Exchange Board of India (collectively referred to as “SEBI Circular”) and other applicable circulars issued in this regard.

Kindly take the same in your record.

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

**Naveen Jain  
Company Secretary & Compliance Officer  
M.No. - A15237**

**Encl: as above**

[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 ,25,26 Sector-7, IMT Manesar - 122050 Gurugram, Haryana INDIA Tel.: +91 (124) 4715200

Works-III: Plot No. SP-146A, Industrial Complex, Bhiwadi - 301019 Rajasthan INDIA  
Subsidiaries: The Hi-Tech Gears Canada. Inc. 361, Speedvale Ave W. Guelph, ON N1H 1C7, CANADA  
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## **Gist of the Proceedings of the 37<sup>th</sup> Annual General Meeting of the Company**

The 37<sup>th</sup> Annual General Meeting (“AGM”) of The Hi-Tech Gears Limited (‘the Company’) was held on Thursday, September 28, 2023 at 12:00 noon at Plot No. 24, 25 & 26, Sector-7, IMT Manesar, Gurugram, Haryana -122050 along with the facility to attend the meeting through Video Conferencing (“VC”) or Other Audio-Visual Means (“OAVM”).

Total Number of Shareholders as on Cut-Off Date (i.e. September 21,2023)	7576
No. of Shareholders present in person or through proxy	40
No. of Shareholders attended the meeting through VC/OAVM	40

- The Company Secretary welcomed all the members present at the Meeting and requested members to elect Mr. Pranav Kapuria as the Chairman of the meeting. After ascertaining the necessary quorum being present, the Company Secretary requested the Chairman to call the meeting to order. Chairman called the meeting to order.
- Company Secretary introduced the Directors and Senior Management present at the meeting or attending through VC/OAVM to the members and confirmed the presence of Chairman/ duly authorized member of the Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee. Thereafter Company Secretary introduced the Statutory Auditor, Secretarial Auditor of the Company and Mr. Nirbhay Kumar, Practicing Company Secretary, Scrutinizer appointed by the Board to scrutinize the e-voting process on the resolutions proposed in the notice of the meeting.
- Company Secretary informed the members that the Company had taken all requisite steps under the current circumstances to enable the members to participate through video conference and vote electronically at the AGM. The Company Secretary further informed that the Company has tied up with the National Securities Depository Limited (“NSDL”) to provide the facility of Remote E-Voting, to enable the members to participate in this AGM through VC/OAVM facility and e-voting during this AGM.
- It was also informed that the Annual Report consisting of Financials, Independent Auditors Report, Management Discussions & Analysis Report, Board Report, notice together with all Annexures & documents were sent to all the Members through electronic mode to the members whose e-mail addresses are registered with the Company/RTA/Depository.”
- The members were informed that the requisite registers and documents referred to in the notice were available for inspection electronically during the meeting.
- Company Secretary informed the members that the Company had provided the members the facility to cast their votes electronically on all the resolutions set forth in the notice. Members who were present at the meeting and have not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting through ballot papers. It was further informed that there would be no voting by show of hands.
- The Chairman then asked Company Secretary to brief the members on the e-voting procedure:

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- Company Secretary informed that the Company has provided remote e-voting facility to all its shareholders to cast their vote in respect of all resolutions mentioned in the notice, which had started on Monday, September 25, 2023 at 9:00 A.M. and ended on Wednesday, September 27, 2023 at 05:00 P.M. He further informed that the facility to vote at the AGM was provided to those members who didn't cast their votes through Remote E-Voting.
- Clarifications were provided to the queries raised by the members.
- The scrutinizer then locked and sealed the empty box in presence of members.
- The physical ballot process for following resolutions was provided to those members, who were present and didn't participate earlier in Remote E-voting event.

#### **Ordinary Business:**

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Director's and Auditor's - Ordinary Resolution
2. To declare the final dividend @ 25% i.e. Rs. 2.5/- (Rupees two and fifty paise only) per equity share for the financial year 2022-2023- Ordinary Resolution
3. To appoint a director in place of Mr. Anant Jaivant Talaulicar (DIN-00031051), who retire by rotation and being eligible, offers himself for re-appointment.-Ordinary Resolution
4. To appoint a director in place of Mr. Anuj Kapuria (DIN-00006366), who retire by rotation and being eligible, offers himself for re-appointment.-Ordinary Resolution

#### **Special Business:**

5. Approval of remuneration of Cost Auditor for the financial year 2023-24 – Ordinary Resolution
- On completion of ballot voting, the ballot box was taken by the scrutinizer in his custody.
  - The members were informed that the Scrutinizer will consider the votes cast through remote e-voting, e-voting and ballot papers at the AGM and will prepare report of voting on the resolutions and submit the same to Chairman of the Company or his authorized representative within two working days of conclusion of AGM.
  - The members were further informed that the results of the meeting would be declared after the receipt of the scrutinizer report within statutory period and will be intimated to the stock exchanges and be placed on the website of the Company and wherever required.

The members were informed that electronic voting on the platform of NSDL would continue to remain open for another 15 minutes after the conclusion of the AGM to enable the members to cast their votes. The Company Secretary then thanked all the members for participation in the meeting and declared the proceedings be closed.

- The meeting concluded at 12:53 P.M. with a vote of thanks to the chair.

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Kindly take the above information on your record.

Thanking You

Yours faithfully,

**For The Hi-Tech Gears Limited**

**Naveen Jain**

**Company Secretary & Compliance Officer**

**M.No A15237**

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