



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: September 27, 2019

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
"PhirozeJeejeebhoy Towers"
Dalal Street, Fort,
Mumbai-400001
Scrip Code: 522073

Subject: Proceedings of 33rd 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 33rd Annual General Meeting (AGM) of the Company held on Friday, September 27, 2019 at 11:00 A.M. at Plot No. 24,25 & 26, Sector-7, IMT Manesar, Haryana -122050.

Kindly take the same in your record.

Thanking you,

Yours faithfully,

For The Hi-Tech Gears Limited

S.K. Khatri

**S.K Khatri
Company Secretary
M.No. F5459**



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

Gist of the Proceedings of the 33rd Annual General Meeting of the Company

The 33rd Annual General Meeting of The Hi-Tech Gears Limited ('the Company') was held on Friday, September 27, 2019 at 11:00 A.M. at Plot No. 24, 25 & 26, Sector-7, IMT Manesar, Haryana -122050.

- The requisite quorum being present, Chairman called the meeting to order.
- Chairman introduced the Directors and Officials present at the meeting and confirmed the presence of Chairman/ duly authorized member of the Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee. He also briefed the reasons for non-attendance of other directors. Thereafter Company Secretary introduced the Statutory Auditors of the Company and Ms. Akarshika Goel, partner of M/s Grover Ahuja & Associates, Practicing Company Secretaries, Scrutinizer appointed by the Board to scrutinize the e-voting process on the resolutions proposed in the notice of the meeting.
- It was also informed that the Annual Report consisting of Financials, Independent Auditors Report, Management Discussions & Analysis Report, Directors Report, Notice together with all Annexures & documents were sent to all the Members through approved modes.
- The members were informed that the requisite registers and documents referred to in the notice were available for inspection during the meeting.
- The messages of Chairman & Managing Director as set out in the Annual Report were taken as read.
- 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 on ballot papers. It was further informed that there would be no voting by show of hands.
- Clarifications were provided to the queries raised by the members.
- The scrutinizer then locked and sealed the empty box in presence of members.
- The business set out in the notice of AGM were put to vote through remote e-voting as per following schedule:

Commencement of E-voting :	From 09:00 A.M. (IST) on Tuesday, September 24, 2019
End of E-voting :	Upto 05:00 P.M. (IST) on Thursday, September 26, 2019

- The physical ballot process for following resolutions was provided to those members, present who had not participated earlier in 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, 2019, together with the reports of the Directors' and Auditors' thereon- Ordinary Resolution
2. To confirm the payment of Interim Dividend and to declare the Final Dividend on equity shares for the financial year 2018-19 - Ordinary Resolution
3. To appoint a director in place of Mr. Anuj Kapuria (DIN: 00006366), who retires by rotation and being eligible, offers himself for re-appointment - Ordinary Resolution



Special Business:

4. Re-appointment of Mr. Sandeep Dinodia (DIN-00005395) as an Independent Director – Special Resolution
 5. Re-appointment of Mr. Anil Kumar Khanna (DIN – 00207839) as an Independent Director – Special Resolution
 6. Re-appointment of Ms. Malini Sud (DIN: 01297943) as an Independent Director – Special Resolution
 7. Re-appointment of Mr. Vinit Taneja (DIN – 02647727) as an Independent Director – Special Resolution
 8. Re-appointment of Mr. Krishna Chandra Verma (DIN – 03636488) as an Independent Director – Special Resolution
 9. Re-appointment of Mr. Prosad Dasgupta (DIN – 0243254) as an Independent Director – Special Resolution
 10. Appointment of Mr. Neville D'Souza (DIN:08536411) as Independent Director of the Company – Ordinary Resolution
 11. To approve the payment of remuneration to Non-Executive Directors – Ordinary Resolution
 12. Approval of remuneration of Cost Auditor for the financial year 2019-20 – Ordinary Resolution
 13. Re-appointment & Remuneration of Mr. Deep Kapuria (DIN-00006185) as Chairman & Whole Time Director of the Company to be designated as Executive Chairman – Special Resolution
 14. Re-appointment & Remuneration of Mr. Pranav Kapuria (DIN-00006195) as Managing Director – Special Resolution
 15. Re-appointment & Remuneration of Mr. Anuj Kapuria (DIN-00006366) as Executive Director – Special Resolution
 16. To approve continuation of payment of remuneration to Executive Directors who are Promoters pursuant to SEBI (LODR) (Amendment) Regulations, 2018 – Special Resolution
- On completion of ballot voting, the ballot box was taken by the scrutinizer in her custody.
 - Chairman 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.
 - Company Secretary then thanked the members for participation in the meeting and there being no other business, declared the proceedings to be closed. The meeting concluded at 11.30 A.M with a vote of thanks to the chair.

Kindly take the above information on your record.

Thanking You

Yours faithfully,

For The Hi-Tech Gears Limited

Sunita Khatri
S.K Khatri
Company Secretary
M.No. F5459

