



HI-TECH GEARS LTD.

Millennium Plaza, Tower-B, Sushant Lok-1, Gurgaon-122002, Haryana, (INDIA)
Tel. : +91(124) 4715100 Fax : +91(124) 2806085-86
E-mail : info@hitechgears.com www.hitechgears.com

Date: 1st October, 2015

The Manager,
Listing Department,
National Stock Ex of India Limited,
"Ex Plaza", C-1, Block – G, M,
Bandra – Kurla Complex,
Bandra (E), Mumbai – 400051,
India.

Sub: Disclosure under clause 35A of the Listing Agreement

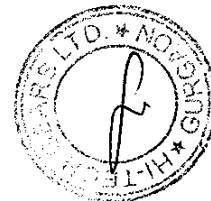
Re: BSE: 522073
NSE: HITECHGEAR

Dear Sir,

Pursuant to Clause 35A of the Listing Agreement, We would like to inform that all the resolutions placed at the 29th Annual General Meeting held on Tuesday, 29th September, 2015, have been passed by the Members with Ordinary Resolution or Special Resolution, the result of which was declared on Thursday, 1st October, 2015.

Further the details of the said voting result with respect to the aforesaid resolutions in the format prescribed under Clause 35A of the Listing Agreement is provided below:-

| | |
|---|---|
| Date of the AGM | 29 th September, 2015 |
| Total number of shareholders on record date | 3948 |
| No. of shareholders present in the meeting in person | |
| Promoters and Promoter Group: | 11 |
| Public: | 8 |
| No. of shareholders present in the meeting through proxy | |
| Promoters and Promoter Group: | 0 |
| Public: | 4 |
| No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group | No Video conferencing facility was made available |
| Public | |



CIN - L29130RJ1986PLC004536

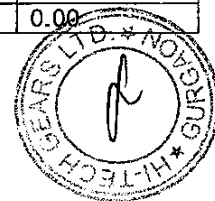
Regd. Office & Works I : A-589, Industrial Complex, Bhiwadi Rajasthan - 301 019 (INDIA)
Tel. : +91(01493) 641227-28, 641237-38

Works-II : Plot No. 24, 25, 26 Sector-7, IMT Manesar, Gurgaon, Haryana (INDIA)
Tel.: +91 (124) 4715200 Fax : +91(0124) 4368025 E-mail : info@imt.factory.hitechgears.com
H. O. : OSHU HOUSE, 344/3, Lado Sarai, New Delhi-110 030 (INDIA)

DETAILS OF THE AGENDA:

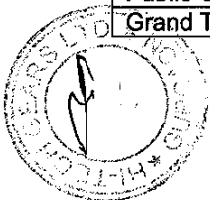
| | | | | | | | |
|------------------------------|--|--------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution No. 1 | To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2015, together with the reports of the Director's and Auditor's thereon. | | | | | | |
| Resolution Required | Ordinary Resolution | | | | | | |
| Type | Ordinary Business | | | | | | |
| Mode of Voting | E-voting (including Ballot) and poll | | | | | | |
| Promoter/Public | No. of shares held | 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 |
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| E-Voting | | | | | | | |
| Promoter and Promoter Group | 10378621 | 9288621 | 89.50 | 9288621 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 108 | 0.01 | 108 | 0 | 100.00 | 0.00 |
| Poll | | | | | | | |
| Promoter and Promoter Group | 10378621 | 1082000 | 10.43 | 1082000 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 8394 | 0.10 | 8394 | 0 | 100.00 | 0.00 |
| Grand Total | 18768000 | 10379123 | 55.30 | 10379123 | 0 | 100.00 | 0.00 |

| | | | | | | | |
|------------------------------|--|--------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution No. 2 | To confirm the interim dividend & to declare the final dividend on equity shares | | | | | | |
| Resolution Required | Ordinary Resolution | | | | | | |
| Type | Ordinary Business | | | | | | |
| Mode of Voting | E-voting (including Ballot) and poll | | | | | | |
| Promoter/Public | No. of shares held | 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 |
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| E-Voting | | | | | | | |
| Promoter and Promoter Group | 10378621 | 9288621 | 89.50 | 9288621 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 108 | 0.01 | 108 | 0 | 100.00 | 0.00 |
| Poll | | | | | | | |
| Promoter and Promoter Group | 10378621 | 1082000 | 10.43 | 1082000 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 8394 | 0.10 | 8394 | 0 | 100.00 | 0.00 |
| Grand Total | 18768000 | 10379123 | 55.30 | 10379123 | 0 | 100.00 | 0.00 |



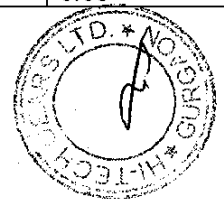
| | | | | | | | |
|------------------------------|---|--------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution No. 3 | To appoint a director in place of Mr. Pranav Kapuria(DIN:00006195), who retires by rotation and being eligible has offered himself for re-appointment | | | | | | |
| Resolution Required | Ordinary Resolution | | | | | | |
| Type | Ordinary Business | | | | | | |
| Mode of Voting | E-voting (including Ballot) and poll | | | | | | |
| Promoter/Public | No. of shares held | 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 |
| | (1) | (2) | (3)=[(2)/(1)]* 100 | (4) | (5) | (6)=[(4)/(2)] *100 | (7)=[(5)/(2)] *100 |
| E-Voting | | | | | | | |
| Promoter and Promoter Group | 10378621 | 9288621 | 89.50 | 9288621 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 108 | 0.01 | 108 | 0 | 100.00 | 0.00 |
| Poll | | | | | | | |
| Promoter and Promoter Group | 10378621 | 1082000 | 10.43 | 1082000 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 8394 | 0.10 | 8394 | 0 | 100.00 | 0.00 |
| Grand Total | 18768000 | 10379123 | 55.30 | 10379123 | 0 | 100.00 | 0.00 |

| | | | | | | | |
|------------------------------|--|--------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution No. 4 | To re-appoint M/s Gupta Vigg & Company, Chartered Accountants, as Statutory Auditor of the Company | | | | | | |
| Resolution Required | Ordinary Resolution | | | | | | |
| Type | Ordinary Business | | | | | | |
| Mode of Voting | E-voting (including Ballot) and poll | | | | | | |
| Promoter/Public | No. of shares held | 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 |
| | (1) | (2) | (3)=[(2)/(1)]* 100 | (4) | (5) | (6)=[(4)/(2)] *100 | (7)=[(5)/(2)] *100 |
| E-Voting | | | | | | | |
| Promoter and Promoter Group | 10378621 | 9288621 | 89.50 | 9288621 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 108 | 0.01 | 108 | 0 | 100.00 | 0.00 |
| Poll | | | | | | | |
| Promoter and Promoter Group | 10378621 | 1082000 | 10.43 | 1082000 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 8394 | 0.10 | 8394 | 0 | 100.00 | 0.00 |
| Grand Total | 18768000 | 10379123 | 55.30 | 10379123 | 0 | 100.00 | 0.00 |



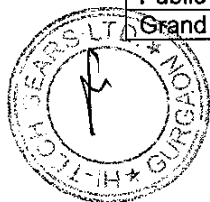
| | | | | | | | |
|------------------------------|--|--------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution No. 5 | Re-appointment & Remuneration of Mr. Pranav Kapuria (DIN – 00006195) as Managing Director. | | | | | | |
| Resolution Required | Special Resolution | | | | | | |
| Type | Special Business | | | | | | |
| Mode of Voting | E-voting (including Ballot) and poll | | | | | | |
| Promoter/Public | No. of shares held | 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 |
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| E-Voting | | | | | | | |
| Promoter and Promoter Group | 10378621 | 9288621 | 89.50 | 9288621 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 108 | 0.01 | 108 | 0 | 100.00 | 0.00 |
| Poll | | | | | | | |
| Promoter and Promoter Group | 10378621 | 1082000 | 10.43 | 1082000 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 8394 | 0.10 | 8394 | 0 | 100.00 | 0.00 |
| Grand Total | 18768000 | 10379123 | 55.30 | 10379123 | 0 | 100.00 | 0.00 |

| | | | | | | | |
|------------------------------|--|--------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution No. 6 | Re-appointment & Remuneration of Mr. Anuj Kapuria (DIN-00006366) as Executive Director | | | | | | |
| Resolution Required | Special Resolution | | | | | | |
| Type | Special Business | | | | | | |
| Mode of Voting | E-voting (including Ballot) and poll | | | | | | |
| Promoter/Public | No. of shares held | 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 |
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| E-Voting | | | | | | | |
| Promoter and Promoter Group | 10378621 | 9288621 | 89.50 | 9288621 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 108 | 0.01 | 108 | 0 | 100.00 | 0.00 |
| Poll | | | | | | | |
| Promoter and Promoter Group | 10378621 | 1082000 | 10.43 | 1082000 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 8394 | 0.10 | 8394 | 0 | 100.00 | 0.00 |
| Grand Total | 18768000 | 10379123 | 55.30 | 10379123 | 0 | 100.00 | 0.00 |



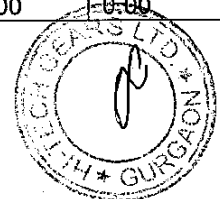
| | | | | | | | |
|------------------------------|---|--------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution No. 7 | Regularisation of Ms. Malini Sud (DIN -- 01297943) as Independent Director of the Company | | | | | | |
| Resolution Required | Ordinary Resolution | | | | | | |
| Type | Special Business | | | | | | |
| Mode of Voting | E-voting (including Ballot) and poll | | | | | | |
| Promoter/Public | No. of shares held | 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 |
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| E-Voting | | | | | | | |
| Promoter and Promoter Group | 10378621 | 9288621 | 89.50 | 9288621 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 108 | 0.01 | 108 | 0 | 100.00 | 0.00 |
| Poll | | | | | | | |
| Promoter and Promoter Group | 10378621 | 1082000 | 10.43 | 1082000 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 8394 | 0.10 | 8394 | 0 | 100.00 | 0.00 |
| Grand Total | 18768000 | 10379123 | 55.30 | 10379123 | 0 | 100.00 | 0.00 |

| | | | | | | | |
|------------------------------|--|--------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution No. 8 | Change of name of Company to "The Hi-Tech Gears Limited" | | | | | | |
| Resolution Required | Special Resolution | | | | | | |
| Type | Special Business | | | | | | |
| Mode of Voting | E-voting (including Ballot) and poll | | | | | | |
| Promoter/Public | No. of shares held | 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 |
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| E-Voting | | | | | | | |
| Promoter and Promoter Group | 10378621 | 9288621 | 89.50 | 9288621 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 108 | 0.01 | 108 | 0 | 100.00 | 0.00 |
| Poll | | | | | | | |
| Promoter and Promoter Group | 10378621 | 1082000 | 10.43 | 1082000 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 8394 | 0.10 | 8394 | 0 | 100.00 | 0.00 |
| Grand Total | 18768000 | 10379123 | 55.30 | 10379123 | 0 | 100.00 | 0.00 |



| | | | | | | | |
|------------------------------|--|--------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution No. 9 | Alteration of Articles of Association of the Company as per Companies Act 2013 | | | | | | |
| Resolution Required | Special Resolution | | | | | | |
| Type | Special Business | | | | | | |
| Mode of Voting | E-voting (including Ballot) and poll | | | | | | |
| Promoter/Public | No. of shares held | 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 |
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| E-Voting | | | | | | | |
| Promoter and Promoter Group | 10378621 | 9288621 | 89.50 | 9288621 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 108 | 0.01 | 108 | 0 | 100.00 | 0.00 |
| Poll | | | | | | | |
| Promoter and Promoter Group | 10378621 | 1082000 | 10.43 | 1082000 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 8394 | 0.10 | 8394 | 0 | 100.00 | 0.00 |
| Grand Total | 18768000 | 10379123 | 55.30 | 10379123 | 0 | 100.00 | 0.00 |

| | | | | | | | |
|------------------------------|---|--------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution No. 10 | Approval of remuneration of Cost Auditor for the financial year 2015-2016 | | | | | | |
| Resolution Required | Ordinary Resolution | | | | | | |
| Type | Special Business | | | | | | |
| Mode of Voting | E-voting (including Ballot) and poll | | | | | | |
| Promoter/Public | No. of shares held | 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 |
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| E-Voting | | | | | | | |
| Promoter and Promoter Group | 10378621 | 9288621 | 89.50 | 9288621 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 108 | 0.01 | 108 | 0 | 100.00 | 0.00 |
| Poll | | | | | | | |
| Promoter and Promoter Group | 10378621 | 1082000 | 10.43 | 1082000 | 0 | 100.00 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 8394 | 0.10 | 8394 | 0 | 100.00 | 0.00 |
| Grand Total | 18768000 | 10379123 | 55.30 | 10379123 | 0 | 100.00 | 0.00 |



| | | | | | | | |
|------------------------------|---|--------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution No. 11 | Approval of Related Party Transactions* | | | | | | |
| Resolution Required | Special Resolution | | | | | | |
| Type | Special Business | | | | | | |
| Mode of Voting | E-voting (including Ballot) and poll | | | | | | |
| Promoter/Public | No. of shares held | Votes polled | % of Votes Polled on outstanding shares | No. of Votes – favour in | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| E-Voting | | | | | | | |
| Promoter and Promoter Group | 10378621 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 108 | 0.01 | 108 | 0 | 100.00 | 0.00 |
| Poll | | | | | | | |
| Promoter and Promoter Group | 10378621 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public Institutional holders | 8900 | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| Public-Others | 8380479 | 2794 | 0.03 | 2794 | 0 | 100.00 | 0.00 |
| Grand Total | 18768000 | 2902 | 0.02 | 2902 | 0 | 100.00 | 0.00 |

* Promoters/Directors may be regarded as interested. Thus, their votes are not counted for this resolution.

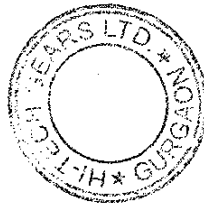
You are requested to take the above information on records and oblige.

Thanking You,

Yours Faithfully,
For Hi-Tech Gears Ltd.

S.K. Khatri

S.K. Khatri
Company Secretary



c.c. to: The Manager
Listing Department
Bombay Stock Ex Ltd.
Phiroze Jeejeebhoy Towers, Dalal Street,
Fort, Mumbai – 400001.