



# 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)

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**September 27, 2025**

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

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

**Subject: Proceedings of 39<sup>th</sup> Annual General Meeting “AGM”**

Respected Sir/Ma'am,

Pursuant to Regulation 30 read with Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the gist of proceedings of 39<sup>th</sup> AGM of the Company held on Saturday, September 27, 2025 at 05:00 P.M. 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 circular issued by the Ministry of Corporate Affairs (Collectively referred to as “MCA Circular”) and SEBI Circulars and other applicable circular issued in this regard.

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

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

**Naveen Jain  
Company Secretary & Compliance Officer  
Membership 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  
Teutech LLC. 227, Barton St. Emporium. PA 15834, USA



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## **Gist of the Proceedings of the 39<sup>th</sup> Annual General Meeting of the Company**

The 39<sup>th</sup> Annual General Meeting “AGM” of The Hi-Tech Gears Limited (‘the Company’) was held on Saturday, September 27, 2025, at 05:00 P.M. 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”).

- 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, Company Secretary requested the Chairman to call the meeting to order, then Chairman called the meeting to order.
- The Company Secretary introduced the Directors and Senior Management present at the meeting or attended 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.
- The Company Secretary informed the members that the Company had taken all requisite steps under the current circumstances to enable the members to participate through VC/OAVM 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 and also sent the physical copy of the Annual Report to shareholders who has requested for the hard copy. Additionally, Company has sent letter containing web-link, including the exact path, where complete details of the Annual Report is available, to those shareholder(s) whose emails are not registered.
- The members were informed that the requisite registers and documents referred to in the notice were available for inspection electronically during the meeting.
- The 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

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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.
- The 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 Wednesday, September 24, 2025 at 9:00 A.M. and ended on Friday, September 26, 2025 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, 2025, together with the Reports of the Board of Directors and Auditors thereon.
2. To declare the final dividend @ 50% i.e. 5.00/- (Rupees five Only) per equity share of 10 each for the financial year 2024-2025 as recommended by the Board of Directors.
3. To appoint a director in place of Mr. Anant Jaivant Talaulicar (DIN-00031051) who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a director in place of Mr. Anuj Kapuria (DIN-00006366) who retires by rotation and being eligible, offers himself for re-appointment.

## Special Business:

5. Approval of remuneration of Cost Auditor for the financial year 2025-2026.
6. Approval of appointment and remuneration of Secretarial Auditor.
7. Re-appointment & Remuneration of Mr. Deep Kapuria (DIN-00006185) as "Executive Chairman" of the Company.
8. Re-appointment & Remuneration of Mr. Pranav Kapuria (DIN-00006195) as "Managing Director" of the Company.
9. Re-appointment & Remuneration of Mr. Anuj Kapuria (DIN-00006366) as "Executive Director" of the Company.
10. Appointment of Mr. Ramakrishnan Ramanathan (DIN-03394401) as a Non-Executive Independent Director of the Company.
11. Appointment and Remuneration of Mr. Vijay Mathur (DIN-00006455) as Whole-Time Director & Key Managerial Personnel designated as "Executive Director" of the Company.

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- 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 5:43 P.M. with a vote of thanks to the chair.

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

**Thanking You,**

**Yours faithfully,**

**For The Hi-Tech Gears Limited**

**Naveen Jain**

**Company Secretary & Compliance Officer**

**Membership No. A15237**

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