



## THE HI-TECH GEARS LIMITED

**Registered Office:** - A-589, Industrial Complex, Bhiwadi- 301019, District Alwar, Rajasthan  
**CIN-** L29130RJ1986PLC004536 **website:** - www.thehitechgears.com  
**Tel.:** +91(124)4715100 **Fax:** +91(124)2806085 **e-mail id:** secretarial@thehitechgears.com

### POSTAL BALLOT FORM

1. Name of the Member(s) (including Joint-holders, if any)[IN BLOCK LETTERS]
2. Registered Address of the Sole/ First Named Member
3. Registered Folio No./ \*DP ID/ Client ID
4. Total number of shares held

**\*(Applicable to members holding shares in dematerialized form)**

I/We hereby exercise my/our vote in respect of the Special Resolution to be passed through Postal Ballot/Remote E-Voting for the Special Business stated in the Notice dated October 31, 2018 of The Hi-Tech Gears Limited by sending my/ our assent (FOR) or dissent (AGAINST) to the said resolution by placing the tick mark [✓] at the appropriate box below:

Item No.	Detail of Resolution	No. of Shares Held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Special Resolution for Shifting of Registered Office of the Company from the State of Rajasthan to the State of Haryana			

**Place:**

**Date:**

**Signature of Member**

(Must be as per the specimen signature registered with the Company)

**E Voting Facility is available at link <https://www.nsdl.evoting.com> and E-Voting details are as follows**

EVEN No. (Electronic Voting Event Number)	USER ID	PASSWORD

**Notes:**Please read the instructions printed overleaf and in the notice of the postal ballot carefully before exercising your vote.

## INSTRUCTIONS

1. The Notice of Postal Ballot along with Postal Ballot Form is being sent to all the members, whose names appear in the Register of Members/list of Beneficial Owners as received from Registrar and Share Transfer Agent (RTA) as on Friday, December, 21, 2018 (cut-off date) and voting rights shall be reckoned on the paid up value of the shares registered in the name(s) of the members as on the cut-off date. Notice is being sent to members in electronic form to the email addresses registered with the Company/Depositories/ Depository Participants. For members whose email IDs are not registered, physical copies of the notice including Postal Ballot Form are being sent by permitted mode along with a self-addressed Postage Pre-Paid Business Reply Envelope.
2. In compliance Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014 alongwith SEBI (LODR) Regulations, 2015, the Company is pleased to provide remote e-voting facility to all its members, to enable them to cast their votes electronically instead of dispatching the Ballot Form by post. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide remote e-voting facility. Please note that the remote e-voting is an alternate mode to cast votes and **is optional**.
3. The Board of Directors have appointed Mrs. Akarshika Goel, (Membership No. 29525 & Certificate of Practice No. 12770) Practicing Company Secretary and Partner of M/s Grover Ahuja & Associates, New Delhi as Scrutinizer for conducting the Postal Ballot/ E-voting process in a fair and transparent manner.
4. Members desiring to exercise their vote by Postal Ballot are requested to carefully read the instructions printed in the Postal Ballot Notice and return the same duly completed in the attached self-addressed Postage Pre-Paid Business Reply Envelope. Postage will be borne and paid by the Company. However, Postal Ballot(s), if sent by courier or by registered post at the expenses of the Members will also be accepted. The Postal Ballot(s) may also be deposited personally at the registered office or corporate office of the company. Members who have received the postal ballot notice by e-mail and who wish to vote through Postal Ballot Form, can download the Postal Ballot Form from the 'Investors' section on the Company's website (i.e. [www.thehitechgears.com](http://www.thehitechgears.com)) or seek duplicate Postal Ballot Form from the Company, fill in the details and send the same to the Scrutinizer.
5. The period for voting through physical postal ballot and e-voting commence from Tuesday, January 01, 2019 at 09.00 A.M. and ends on Wednesday, January 30, 2019 at 05:00 P.M. The Postal Ballot Form should reach the Scrutinizer not later than the close of working hours i.e. 05.00 P.M. on January 30, 2019 to be eligible for being considered, failing which, it will be strictly treated as if no reply has been received from the Members and e-voting shall not be allowed beyond the said date and time (05.00 P.M. on January 30, 2019). Any physical Postal Ballot received thereafter shall not be considered and e-voting shall be disabled by NSDL thereafter.
6. Incomplete, unsigned, improperly or incorrectly tick marked postal ballot forms will be rejected. The Scrutinizer's decision on the validity of a physical Postal Ballot/e-voting will be final. There will be only 1 (one) postal ballot form for every registered folio/ client ID irrespective of the number of joint members.
7. In case, of joint holding, the Postal Ballot Form should be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his/her absence by the next named Member.
8. Voting rights in the Postal Ballot/e-voting cannot be exercised by a proxy. However, in case of shares held by corporate(s) and institution(s) etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution/ Authority Letter together with attested specimen signature(s) of the duly authorized signatory(ies) giving the requisite authority to the person voting on the Postal Ballot Form.
9. Members are requested to carefully read the instructions printed in the Postal Ballot Notice before exercising their vote.
10. The Scrutinizer will submit his report to the Company after completion of the scrutiny of the Postal Ballot Forms including e-voting and the Results of the Postal Ballot and E-voting would be announced by the Chairman or in his absence, by any other Director or Company Secretary duly authorized in this behalf on Friday, February 01, 2019 on or before 05.00 P.M. at the Registered Office of the Company. The resolution, if approved by the requisite majority, shall be deemed to have been passed on Wednesday, January 30, 2019 being the last date specified for receipt of duly completed Postal Ballot Forms/ E-voting.
11. The results together with the Scrutinizer's Report will be posted on the Company's website viz. [www.thehitechgears.com](http://www.thehitechgears.com). The report will be sent to NSDL and Stock Exchanges where the Company's shares are listed for the publication on their respective websites.
12. **The Procedure and instructions for remote e-voting are as under:**
  - A. In case of Members receiving e-mail from NSDL/RTA/Company (For those members whose e- mail addresses are registered with Company/Depositories)**
    - i. Open the PDF file attached to the email, using your Client Id/ Folio No. as password. The PDF file contains your User Id and Password for remote e-voting. Please note that the password provided in PDF file is 'Initial Password'.
    - ii. Launch internet browser and open <https://www.evoting.nsdl.com/>.
    - iii. Click on Shareholder – "Login" which is available under 'Shareholders' section.
    - iv. If you are already registered with NSDL for remote e-voting then you can use your existing User Id and Password/PIN for casting your vote.
    - v. If you are logging in for the first time, please enter the 'User Id' and 'Initial Password' as noted in step (i) above and click on 'Login'.
    - vi. Password change menu will appear. Change the 'Initial Password' with a new Password of your choice with minimum 8 digits/characters or combination thereof. Note the new Password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
    - vii. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
    - viii. Now, you will have to click on "Login" button.
    - ix. Home page of remote e-voting will open. Click on remote e-voting: Active Voting Cycles.
    - x. Select 'EVEN' i.e. 110320 of **'THE HI-TECH GEARS LIMITED'**.
    - xi. Now you are ready for remote e-voting as 'Cast Vote' page opens.
    - xii. Cast your vote by selecting appropriate option and click on 'Submit'. Click on 'Confirm' when prompted.
    - xiii. Upon confirmation, the message 'Vote cast successfully' will be displayed.
    - xiv. Once you have confirmed your vote on the resolution, you cannot modify your vote.
    - xv. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter, etc. together with attested specimen signatures of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [scrutinizer@thehitechgears.com](mailto:scrutinizer@thehitechgears.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
  - B. In case of members who receive the notice of Postal Ballot in physical form (for members whose email IDs are not registered with the Company/Depository Participant(s) or requesting physical copy)**
    - i. Members holding shares either in demat or physical mode who are in receipt of Notice in physical form, may cast their votes. Please refer instructions below for more details.
    - ii. Members may opt for e-voting, for which the initial password is provided in the enclosed Ballot Form along with EVEN (E-Voting Event Number), USER ID and PASSWORD/ PIN. Please follow all steps from S. No. A (ii) To S. No. A (xiii) above to cast vote.
    - iii. In the event, a member casts his votes through both the processes i.e. e-voting and Ballot Form, the votes in the electronic system would be considered and the Ballot Form would be ignored.
  - C. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.**
13. **Process for Members opting for Voting by Physical Ballot Paper**
  - i. Members are requested to carefully read the instructions before casting their vote and return the Postal Ballot Form, duly completed in all respect and signed, in the attached self-addressed postage prepaid Business Reply Envelope, so as to reach Mrs. Akarshika Goel, Scrutinizer of The Hi-Tech Gears Limited, 14th Floor, Tower-B, Unitech's Millenium Plaza, Sushant Lok-1, Sector-27, Gurgaon-122009 Haryana, India not later than close of working hours on Wednesday, January 30, 2019. However, envelopes containing Postal Ballot Form, if sent by courier or by registered post or by speed post at the expense of the registered member will also be accepted. The Postal Ballot Form(s) may also be deposited personally. The Postal Ballot Forms received after this date will be treated as if the reply from the member has not been received.
  - ii. The votes should be casted either assent [FOR] or dissent [AGAINST] the resolution by putting the tick [✓] mark in the column provided for assent or dissent. Postal Ballot Form bearing tick [✓] mark in both the column will render the Form invalid.
  - iii. Please convey your assent/ dissent in the Postal Ballot Form. The assent or dissent received in any other form shall not be considered valid.
  - iv. In case of shares held by companies, trusts, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of the board resolution/ authority letter, with signatures of authorized signatory(ies), duly attested.
  - v. Members are requested to fill the Postal Ballot Form in indelible ink and not in any erasable writing mode.
  - vi. Members are requested not to send any other document / papers along with the Postal Ballot Form in the enclosed postage pre-paid self-addressed business reply envelope. If any extraneous papers are found, the same will be destroyed by the Scrutinizer.
  - vii. A member may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot Form should reach the Scrutinizer not later than the date and time specified in Point No. 13(i) above.