



THE HI-TECH GEARS LTD.

(Formerly Known as Hi-Tech Gears Ltd.)

Millennium Plaza, Tower-B, Sushant Lok-I, Sector-27, Gurgaon-122002, Haryana, (INDIA)
Tel. : +91(124) 4715100 Fax : +91(124) 2806085
E-mail : info@hitechgears.com www.hitechgears.com
CIN - L29130RJ1986PLC004536

Date : Jan 24, 2017

1. The Manager,
Listing Department,
The National Stock Exchange
Mumbai

Sub : Outcome of the Board Meeting dt. Jan 20, 2017 – Response to your queries

Dear Sir,

With ref to our submission of outcome of the Board Meeting dt. Jan 20, 2017, please see below our response to your queries. Pursuant to Regulation 30 of the SEBI (LODR), Regulations 2015 read with relevant SEBI circular, we hereby provide the below information:

| S. No. | Particulars | Details |
|--------|---|---|
| 1 | Name of the target entity, details in brief such as size, turnover etc. | Name of target entities: Teutech Industries INC. Canada and Teutech Industries LLC. USA Size and Turnover: The consolidated revenues in FY 2016 stood at FY16 : CAD\$ 54.1 mn The entities collectively have a headcount of approximately 200 employees The acquisition is being undertaken through a proposed special purpose vehicle (‘SPV’), incorporated in Canada for this purpose. |
| 2 | Whether the acquisition would fall within related party transactions and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof | No. The proposed acquisition does not fall within related party transaction(s) and the promoter/ promoter group / |

Regd. Office & Works-I : A-589, Industrial Complex, Bhiwadi Rajasthan-301 019 (INDIA)

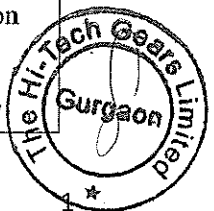
Tel. : +91(01493) 641227-28, 665000, 665050

Works-II : Plot No. 24, 25, 26 Sector-7, IMT Manesar, Gurgaon, Haryana (INDIA)

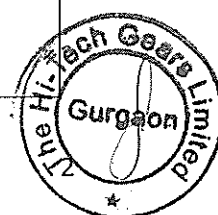
Tel.: +91 (124) 4715200 Fax : +91 (124) 4368025 E-mail : info@imt.factory.hitechgears.com

Works-III : Plot No. SP-146A, Industrial Complex, Bhiwadi, Rajasthan-301019 (INDIA)

H. O. : C - 41/B, Rear Side Basement, Kalkaji, New Delhi-110 019 (INDIA)



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|----|---|---|
| | and whether the same is done at “arms length” | group companies do not have any interest in the entity being acquired, except to the extent of the Promoters interest in The Hi-Tech Gears Limited. |
| 3 | Industry to which the entity being acquired belongs; | Automotive Industry |
| 4 | Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity); | The object of the acquisition is to be part of a Global Value Chain (GBV) with a footprint in an important and essential geography |
| 5 | Brief details of any governmental or regulatory approvals required for the acquisition; | No Indian governmental or regulatory approval required for this transaction. |
| 6 | Indicative time period for completion of the acquisition | Closing or completion of the proposed transaction is in February or March 2017 |
| 7 | Cost of acquisition or the price at which the shares are acquired | The final & total cost of Acquisition is yet to be determined and will only be known in due course, before legal closure. Though the Share Purchase Agreement (‘SPA’) is signed, the legal closure has not happened yet |
| 8 | Nature of consideration - whether cash consideration or share swap and details of the same | Cash consideration to be in agreed tranches in Canadian Dollar. |
| 9 | Percentage of shareholding / control acquired and / or number of shares acquired | 100 % |
| 10 | Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief). | <p>Teutech Industries INC, Canada and Teutech Industries LLC, US are involved in the auto sector with presence in Canada and the United States of America.</p> <p>They mainly manufacture and sell transmission and drive line components</p> <p>Teutech Industries Inc. was incorporated on October 3, 1991</p> <p>The [consolidated] turnover for the past 3 years is as follows:</p> <p>FY16 : CAD\$ 54.1 mn</p> |



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| | | FY15 : CAD\$ 52.5 mn FY14 : CAD\$ 44.9 mn |
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The above disclosure is made pursuant to Regulation 30 of the SEBI (LODR), Regulations 2015 read with relevant SEBI circular.

Requested to pl take on record the above.

Thanking you,

For The Hi-Tech Gears Limited

Swital Kumar

S K Khatri

Company Secretary

