



HFCL Limited

(formerly Himachal Futuristic Communications Ltd.)

8, Commercial Complex, Masjid Moth, Greater Kailash - II,
New Delhi - 110048, India

Tel : (+91 11) 3520 9400, 3520 9500 Fax : (+91 11) 3520 9525

Web : www.hfcl.com

Email :

secretarial@hfcl.com

HFCL/SEC/21-22

September 03, 2021

The BSE Ltd.

1st Floor, New Trading Wing, Rotunda Building
Phiroze Jeejeebhoy Towers, Dalal Street, Fort
Mumbai - 400001

corp.relations@bseindia.com

Security Code No.: 500183

The National Stock Exchange of India Ltd.

Exchange Plaza, 5th Floor, C - 1, Block G
Bandra - Kurla Complex, Bandra (E)
Mumbai - 400051

cmlist@nse.co.in

Security Code No.: HFCL

RE: Disclosures under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations").

Subject: Outcome of the meeting of the Board of Directors held on September 03, 2021.

Time of Commencement: 03:00 P.M.

Time of Conclusion: 04:25 P.M.

Dear Sir(s)/ Madam,

This is in continuation to our earlier intimation dated August 30, 2021, with respect to the meeting of the Board of Directors of the Company, scheduled on September 03, 2021.

In terms of Regulation 30 read with Para A of Part A of Schedule III to the SEBI Listing Regulations, we wish to inform you that the **Board of Directors** of the Company has, at its meeting held today, **inter-alia, considered and approved the following:-**

- i. **Fund Raising:** Fund raising up to ₹750 Crores (Rupees Seven Hundred Fifty Crores), by way of private placement or preferential issue or public issue or rights issue or qualified institutional placement or through any other permissible mode and/or combination thereof, including by way of issue of equity shares/ preference shares/ bonds/ debentures/ non-convertible debt instruments/ warrants/ any other securities, subject to approval from the shareholders in the ensuing annual general meeting and other regulatory/ governmental authorities, as may be required.
- ii. The **34th Annual General Meeting ("e-AGM")** of the members of the Company is scheduled to be held on **Thursday, the 30th day of September, 2021 at 11:00 A.M. (IST)** through Video Conferencing / Other Audio Visual Means ("**VC**" / "**OAVM**") Facility, in compliance of General Circular No. 20/2020 dated May 5, 2020, General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 02/21 dated January 13, 2021, in relation to "Clarification on holding annual general meeting (AGM) through video conferencing ('VC') or other audio visual means ('OAVM')", issued by the Ministry of Corporate Affairs ("**MCA**") (collectively referred to as the '**MCA Circulars**') and the





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Securities and Exchange Board of India ('SEBI') vide its Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, in relation to 'Relaxation from the compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 due to Covid-19 pandemic', (collectively referred to as the 'SEBI Circulars') permitted the holding of the AGM through VC/OAVM, without the physical presence of the members at a common venue.

Pursuant to the provisions of Section 91 of the Companies Act, 2013 read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the SEBI Listing Regulations, the **Registers of Members and Share Transfer Books** of the Company shall remain closed from **Friday, 24th September, 2021 to Thursday, 30th September, 2021 (both days inclusive)** for the purpose of e-AGM and Dividend.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide the facility to its members, to cast their votes by electronic means, i.e., remote e-Voting and e-Voting during the e-AGM, through National Securities Depository Limited (NSDL), on all the resolutions mentioned in the Notice convening 34th AGM.

The **Cut-off Date** for determining the eligibility to vote by electronic means i.e., remote e-Voting and e-Voting during the e-AGM is **Thursday, 23th September, 2021**. The remote e-Voting facility will be available during following period at <https://www.evoting.nsdl.com:->

Commencement of remote e-Voting	09:00 A.M. IST on Monday, 27 th September, 2021
End of remote e-Voting	05:00 P.M. IST on Wednesday, 29 th September, 2021

In compliance with the provisions of Sections 101 and 136 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014 and in line with the MCA Circulars and the SEBI Circulars, the Notice of the 34th AGM along with Annual Report for FY 2020-21 will be sent to the eligible shareholders and all concerned in due course of time, only through electronic mode on the e-mail IDs registered with the Company/ Depositories/ Depository Participants and will also be disseminated on the websites of the Company and the Stock Exchanges i.e. the BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE).

The details such as manner of (i) registering / updating email addresses, (ii) casting vote through remote e-Voting and e-Voting during the e-AGM and (iii) attending the e-AGM through VC / OAVM will be set out in the Notice of the e-AGM.



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The Notice of e-AGM and Annual Report 2020-21 shall be available on the Company's website viz. www.hfcl.com and website of the Stock Exchanges, i.e. BSE at www.bseindia.com and NSE at www.nseindia.com. The e-AGM Notice shall also be available on the website of NSDL at www.evoting.nsdl.com.

Mr. Baldev Singh Kashtwal, Practicing Company Secretary having Membership No. FCS-3616 and CoP No. 3169, having office at 106, 1st Floor, Madhuban Tower, A-1, VS Block, Shakarpur Crossing, Delhi - 110092, has been appointed as the **Scrutinizer** by the Board of Directors, to scrutinize remote e-Voting process and e-Voting during the e-AGM, in a fair and transparent manner.

iii. Re-constitution of the Nomination, Remuneration and Compensation Committee of the Board of Directors, w.e.f. September 03, 2021:-

S. No.	Name of the Member	Category	Status
1.	Mr. Surendra Singh Sirohi	Non-Executive Independent Director	Chairman
2.	Mr. Bharat Pal Singh	Non-Executive Independent Director	Member
3.	Mr. Arvind Kharabanda	Non-Executive Director	Member

iv. Constitution of the Fund Raising Committee of the Board of Directors, w.e.f. September 03, 2021:-

S. No.	Name of the Member	Category	Status
1.	Mr. Mahendra Nahata	Managing Director	Chairman
2.	Mr. Bharat Pal Singh	Non-Executive Independent Director	Member
3.	Mr. Arvind Kharabanda	Non-Executive Director	Member

You are requested to take the above information on records and upload the same on your respective websites.

Thanking you,

Yours faithfully,

For HFCL Limited

(Formerly Himachal Futuristic Communications Limited)

(Manoj Baid)

Senior Vice-President (Corporate) &
Company Secretary

