

HCL INFOSYSTEMS LTD.

Corporate Office: A-11, Sector 3, NOIDA 201 301, U.P., India
Tel: +91 120 2520977, 2526518, 2526519 Fax: +91 120 2523791
Registered Office: 806 Siddharth, 96, Nehru Place, New Delhi- 110019. India.
Corporate Identity Number - L72200DL1986PLC023955
www.hclinfosystems.in
www.hcl.com

20th June 2022

To

The General Manager Department of Corporate Relations BSE Limited Sir Phiroze Jeejeebhoy Towers Dalal Street Fort Mumbai 400 001	The Vice President Listing Department The National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex Bandra (East) Mumbai 400 051
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Sub: Submission of Postal Ballot Results as per the requirements of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Symbol: NSE : HCL-INSYS
BSE (For Physical Form) : 179
BSE (For Demat Form) : 500179

Dear Sirs,

In continuation to our earlier intimation dated 18th May, 2022, whereby we had informed the stock exchanges about the completion of dispatch of the Postal Ballot Notice dated 14th May, 2022 of the HCL Infosystems Limited (the Company) for seeking the consent of the members on the resolution as mentioned in the said Notice.

Please note that shareholders of the Company have approved the appointment of Mr. Neelesh Agarwal as Non-Independent and Non-Executive Director liable to retire by rotation.

Mr. Vineet K Chaudhary, partner of M/s VKC & Associates, Company Secretary in whole-time practice was appointed as scrutinizer by the Company to conduct the postal ballot process in fair and transparent manner, has submitted his report on 20th June, 2022.

We are hereby enclosing the voting results of Postal Ballot of the Company as per the Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with scrutinizer report. The resolution as set out in the Postal Ballot Notice was approved by the requisite majority.

You are requested to please take aforesaid results on your record.

Truly Yours,
For HCL Infosystems Limited

Komal Bathla
Company Secretary and Compliance Officer



HCL INFOSYSTEMS LIMITED

VOTING RESULT OF POSTAL BALLOT AS PER REGULATION 44 (3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Pursuant to the provisions of Section 110 & 108 of the Companies Act, 2013 ('the Act') read with Rule 22 of Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force) the consent of the members of the Company was sought on the below mentioned resolution as set out in the Postal Ballot Notice dated May 14, 2022 through remote e-voting. Mr. Vineet K Chaudhary, partner of M/s VKC & Associates, Company Secretary in whole-time practice, (holding Membership No. F5327), who was appointed as scrutinizer for conducting postal ballot process, submitted his report dated June 20, 2022.

Date of Declaration of Result	Monday, June 20, 2022 [Remote e-voting period: Thursday, May 19, 2022 at 9.00 a.m. IST to Friday, June 17, 2022 at 5.00 p.m. IST]
Total number of shareholders on record date/ Cutoff date (May 13, 2022)	193507
No. of shareholders present in the meeting either in person or through proxy a) Promoters and Promoter Group: b) Public:	NA
No. of Shareholders attended the meeting through Video Conferencing a) Promoters and Promoter Group: b) Public:	NA

Agenda			Appointment of Mr. Neelesh Agarwal (DIN: 00149856) as Non-Independent and Non- Executive Director of the Company liable to retire by rotation					
Resolution required			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting:	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	207031161	207024593	99.9968	207024593	0	100.00	0.00
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		207031161	207024593	99.9968	207024593	0	100.00
Public- Institutions	E-Voting	750796	0	0.00	0	0	0.00	0.00
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		750796	0	0.00	0	0	0.00
Public- Non Institutions (Others)	E-Voting	121427971	1002845	0.8259	881531	121314	87.9030	12.0970
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		121427971	1002845	0.8259	881531	121314	87.9030
TOTAL		329209928	208027438	63.1899	207906124	121314	99.9417	0.0583

For HCL Infosystems Limited

Place: Noida
Date: June 20, 2022

Komal Bathla
Company Secretary and Compliance Officer

SCRUTINIZER'S REPORT

To
The Chairman,
HCL INFOSYSTEMS LIMITED
CIN: L72200DL1986PLC023955
Registered Office: 806 Siddharth, 96 Nehru Place,
New Delhi, 110019, India

**SCRUTINIZER'S REPORT ON RESULT OF POSTAL BALLOT PROCESS
CONDUCTED THROUGH REMOTE E-VOTING**

Dear Sir,

I, Vineet K Chaudhary, Managing Partner of M/s VKC & Associates, Company Secretary in whole time practice (Holding Membership No:F5327) was appointed as Scrutinizer by the Board of Directors of **HCL INFOSYSTEMS LIMITED** for scrutinizing postal ballot which was conducted through electronic means in respect of the resolution contained in the Notice dated May 14, 2022 in a fair and transparent manner and for ascertaining the requisite majority for the resolution proposed to be passed with respect to the provisions of Section 110 & 108 of the Companies Act, 2013 ('the Act') read with Rule 22 & 20 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Ministry of Corporate Affairs ("MCA") General Circular No.14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular no. 22/2020 dated June 15, 2020, Circular no. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021 and General Circular No. 03/2022 dated May 5, 2022 (collectively referred to as "MCA Circulars") and Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 issued in this regard on the resolution as set-out in the notice of Postal Ballot.

SERVICE PROVIDER

The Company has availed the services of National Securities Depository Limited (NSDL) for conducting postal ballot through e-voting. Further, NSDL has also been engaged for facilitating e-voting to enable the members to cast their votes electronically using remote e-voting system on special business sought to be transacted through Postal Ballot.

Regd. Office

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MANAGEMENT'S RESPONSIBILITY

The Management of the Company is responsible to ensure the compliances with the requirements of the Act read with rules made thereunder, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, MCA Circulars or any other provisions, as applicable for conducting postal ballot of the Company. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

SCRUTINIZER'S RESPONSIBILITY

My responsibility as Scrutinizer for the e-voting facility is restricted to make Scrutinizers' Report of the votes cast "For" or "Against" the resolution stated in the Notice of Postal Ballot, based on the reports generated from the e-voting system provided by the NSDL.

CUT OFF DATE

The Members of the Company holding equity shares either in physical form or in dematerialized form, as on the "cut-off date" i.e. Friday, May 13, 2022 were entitled to vote on the proposed resolution through remote e- voting on the resolution as set out in the Notice of Postal Ballot dated May 14, 2022.

REMOTE E-VOTING PROCESS

The remote e-voting period remained open from **Thursday, May 19, 2022 at 09:00 A.M. (IST)** and ended on **Friday, June 17, 2022 at 5:00 P.M. (IST)** on the designated website www.evoting.nsdl.com of NSDL.

NOTICE IN ELECTRONIC MODE

Pursuant to the provisions of the Act and MCA Circulars issued by Ministry of Corporate Affairs, the Company has sent Postal Ballot notice(s) to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited/Central Depository Services (India) Limited as on the Cut-off date i.e. Friday, May 13, 2022 and whose e-mail IDs was available with the Company and Depositories through electronic means only and has not dispatched physical notices to any member.



NEWSPAPER ADVERTISEMENT

Pursuant to Clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration Rules) 2014, the Company had published the advertisement in English in “Business Standard” (All Editions) newspaper having wide circulation dated May 19, 2022 and in Hindi in “Business Standard” (New Delhi Edition) newspaper dated May 19, 2022 respectively.

E-VOTING

1. I monitored the process of electronic voting (i.e. remote e-voting) through the scrutinizer’s secured link provided by NSDL through its designated website.
2. After completion of e voting, votes casted by the members, were unblocked in the presence of two witnesses, Mr. Siddharth Tyagi & Mr. Ishan Khanna who are not in the employment of the Company.
3. The remote e-voting report downloaded from the website of NSDL have been kept separately for the purpose of postal ballot.
4. Votes casted by the members through remote e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and authorizations lodged with the Company.
5. After ascertaining the votes casted by remote e-voting, I hereby submit the result as under:

ORDINARY RESOLUTION

Resolution No. 1: Appointment of Mr. Neelesh Agarwal (DIN: 00149856) as Non-Independent and Non- Executive Director of the Company

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	%	Voters	No. of Votes	%
Postal Ballot (Remote e-voting)	911	208,027,438	843	207,906,124	99.942	68	121,314	0.058



HANDOVER OF THE RELATED DOCUMENTS

The Postal Ballots and other related documents/registers and record will be handed over to the Company Secretary for the safe custody once the Chairman consider, approve and sign the Postal Ballot Minutes.

ANNOUNCEMENT OF RESULTS

Based on the above remote e-voting, I confirm that the resolution has been carried on with the requisite majority, accordingly I request to the Chairman/Authorised Signatory of the Company, to announce the voting result of Postal Ballot.

RESTRICTION OF USE

This report has been issued at the request of the Company for submission to stock exchange(s), and placing on the website of the Company & NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

**Thanking You
Yours Faithfully,**



CS Vineet K Chaudhary
Scrutinizer

Membership No: - F5327

C.P. No: - 4548

UDIN: F005327D000505200



Managing Partner

VKC & Associates

Company Secretaries

ICSI Unique Code: P2018DE077000

Peer Review Certificate No: 1955/2022

Date: 20th June 2022

Place: New Delhi

Countersigned by Chairman/Authorized Signatory