

HCL INFOSYSTEMS LTD.

Corporate Office: A-11, Sector 3, NOIDA 201 301, U.P., India

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Registered Office: 806 Siddharth, 96, Nehru Place, New Delhi- 110019. India.

Corporate Identity Number - L72200DL1986PLC023955

www.hclinfosystems.in

www.hcl.com

22nd September 2022

To

The General Manager Department of Corporate Relations BSE Limited Pheroze Jeejeebhoy Towers Dalal Street Mumbai 400 001	The Manager Listing Department The National Stock Exchange of India Limited Exchange Plaza 5 th Floor, Plot No. C-1, Block G Bandra Kurla Complex Bandra (East) Mumbai 400 051
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Sub: Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- Voting Results of 36th Annual General Meeting held on Wednesday 21st September 2022

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

Dear Sirs,

We are hereby enclosing the voting results of 36th Annual General Meeting (AGM) held on Wednesday, 21st September 2022 through video conferencing as per Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with scrutinizer report. All four (4) resolutions as set out in the AGM Notice have been approved by the requisite majority.

Mr. Vineet K Chaudhary, Managing Partner of M/s VKC & Associates, Company Secretary in whole-time practice was appointed as Scrutinizer to scrutinize the remote e-voting process as well as e-voting facility during the meeting and for ascertaining the requisite majority on the resolutions proposed to be passed through remote e-voting as well as e-voting facility during the meeting in fair and transparent manner, has submitted his report on 22nd September 2022

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 (THROUGH REMOTE E-VOTING AND E-VOTING DURING AGM) OF 36TH ANNUAL GENERAL MEETING OF HCL INFOSYSTEMS LIMITED HELD ON WEDNESDAY 21ST SEPTEMBER 2022 THROUGH VIDEO CONFERENCEING AS PER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Date of AGM	Wednesday, 21 st September 2022
Total number of shareholders on record date/ Cutoff date (September 14, 2022)	1,97,028
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:	4 99

Agenda			To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended 31st March 2022, together with the Reports of the Board of Directors and Auditors thereon					
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	207031161	100.00	207031161	0	100.00	0.00
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		207031161	207031161	100.00	207031161	0	100.00
Public-Institutions	E-Voting	786241	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		786241	0	0.00	0	0	0.00
Public- Non Institutions (Others)	E-Voting	121392526	273786	0.226	267178	6608	97.586	2.414
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		121392526	273786	0.226	267178	6608	97.586
TOTAL		329209928	207304947	62.970	207298339	6608	99.997	0.003

Agenda			To re-appoint Mr. Pawan Kumar Danwar (DIN 06847503), who retires by rotation and being eligible, offers himself for re-appointment					
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	207031161	100.00	207031161	0	100.00	0.00
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	207031161	207031161	100.00	207031161	0	100.00	0.00
Public-Institutions	E-Voting	786241	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	786241	0	0.00	0	0	0.00	0.00
Public- Non Institutions (Others)	E-Voting	121392526	273786	0.226	261579	12207	95.541	4.459
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	121392526	273786	0.226	261579	12207	95.541	4.459
TOTAL		329209928	207304947	62.970	207292740	12207	99.994	0.006

Agenda			To re-appoint M/s BSR & Associates LLP, Chartered Accountants (FRN – 116231W/W-100024) as Statutory Auditors of the Company for Second term					
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	207031161	100.00	207031161	0	100.00	0.00
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	207031161	207031161	100.00	207031161	0	100.00	0.00
Public- Institutions	E-Voting	786241	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	786241	0	0.00	0	0	0.00	0.00
Public- Non Institutions (Others)	E-Voting	121392526	273286	0.225	262922	10364	96.208	3.792
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	121392526	273786	0.225	262922	10364	96.208	3.792
TOTAL		329209928	207304447	62.970	207294083	10364	99.995	0.005

Agenda			Approval for the Remuneration to be paid to Mr. Raj Kumar Sachdeva, Manager of the Company					
Resolution required			Special					
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	207031161	100.00	207031161	0	100.00	0.00
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	207031161	207031161	100.00	207031161	0	100.00	0.00
Public- Institutions	E-Voting	786241	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	786241	0	0.00	0	0	0.00	0.00
Public- Non Institutions (Others)	E-Voting	121392526	272161	0.224	258067	14094	94.821	5.179
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	121392526	272161	0.224	258067	14094	94.821	5.179
TOTAL		329209928	207303322	62.970	207289228	14094	99.993	0.007

For HCL Infosystems Limited

Place: Noida
Date: September 22, 2022

Komal Bathla
Company Secretary and Compliance Officer

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 and other applicable provisions of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) read with MCA Circulars issued from time to time read with Regulation 44 of SEBI (LODR) Regulations, 2015 and SEBI Circulars issued time to time]

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

36th Annual General Meeting ("AGM") of the Members of HCL Infosystems Limited ("the Company) held on Wednesday, September 21, 2022 at 10:00 A.M. (IST) through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM')

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 to scrutinize the remote e-voting process as well as the e-voting facility at the AGM (collectively referred as "e-voting facility") provided to the members of the Company under the provisions of Section 108 and any other applicable provisions of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Ministry of Corporate Affairs ("MCA") General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and General Circular No. 2/2022 dated May 05, 2022 (collectively referred to as "MCA Circulars") and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. 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 ("SEBI Circulars") issued in this regard, on the resolutions as set-out in the Notice of the 36th Annual General Meeting of the Members of the Company held on Wednesday, September 21, 2022 at 10:00 A.M. (IST) through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM').

Regd. Office

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New Delhi - 110049, India
+91 11 49121644,45, +91 9999233556
pcs@vkcindia.com, www.vkcindia.com



Service Provider

1. The Company has availed the services of National Securities Depository Limited (“NSDL”) for conducting AGM through VC/OAVM. Further, NSDL has also been engaged for facilitating e-voting to enable the members to cast their votes electronically using remote e-voting system as well as e-voting during the AGM on all the items of the business(es) transacted at the AGM of the Company.

Management’s Responsibility

2. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 read with rules made thereunder, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, MCA Circulars and SEBI Circulars or any other provisions, as applicable for the AGM 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

3. My responsibility as Scrutinizer for the e-voting facility is restricted to make a Consolidated Scrutinizer’s Report of the votes cast “For” or “Against” the resolutions stated in the Notice of the AGM, based on the reports generated from the e-voting system provided by the NSDL.

Notice in electronic mode

4. Pursuant to the provisions of the Companies Act, 2013 read with Rules made thereunder together with the MCA Circulars and SEBI Circulars, the Company has sent the Notice of the AGM & Corrigendum related to certain figures mentioned under clause (vii) (b) of Annexure A of Statutory Auditor’s Report to the Standalone Financial Statements (starting from Page number 56 to 61 of the Annual Report) were earlier appearing in INR Lacs as against in INR Crores which have been corrected by the Auditor to all its Members/Beneficiaries 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, August 19, 2022 and Wednesday, September 14, 2022 and whose e-mail ids were registered with the Company/RTA or Depositories/Depository Participant, through electronic means only on August 26, 2022 & September 16, 2022 respectively.

Cut-off date

5. The Members of the Company as on the “cut-off date” i.e., **Wednesday, September 14, 2022** were entitled to cast their vote through the e-voting facility on the proposed resolutions (Item nos. 1 to 4) as set out in the Notice of the AGM.



Remote e-Voting process

6. The remote e-voting period commenced from **Sunday, September 18, 2022 at 09:00. A.M (IST)** and ended on **Tuesday, September 20, 2022 at 05:00 P.M. (IST)** on the designated website(s) <https://www.evoting.nsdl.com/> of NSDL.

Newspaper Advertisements

7. Pursuant to applicable provisions of the MCA Circulars, the Company had published the advertisement in “Business Standard” (in English) and “Business Standard” (in Hindi) on August 19, 2022.
8. Pursuant to Rule 20 of the Companies (Management and Administration Rules) 2014, the Company had published the advertisement and Corrigendum in “Business Standard” (in English) and “Business Standard” (in Hindi) on August 27, 2022 and September 17, 2022 respectively.

E-voting at the AGM

9. At the AGM of the Company held through VC/OAVM on Wednesday, September 21, 2022, the facility to vote electronically was provided to those members who were attending the meeting through VC/OAVM but could not participate in the remote e-voting process to cast their votes.

After the closure of e-voting at the AGM the votes cast through, the e-voting conducted at the AGM and the remote e-voting conducted prior to the AGM were unblocked in the presence of two witnesses, Mr. Ishan Khanna and Mr. Sandeep who are not in the employment of the Company and the report was downloaded. The Votes cast by the members were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and the Authorizations lodged with us.

Consolidated results of e-voting facility

10. After scrutinizing and reviewing the report of remote e-voting conducted prior to the AGM and e-voting conducted at the AGM and votes cast therein based on the data downloaded from the NSDL Portal, I hereby submit the consolidated results of e-voting facility for the AGM as under:



Resolution 01: Ordinary Resolution

Adoption of audited standalone and consolidated financial statements of the Company for the financial year ended 31st March 2022, including the audited Balance Sheet as of 31st March 2022, the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

Mode	Total Valid Votes		In Favour			Against		
	Voters	No. of Votes	Voters	No. of Votes	%	Voters	No. of Votes	%
E-voting Facility	511	20,73,04,947	486	20,72,98,339	99.997	25	6,608	0.003

Resolution 02: Ordinary Resolution

Re-appointment of Director Mr. Pawan Kumar Danwar (DIN: 06847503), a Director liable to retire by rotation and being eligible, offers himself for re-appointment.

Mode	Total Valid Votes		In Favour			Against		
	Voters	No. of Votes	Voters	No. of Votes	%	Voters	No. of Votes	%
E-voting Facility	511	20,73,04,947	467	20,72,92,740	99.994	44	12,207	0.006



Resolution 03: Ordinary Resolution

Re-appointment of M/s BSR & Associates LLP, Chartered Accountants (FRN- 116231W/W-100024) as Statutory Auditors of the Company for Second Term for a period of 5(five) consecutive years.

Mode	Total Valid Votes		In Favour			Against		
	Voters	No. of Votes	Voters	No. of Votes	%	Voters	No. of Votes	%
E-voting Facility	510	20,73,04,447	470	20,72,94,083	99.995	40	10,364	0.005

Resolution 04: Special Resolution

Approval for the Remuneration to be paid to Mr. Raj Kumar Sachdeva, Manager of the Company.

Mode	Total Valid Votes		In Favour			Against		
	Voters	No. of Votes	Voters	No. of Votes	%	Voters	No. of Votes	%
E-voting Facility	508	20,73,03,322	457	20,72,89,228	99.993	51	14,094	0.007

Handover of the related documents

11. The electronic data and all other relevant papers related to e-voting facility are under my safe custody and will be handed over to the Company for preservation after the Chairman considers, approves and signs the minutes of AGM.

Announcement of Result

12. Based on the above e-voting facility, I confirm that all the resolutions have been carried on with requisite majority, accordingly the Chairman of the AGM or other person authorised by him may announce the result of the resolutions proposed at the AGM through e-voting facility.



Restriction on use

13. 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,



CS Vineet K Chaudhary
Scrutinizer
Membership No: F5327
C.P. No: 4548



Managing Partner
VKC & Associates
Company Secretaries
ICSI Unique Code: P2018DE077000
Peer Review Certificate. No. 1955/2022
UDIN: F005327D001018493

Date: September 22, 2022
Place: New Delhi

Counter Signed by Chairman/ Authorised Person