

23rd September, 2021

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
---	--

Sub: Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Voting Results of 35th Annual General Meeting held on Wednesday, 22nd September 2021.

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

Dear Sirs,

Please find enclosed herewith the voting results of 35th Annual General Meeting (AGM) held on Wednesday, 22nd September 2021 through video conferencing as per the regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the consolidated scrutinizer report. All four (4) resolutions as set out in the notice of the AGM were 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 23rd September 2021.

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

Truly Yours,
For HCL Infosystems Limited

Komal Bathla
Company Secretary & Compliance Officer

HCL INFOSYSTEMS LIMITED

VOTING RESULTS (THROUGH REMOTE E-VOTING AND E-VOTING DURING AGM) OF 35TH ANNUAL GENERAL MEETING OF HCL INFOSYSTEMS LIMITED HELD ON WEDNESDAY, 22ND SEPTEMBER 2021 THROUGH VIDEO CONFERENCEING AS PER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Date of AGM	Wednesday, 22 nd September, 2021
Total number of shareholders as on record date/ Cutoff date (15th September 2021)	135351
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 96

Agenda wise disclosure

1. Adoption of the audited standalone and consolidated financial statements of the Company for the financial year ended 31st March 2021, including the audited Balance Sheet as of 31st March 2021, the Statement of Profit and Loss for the year ended on that date and 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*		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		207031161	207031161	100.00	207031161	0	100.00
Public-Institutions	E-Voting	1007716	0	0.00	0	0	0.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1007716	0	0.00	0	0	0.00
Public-Non Institutions	E-Voting	121171051	861040	0.71	841934	19106	97.78	2.22
	Poll*		10935	0.01	10935	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		121171051	871975	0.72	852869	19106	97.81
TOTAL		329209928	207903136	63.15	207884030	19106	99.99	0.01

*Poll indicates the votes casted through e-voting facility during the AGM

2. Appointment of 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 Poll*	207031161	207031161	100.00	207031161	0	100.00	0.00
			0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	207031161	207031161	100.00	207031161	0	100.00	0.00
Public-Institutions	E-Voting Poll*	1007716	0	0.00	0	0	0.00	0.00
			0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1007716	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting Poll*	121171051	855215	0.71	811723	43492	94.91	5.09
			10935	0.01	10856	79	99.28	0.72
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	121171051	866150	0.71	822579	43571	94.97	5.03
TOTAL		329209928	207897311	63.15	207853740	43571	99.98	0.02

*Poll indicates the votes casted through e-voting facility during the AGM

3. Appointment of Mr. Raj Sachdeva as 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 Poll*	207031161	207031161	100.00	207031161	0	100.00	0.00
			0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	207031161	207031161	100.00	207031161	0	100.00	0.00
Public-Institutions	E-Voting Poll*	1007716	0	0.00	0	0	0.00	0.00
			0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1007716	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting Poll*	121171051	855492	0.71	814758	40734	95.24	4.76
			10935	0.01	10935	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	121171051	866427	0.72	825693	40734	95.30	4.70
TOTAL		329209928	207897588	63.15	207856854	40734	99.98	0.02

*Poll indicates the votes casted through e-voting facility during the AGM

4. Confirmation of appointment of Mr. Vinod Pulyani as 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*		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		207031161	207031161	100.00	207031161	0	100.00
Public-Institutions	E-Voting	1007716	0	0.00	0	0	0.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1007716	0	0.00	0	0	0.00
Public-Non Institutions	E-Voting	121171051	836142	0.69	797613	38529	95.39	4.61
	Poll*		10935	0.01	10935	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		121171051	847077	0.70	808548	38529	95.45
TOTAL		329209928	207878238	63.14	207839709	38529	99.98	0.02

*Poll indicates the votes casted through e-voting facility during the AGM

Date: 23.09.2021
Place: Noida

For HCL Infosystems Limited

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

35th Annual General Meeting ("AGM") of the Members of HCL Infosystems Limited ("the Company) held on Wednesday, September 22, 2021 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 (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 35th Annual General Meeting of the Members of the Company held on Wednesday, September 22, 2021 at 10:00 A.M. (IST) through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM').

Regd. Office

D-38, LGF (L/S), South Extension Part - II
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. The notice was sent to all the Members/Beneficiaries electronically on August 28, 2021, whose names appeared in the Register of Members/Record of Depositories as on Friday, August 20, 2021, in accordance with the provisions of the Companies Act, 2013 read with Rules made thereunder together with the MCA Circulars and SEBI Circulars.

Cut-off date

5. The Members of the Company as on the “cut-off date” i.e., **Wednesday, September 15, 2021** 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 19, 2021 at 09:00. A.M (IST)** and ended on **Tuesday, September 21, 2021 at 05:00 P.M. (IST)** on the designated website(s).



Newspaper Advertisements

7. Pursuant to applicable provisions of the MCA Circulars, the Company had published the advertisement in all editions of "Business Standard" (in English) and "Business Standard" (in Hindi) on August 25, 2021.
8. Pursuant to Rule 20 of the Companies (Management and Administration Rules) 2014, the Company had published the advertisement in all editions of "Financial Express" (in English) and "Jansatta" (in Hindi) on August 29, 2021.

E-voting at the AGM

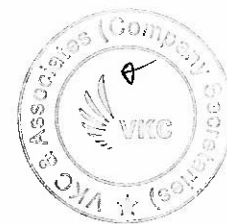
9. At the AGM of the Company held through VC/OAVM on Wednesday, September 22, 2021, the facility to vote electronically was provided to those members who were attending the meeting through VC/OAVM but could not participate in the remote e-voting process to cast their votes.

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 Ms. Ayushi Sharma 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:

Page left intentionally blank



Resolution 01: Ordinary Resolution

Adoption of audited standalone and consolidated financial statements of the Company for the financial year ended 31st March 2021, including the audited Balance Sheet as of 31st March 2021, 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	600	207,903,136	571	207,884,030	99.99	29	19,106	0.01

Resolution 02: Ordinary Resolution

Appointment of Director in place of 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	594	207,897,311	533	207,853,740	99.98	61	43,571	0.02



Resolution 03: Special Resolution

Appointment of Mr. Raj Sachdeva as 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	592	207,897,588	538	207,856,854	99.98	54	40,734	0.02

Resolution 04: Special Resolution

Confirmation for appointment of Mr. Vinod Pulyani as 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	588	207,878,238	534	207,839,709	99.98	54	38,529	0.02

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 I request the Chairman of the AGM or other person authorised by him, to announce the result of the meeting.



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,
Yours Faithfully,**



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

Managing Partner
VKC & Associates
Company Secretaries
ICSI Unique Code: P2018DE077000

New Delhi
September 23, 2021
UDIN: F005327C000991257

Counter Signed by Chairman/ Authorised Person