

November 29, 2021

The General Manager  
**BSE Limited**  
 Corporate Relationship Department  
 Phiroze Jeejeebhoy Towers  
 Dalal Street  
 Mumbai- 400 001

The Manager  
**National Stock Exchange of India Limited**  
 Listing Department  
 Exchange Plaza  
 5th Floor, Plot No. C-1, Block-G  
 Bandra-Kurla Complex, Bandra(E)  
 Mumbai-400 051

**BSE Scrip Code: 532281****NSE Scrip Code: HCLTECH****Sub: Results of Postal Ballot through Remote e-voting**

Dear Sirs,

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company conducted the Postal Ballot through remote e-voting process, seeking approval of its members for the resolutions as set out in the notice of Postal Ballot ('Notice') dated October 27, 2021.

In this regard, we would like to inform you that all the resolutions as set in the notice have been duly approved by the members of the Company with requisite majority. The resolutions are deemed to have been passed on November 28, 2021, the last date specified for receipt of votes through remote e-voting process.

In terms of Regulation 30 read with Part – A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, brief of the said resolutions as approved by the shareholders are as follows:

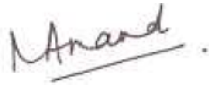
<b>Item No.</b>	<b>Resolutions</b>	<b>Type of Resolution</b>
1	Approval of 'HCL Technologies Limited - Restricted Stock Unit Plan 2021' and Grant of Restricted Stock Units to Eligible Employees of HCL Technologies Limited (the "Company") thereunder	Approved as a Special Resolution
2	Grant of Restricted Stock Units to the Eligible Employees of Subsidiary(ies) and/or Associate Company(ies) of HCL Technologies Limited (the "Company") under 'HCL Technologies Limited - Restricted Stock Unit Plan 2021'	Approved as a Special Resolution
3	Authorization for secondary acquisition of equity shares of HCL Technologies Limited (the "Company") by HCL Technologies Stock Options Trust for implementation of 'HCL Technologies Limited - Restricted Stock Unit Plan 2021' and providing financial assistance in this regard	Approved as a Special Resolution

In terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the results of the Postal Ballot through remote e-voting on the aforesaid resolutions are enclosed in the prescribed format, as Annexure – I.

The Scrutinizers' Report on the resolutions passed through Postal Ballot is enclosed as Annexure -II.

Thanking you,

Yours faithfully,  
For **HCL Technologies Limited**



**Manish Anand**  
**Company Secretary**

Encl.: a/a

**HCL Technologies Limited**  
**Voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure requirements), 2015**

Date of declaration of the results of Postal Ballot	29-Nov-21
Total number of shareholders as on the Cut-Off date	784,348
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not applicable
No. of shareholders present in the meeting through Video Conferencing  Promoters and Promoter Group: Public:	Not applicable

<b>Resolution No. 1</b> : Approval of 'HCL Technologies Limited-Restricted Stock Unit Plan 2021' and Grant of Restricted Stock Units to Eligible Employees of HCL Technologies Limited (the "Company") thereunder								
Resolution required : Special Resolution								
Whether Promoter/ Promoter Group interested in the agenda/ resolution No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes- In favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoter and Promoter Group	Remote e-voting	1,637,190,274	1,637,190,274	100.00	1,637,190,274	-	100.00	-
	Postal Ballot*		-	-	-	-	-	-
	<b>Total</b>	<b>1,637,190,274</b>	<b>1,637,190,274</b>	<b>100.00</b>	<b>1,637,190,274</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public- Institutional holders	Remote e-voting	934,591,647	795,503,554	85.12	737,281,904	58,221,650	92.68	7.32
	Postal Ballot*		-	-	-	-	-	-
	<b>Total</b>	<b>934,591,647</b>	<b>795,503,554</b>	<b>85.12</b>	<b>737,281,904</b>	<b>58,221,650</b>	<b>92.68</b>	<b>7.32</b>
Public- Others	Remote e-voting	141,883,175	15,908,723	11.21	15,868,990	39,733	99.75	0.25
	Postal Ballot*		-	-	-	-	-	-
	<b>Total</b>	<b>141,883,175</b>	<b>15,908,723</b>	<b>11.21</b>	<b>15,868,990</b>	<b>39,733</b>	<b>99.75</b>	<b>0.25</b>
<b>Grand Total</b>		<b>2,713,665,096</b>	<b>2,448,602,551</b>	<b>90.23</b>	<b>2,390,341,168</b>	<b>58,261,383</b>	<b>97.62</b>	<b>2.38</b>

\* Not applicable, as the voting has been done through Remote e-voting only



**Resolution No. 2** : Grant of Restricted Stock Units to the Eligible Employees of Subsidiary(ies) and/ or Associate Company(ies) of HCL Technologies Limited (the "Company") under 'HCL Technologies Limited - Restricted Stock Unit Plan 2021'

Resolution required : Special Resolution

Whether Promoter/ Promoter Group interested in the agenda/ resolution: No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes- In favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoter and Promoter Group	Remote e-voting	1,637,190,274	1,637,190,274	100.00	1,637,190,274	-	100.00	0.00
	Postal Ballot*		-	-	-	-	0.00	0.00
	<b>Total</b>	<b>1,637,190,274</b>	<b>1,637,190,274</b>	<b>100.00</b>	<b>1,637,190,274</b>	<b>-</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutional holders	Remote e-voting	934,591,647	795,503,554	85.12	739,658,567	55,844,987	92.98	7.02
	Postal Ballot*		-	-	-	-	0.00	0.00
	<b>Total</b>	<b>934,591,647</b>	<b>795,503,554</b>	<b>85.12</b>	<b>739,658,567</b>	<b>55,844,987</b>	<b>92.98</b>	<b>7.02</b>
Public- Others	Remote e-voting	141,883,175	15,907,987	11.21	15,864,099	43,888	99.72	0.28
	Postal Ballot*		-	-	-	-	0.00	0.00
	<b>Total</b>	<b>141,883,175</b>	<b>15,907,987</b>	<b>11.21</b>	<b>15,864,099</b>	<b>43,888</b>	<b>99.72</b>	<b>0.28</b>
<b>Grand Total</b>		<b>2,713,665,096</b>	<b>2,448,601,815</b>	<b>90.23</b>	<b>2,392,712,940</b>	<b>55,888,875</b>	<b>97.72</b>	<b>2.28</b>

\* Not applicable, as the voting has been done through Remote e-voting only



**Resolution No. 3** : Authorization for secondary acquisition of equity shares of HCL Technologies Limited ( the "Company") by HCL Technologies Stock Options Trust for implementation of 'HCL Technologies Limited - Restricted Stock Unit Plan 2021' and providing financial assistance in this regard

**Resolution required :** Special Resolution

**Whether Promoter/ Promoter Group interested in the agenda/ resolution:** No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes- In favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoter and Promoter Group	Remote e-voting	1,637,190,274	1,637,190,274	100.00	1,637,190,274	-	100.00	-
	Postal Ballot*		-	-	-	-	-	-
	<b>Total</b>	<b>1,637,190,274</b>	<b>1,637,190,274</b>	<b>100.00</b>	<b>1,637,190,274</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public- Institutional holders	Remote e-voting	934,591,647	795,503,554	85.12	760,314,494	35,189,060	95.58	4.42
	Postal Ballot*		-	-	-	-	-	-
	<b>Total</b>	<b>934,591,647</b>	<b>795,503,554</b>	<b>85.12</b>	<b>760,314,494</b>	<b>35,189,060</b>	<b>95.58</b>	<b>4.42</b>
Public- Others	Remote e-voting	141,883,175	15,907,646	11.21	15,872,586	35,060	99.78	0.22
	Postal Ballot*		-	-	-	-	-	-
	<b>Total</b>	<b>141,883,175</b>	<b>15,907,646</b>	<b>11.21</b>	<b>15,872,586</b>	<b>35,060</b>	<b>99.78</b>	<b>0.22</b>
<b>Grand Total</b>		<b>2,713,665,096</b>	<b>2,448,601,474</b>	<b>90.23</b>	<b>2,413,377,354</b>	<b>35,224,120</b>	<b>98.56</b>	<b>1.44</b>

\* Not applicable, as the voting has been done through Remote e-voting only



**Report of Scrutinizer**

[Pursuant to the provisions of Section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To

The Chairperson  
**HCL Technologies Limited**  
806, Siddharth  
96, Nehru Place  
New Delhi-110019

**Subject: Scrutinizer's Report on the Postal Ballot Results**

Dear Sir/Madam,

HCL Technologies Limited (the '**Company**') appointed us, M/s. Nityanand Singh & Co., Company Secretaries, having its registered office at 14, Second Floor, Arjun Nagar, Safdarjung Enclave, New Delhi-110029 as the Scrutinizer for the purpose of conducting and scrutinizing the Postal Ballot process through the remote e-voting in a fair and transparent manner in respect of the special businesses, as set out in the Postal Ballot Notice dated **October 27, 2021**.

In the above matter, we hereby submit our Report as under:

- (i) As per the Section 110 of the Companies Act, 2013 ("Act") and other applicable provisions of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, also read with the General Circular No. 14/2020 dated April 08, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020 and the General Circular No. 39/2020 dated December 31, 2020 and General Circular No. 10/2021 dated June 23, 2021 issued by the Ministry of Corporate Affairs ('**MCA Circulars**') and other applicable laws and regulations, as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force), the Postal Ballot Notice dated **October 27, 2021** was sent to the members for transacting the following Special Businesses:

Type of Resolution	Resolution Description
Special Resolution	Approval of 'HCL Technologies Limited-Restricted Stock Unit Plan 2021' and Grant of Restricted Stock Units to Eligible Employees of HCL Technologies Limited ("the Company") thereunder.



Special Resolution	Grant of Restricted Stock Units to the Eligible Employees of Subsidiary(ies) and/or Associate Company(ies) of HCL Technologies Limited (the "Company") under 'HCL Technologies Limited-Restricted Stock Unit Plan 2021'.
Special Resolution	Authorization for secondary acquisition of equity shares of HCL Technologies Limited (the "Company") by HCL Technologies Stock Options Trust for implementation of 'HCL Technologies Limited-Restricted Stock Unit Plan 2021' and providing financial assistance in this regard.

- (ii) In compliance with the MCA Circulars, the Company has sent the Postal Ballot Notice through electronic mode only to those members whose names appeared in the Register of Members/List of Beneficial Owners maintained by the Company/Depositories, as at the close of business hours on **Friday, October 22, 2021**, (the '**Cut-off date**') and whose e-mail IDs were registered with the Company / Depositories.
- (iii) The members not having their e-mail IDs registered with their Depository Participants or with the Registrar & Share Transfer Agent of the Company, were given a special facility to get their e-mail IDs registered in order to receive the Postal Ballot Notice electronically and participate in the remote e-voting process.
- (iv) The members of the Company were required to cast their votes through 'remote e-voting' facility provided by the National Securities Depository Limited at its designated website '[www.evoting.nsdl.com](http://www.evoting.nsdl.com)'.
- (v) The remote e-voting period commenced on **Saturday, October 30, 2021 at 09:00 AM (IST)** and ended on **Sunday, November 28, 2021 at 05:00 PM (IST)**.
- (vi) We had monitored the process of remote e-voting through Scrutinizer's secured link provided by NSDL.
- (vii) The remote e-voting system was un-blocked at around 05:08 P.M.(IST) on **Sunday, November 28, 2021** in the presence of two witnesses Mr Sunil Kumar R/o House no. 6 E-Block Qutub Vihar, New Delhi 110071 and Mr. Ram Niwas R/o 16 A, Gali. No. 2 B-Block Qutub Vihar, New Delhi 110071, who are not in the employment of the Company.
- .....
- (viii) The particulars of votes cast through remote e-voting have been entered in the Register maintained separately for this purpose.

Based on the scrutiny of remote e-voting, the summary of votes cast through remote e-voting in favour and against the Special Resolutions are as under:



**Resolution No. 1: Approval of 'HCL Technologies Limited-Restricted Stock Unit Plan 2021' and Grant of Restricted Stock Units to Eligible Employees of HCL Technologies Limited (the "Company") thereunder –(Special Resolution)**

Particulars	No. of Members who voted	No. of votes cast	% of total votes cast
Valid votes in favour of the Resolution	4,612	2,39,03,41,168	97.62
Valid votes against the Resolution	494	5,82,61,383	2.38
<b>Total</b>	<b>5,106</b>	<b>2,44,86,02,551</b>	<b>100.00</b>
Invalid Votes	NA	NA	NA

**Resolution No. 2: Grant of Restricted Stock Units to the Eligible Employees of Subsidiary(ies) and/or Associate Company(ies) of HCL Technologies Limited(the "Company") under 'HCL Technologies Limited-Restricted Stock Unit Plan 2021'- (Special Resolution)**

Particulars	No. of Members who voted	No. of votes cast	% of total votes cast
Valid votes in favour of the Resolution	4,569	2,39,27,12,940	97.72
Valid votes against the Resolution	523	5,58,88,875	2.28
<b>Total</b>	<b>5,092</b>	<b>2,44,86,01,815</b>	<b>100.00</b>
Invalid Votes	NA	NA	NA

**Resolution No. 3: Authorization for secondary acquisition of equity shares of HCL Technologies Limited (the "Company") by HCL Technologies Stock Options Trust for implementation of 'HCL Technologies Limited-Restricted Stock Unit Plan 2021' and providing financial assistance in this regard- (Special Resolution)**

Particulars	No. of Members who voted	No. of votes cast	% of total votes cast
Valid votes in favour of the Resolution	4,666	2,41,33,77,354	98.56
Valid votes against the Resolution	426	3,52,24,120	1.44
<b>Total</b>	<b>5,092</b>	<b>2,44,86,01,474</b>	<b>100.00</b>
Invalid Votes	NA	NA	NA







Based on the aforesaid results, we report that the Special Resolutions as contained in the Postal Ballot Notice dated **October 27, 2021** have been duly passed with the requisite majority on **Sunday, November 28, 2021** i.e. last date specified for receipt of votes through the remote e-voting process. You may accordingly declare the results of voting.

The voting results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 are enclosed with this report as Annexure I.

Thanking you,  
Yours truly

For Nityanand Singh & Co.  
(Company Secretaries)

Nityanand Singh (Prop.)  
C.P. No.: 2388  
Membership No.: 2668  
UDIN: F002668C001577472

Place: New Delhi  
Date: 29.11.2021

**HCL Technologies Limited**  
Voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure requirements), 2015

Date of declaration of the results of Postal Ballot	-
Total number of shareholders as on the Cut-Off date	7,84,348
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not applicable
No. of shareholders present in the meeting through Video Conferencing  Promoters and Promoter Group: Public:	Not applicable

<b>Resolution No. 1</b> : Approval of 'HCL Technologies Limited-Restricted Stock Unit Plan 2021' and Grant of Restricted Stock Units to Eligible Employees of HCL Technologies Limited (the "Company") thereunder								
Resolution required : Special Resolution								
Whether Promoter/ Promoter Group interested in the agenda/ resolution No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes- In favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	$3=(2/1)*100$	4	5	$6=(4/2)*100$	$7=(5/2)*100$
Promoter and Promoter Group	Remote e-voting	1,63,71,90,274	1,63,71,90,274	100.00	1,63,71,90,274	-	100.00	-
	Postal Ballot*		-	-	-	-	-	-
	<b>Total</b>	<b>1,63,71,90,274</b>	<b>1,63,71,90,274</b>	<b>100.00</b>	<b>1,63,71,90,274</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public- Institutional holders	Remote e-voting	93,45,91,647	79,55,03,554	85.12	73,72,81,904	5,82,21,650	92.68	7.32
	Postal Ballot*		-	-	-	-	-	-
	<b>Total</b>	<b>93,45,91,647</b>	<b>79,55,03,554</b>	<b>85.12</b>	<b>73,72,81,904</b>	<b>5,82,21,650</b>	<b>92.68</b>	<b>7.32</b>
Public- Others	Remote e-voting	14,18,83,175	1,59,08,723	11.21	1,58,68,990	39,733	99.75	0.25
	Postal Ballot*		-	-	-	-	-	-
	<b>Total</b>	<b>14,18,83,175</b>	<b>1,59,08,723</b>	<b>11.21</b>	<b>1,58,68,990</b>	<b>39,733</b>	<b>99.75</b>	<b>0.25</b>
<b>Grand Total</b>		<b>2,71,36,65,096</b>	<b>2,44,86,02,551</b>	<b>90.23</b>	<b>2,39,03,41,168</b>	<b>5,82,61,383</b>	<b>97.62</b>	<b>2.38</b>

\* Not applicable, as the voting has been done through Remote e-voting only



<b>Resolution No. 2 : Grant of Restricted Stock Units to the Eligible Employees of Subsidiary(ies) and/ or Associate Company(ies) of HCL Technologies Limited (the "Company") under 'HCL Technologies Limited - Restricted Stock Unit Plan 2021'</b>								
Resolution required : Special Resolution								
Whether Promoter/ Promoter Group interested in the agenda/ resolution: No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes- In favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoter and Promoter Group	Remote e-voting	1,63,71,90,274	1,63,71,90,274	100.00	1,63,71,90,274	-	100.00	0.00
	Postal Ballot*		-	-	-	-	0.00	0.00
	<b>Total</b>	<b>1,63,71,90,274</b>	<b>1,63,71,90,274</b>	<b>100.00</b>	<b>1,63,71,90,274</b>	<b>-</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutional holders	Remote e-voting	93,45,91,647	79,55,03,554	85.12	73,96,58,567	5,58,44,987	92.98	7.02
	Postal Ballot*		-	-	-	-	0.00	0.00
	<b>Total</b>	<b>93,45,91,647</b>	<b>79,55,03,554</b>	<b>85.12</b>	<b>73,96,58,567</b>	<b>5,58,44,987</b>	<b>92.98</b>	<b>7.02</b>
Public- Others	Remote e-voting	14,18,83,175	1,59,07,987	11.21	1,58,64,099	43,888	99.72	0.28
	Postal Ballot*		-	-	-	-	0.00	0.00
	<b>Total</b>	<b>14,18,83,175</b>	<b>1,59,07,987</b>	<b>11.21</b>	<b>1,58,64,099</b>	<b>43,888</b>	<b>99.72</b>	<b>0.28</b>
<b>Grand Total</b>		<b>2,71,36,65,096</b>	<b>2,44,86,01,815</b>	<b>90.23</b>	<b>2,39,27,12,940</b>	<b>5,58,88,875</b>	<b>97.72</b>	<b>2.28</b>

\* Not applicable, as the voting has been done through Remote e-voting only

<b>Resolution No. 3 : Authorization for secondary acquisition of equity shares of HCL Technologies Limited ( the "Company") by HCL Technologies Stock Options Trust for implementation of 'HCL Technologies Limited - Restricted Stock Unit Plan 2021' and providing financial assistance in this regard</b>								
Resolution required : Special Resolution								
Whether Promoter/ Promoter Group interested in the agenda/ resolution: No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes- In favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	3=(2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoter and Promoter Group	Remote e-voting	1,63,71,90,274	1,63,71,90,274	100.00	1,63,71,90,274	-	100.00	-
	Postal Ballot*		-	-	-	-	-	-
	<b>Total</b>	<b>1,63,71,90,274</b>	<b>1,63,71,90,274</b>	<b>100.00</b>	<b>1,63,71,90,274</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public- Institutional holders	Remote e-voting	93,45,91,647	79,55,03,554	85.12	76,03,14,494	3,51,89,060	95.58	4.42
	Postal Ballot*		-	-	-	-	-	-
	<b>Total</b>	<b>93,45,91,647</b>	<b>79,55,03,554</b>	<b>85.12</b>	<b>76,03,14,494</b>	<b>3,51,89,060</b>	<b>95.58</b>	<b>4.42</b>
Public- Others	Remote e-voting	14,18,83,175	1,59,07,646	11.21	1,58,72,586	35,060	99.78	0.22
	Postal Ballot*		-	-	-	-	-	-
	<b>Total</b>	<b>14,18,83,175</b>	<b>1,59,07,646</b>	<b>11.21</b>	<b>1,58,72,586</b>	<b>35,060</b>	<b>99.78</b>	<b>0.22</b>
<b>Grand Total</b>		<b>2,71,36,65,096</b>	<b>2,44,86,01,474</b>	<b>90.23</b>	<b>2,41,33,77,354</b>	<b>3,52,24,120</b>	<b>98.56</b>	<b>1.44</b>

\* Not applicable, as the voting has been done through Remote e-voting only

