

March 6, 2024

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: Result of Postal Ballot through Remote e-voting

Dear Sirs,

Pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 and 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 resolution as set out in the Postal Ballot Notice ('Notice') dated February 5, 2024.

In this regard, we would like to inform you that the resolution as set in the Notice has been duly approved by the members of the Company with requisite majority. The resolution is deemed to have been passed on March 6, 2024, 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 resolution as approved by the shareholders is as follows:

Resolution	Type of Resolution
Appointment of Ms. Bhavani Balasubramanian (DIN: 09194973) as an Independent Director of the Company.	Approved as a Special Resolution

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

The Scrutinizers' Report on the resolution 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

Annexure- I

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

Date of declaration of the results	06.03.2024
Total number of shareholders as on the Cut-Off date (January 31, 2024)	898,566
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not applicable
No. of shareholders attended meeting through video conferencing Promoters and Promoter Group: Public:	Not applicable

Resolution : Appointment of Ms. Bhavani Balasubramanian (DIN: 9194973) as an Independent Director of the Company								
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	E-voting	1,650,301,111	1,650,301,111	100.00	1,650,301,111	-	100.00	-
	Postal Ballot *	-	-	-	-	-	-	-
	Total	1,650,301,111	1,650,301,111	100.00	1,650,301,111		100.00	
Public- Institutions	E-voting	938,629,254	836,522,812	89.12	833,742,303	2,780,509	99.67	0.33
	Postal Ballot *	-	-	-	-	-	-	-
	Total	938,629,254	836,522,812	89.12	833,742,303	2,780,509	99.67	0.33
Public Non- Institutions	E-voting	124,734,731	984,983	0.79	967,655	17,328	98.24	1.76
	Postal Ballot *	-	-	-	-	-	-	-
	Total	124,734,731	984,983	0.79	967,655	17,328	98.24	1.76
Grand Total		2,713,665,096	2,487,808,906	91.68	2,485,011,069	2,797,837	99.89	0.11

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



Report of Scrutinizer

[Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with 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 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 remote e-voting in a fair and transparent manner in respect of the special business, as set out in the Postal Ballot Notice dated **February 5, 2024**.

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

- (i) As per Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ('**Act**'), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI LODR Regulations**'), read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 9/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ('**MCA**') (collectively referred to as '**MCA Circulars**'), the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, and other applicable laws, rules and regulations, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Postal Ballot Notice dated **February 5, 2024** was sent to the members for transacting the following Special Business:

Type of Resolution	Resolution Description
Special Resolution	Appointment of Ms. Bhavani Balasubramanian (DIN: 09194973) as an Independent Director of the Company

- (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 and the Register of Beneficial Owners maintained by the Company and Depositories respectively, as at the close of business hours on **Wednesday, January 31, 2024**, (the '**Cut-off date**') and whose e-mail addresses were registered with the Company and the Depositories.



- (iii) The members not having their e-mail addresses registered with their respective Depository Participants or with the Registrar & Share Transfer Agent of the Company, were given the process to register the same in order to receive the Postal Ballot Notice electronically and participate in the remote e-voting.
- (iv) The members of the Company were required to cast their votes through 'remote e-voting' facility provided by the National Securities Depository Limited ('NSDL') at its designated website www.evoting.nsdl.com.
- (v) The remote e-voting period commenced on **Tuesday, February 6, 2024 at 09:00 AM (IST)** and ended on **Wednesday, March 6, 2024 at 05:00 PM (IST)**.
- (vi) We had monitored the process of remote e-voting through Scrutinizer's secured link provided by NSDL.

The remote e-voting system was un-blocked at 05:11 P.M.(IST) on **Wednesday, March 6, 2024** in the presence of two witnesses Mr. Sunil Kumar S/o Sh. Phool Singh R/o House no. 6 E- Block Qutub Vihar, New Delhi 110071 and Mr. Ram Niwas S/o Late Sh. Pratap Singh R/o 16 A, Gali. No. 2 B- Block Qutub Vihar, New Delhi 110071, who are not in the employment of the Company.


.....
.....

- (vii) 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 proposed resolution is as under:

Resolution: Appointment of Ms. Bhavani Balasubramanian (DIN: 09194973) as an Independent Director of the Company - (Special Resolution)

Particulars	No. of Members who voted	No. of votes cast	% of total votes cast
Valid votes in favour of the Resolution	6094	2,48,50,11,069	99.89
Valid votes against the Resolution	211	27,97,837	0.11
Total	6305	2,48,78,08,906	100.00
Invalid Votes	NA	NA	NA



Based on the aforesaid results, we report that the proposed resolution as contained in the Postal Ballot Notice dated **February 5, 2024** has been duly passed with the requisite majority on **Wednesday, March 6, 2024** i.e. last date specified for receipt of votes through the remote e-voting process.

You may accordingly declare the results of remote e-voting.

The voting results as per Regulation 44(3) of the SEBI LODR Regulation 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.: F-2668
UDIN:

Place: New Delhi

Date: 06.03.2024

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

Date of declaration of the results	06.03.2024
Total number of shareholders as on the Cut-Off date (January 31, 2024)	898,566
No. of shareholders present in the meeting either in person or through proxy:	Not applicable
Promoters and Promoter Group: Public:	
No. of shareholders attended meeting through video conferencing	Not applicable
Promoters and Promoter Group: Public:	

Resolution : Appointment of Ms. Bhavani Balasubramanian (DIN: 9194973) as an Independent Director of the Company									
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	E-voting	1,650,301,111	1,650,301,111	100.00	1,650,301,111	-	100.00	-	
	Postal Ballot *	-	-	-	-	-	-	-	
	Total	1,650,301,111	1,650,301,111	100.00	1,650,301,111	-	100.00	-	
Public- Institutions	E-voting	938,629,254	836,522,812	89.12	833,742,303	2,780,509	99.67	0.33	
	Postal Ballot *	-	-	-	-	-	-	-	
	Total	938,629,254	836,522,812	89.12	833,742,303	2,780,509	99.67	0.33	
Public Non- Institutions	E-voting	124,734,731	984,983	0.79	967,655	17,328	98.24	1.76	
	Postal Ballot *	-	-	-	-	-	-	-	
	Total	124,734,731	984,983	0.79	967,655	17,328	98.24	1.76	
Grand Total		2,713,665,096	2,487,808,906	91.68	2,485,011,069	2,797,837	99.89	0.11	

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

