HCL TECHNOLOGIES LTD.
Corporate Identity Number: L74140DL1991PLC046369
A 10-11, Sector 3, NOIDA 201 301, UP, India.
T: +91 120 4013000 F: +91 120 2526907
Registered Office: 806 Siddharth, 96, Nehru Place, New Delhi-110019, India.
www.hcltech.com
www.hcl.com

December 23, 2015

Mr. Girish Joshi : **BSE Ltd.**
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400001

Mr. Avinash Kharker : **National Stock Exchange of India Ltd.**
Exchange Plaza, 5th Floor
Plot No.C/1, G Block Bandra Kurla Complex, Bandra (East)
Mumbai 400051

Sub.: Outcome of the 23rd Annual General Meeting held on December 22, 2015

Dear Sirs,

This is to inform you that the 23rd Annual General Meeting (AGM) of the Company was held on Tuesday, December 22, 2015 at 11:00 A.M. at FICCI Auditorium, Federation House, 1, Tansen Marg, New Delhi-110001.

In terms of Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that all the items as given in the Notice of the AGM and reproduced hereunder have been approved with requisite majority by the shareholders of the Company. The mode of voting was Poll/ remote e-voting.

Item No.	Agenda Items	Remarks
Ordinary Business		
1	Adoption of Accounts.	Passed by Ordinary Resolution
2	Re-appointment of Mr. Sudhindar Krishan Khanna as Director.	Passed by Ordinary Resolution
3	Ratification of appointment of the Statutory Auditors.	Passed by Ordinary Resolution
4	Appointment of Mr. Thomas Sieber as an Independent Director of the Company.	Passed by Ordinary Resolution
Special Business		
5	Implementation of the 2004 Stock Option Plan ('ESOP Plan') through trust mechanism.	Passed by Special Resolution

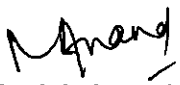
HCL

6	Authorization for secondary acquisition of shares under 2004 Stock Option Plan.	Passed by Special Resolution

Pursuant to the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the voting results of the aforesaid items are enclosed herewith along with the Scrutinizers Report.

This is for your information and records.

Yours faithfully,
For **HCL Technologies Ltd.**



Manish Anand
Company Secretary

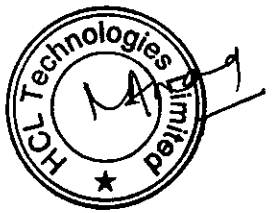
Encl: a/a

HCL Technologies Limited

Voting Results as per Clause 44(3) of the Listing Regulations

Date of the AGM	December 22, 2015
Total number of shareholders on record date	144,708
No. of shareholders present in the meeting either in person or thorugh proxy	
Promoters and Promoter Group:	8
Public	1,795
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	None
Public	

Resolution No. 1 : Approval of accounts								
Resolution required : Ordinary resolution								
Whether promoter/ promoter group are 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	851,569,388	851,569,308	100.00%	851,569,308	-	70.65%	0.00%
	Poll (electonically)	851,569,388	80	0.00%	80	-	0.00%	0.00%
	Total	**851,569,388**	**851,569,388**	**100.00%**	**851,569,388**	**-**	**70.65%**	**0.00%**
Public – Institutional holders	Remote E-voting	465,413,689	345,901,904	74.32%	345,901,904	-	28.70%	0.00%
	Poll (electonically)	465,413,689	-	0.00%	-	-	0.00%	0.00%
	Total	**465,413,689**	**345,901,904**	**74.32%**	**345,901,904**	**-**	**28.70%**	**0.00%**
Public-Others	Remote E-voting	92,136,197	7,873,971	8.55%	7,873,865	106	0.65%	0.00%
	Poll (electonically)	92,136,197	24,040	0.03%	24,040	-	0.00%	0.00%
	Total	**92,136,197**	**7,898,011**	**8.57%**	**7,897,905**	**106**	**0.66%**	**0.00%**
Grand Total		**1,409,119,274**	**1,205,369,303**	**85.54%**	**1,205,369,197**	**106**	**100.00%**	**0.00%**



Resolution No. 2 : Re-appointment of Mr. Sudhindar Krishan Khanna as Director.								
Resolution required : Ordinary resolution								
Whether promoter/ promoter group are 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	851,569,388	851,569,308	100.00%	851,569,308	-	70.23%	0.00%
	Poll (electonically)	851,569,388	80	0.00%	80	-	0.00%	0.00%
	Total	**851,569,388**	**851,569,388**	**100.00%**	**851,569,388**	-	**70.23%**	**0.00%**
Public – Institutional holders	Remote E-voting	465,413,689	353,033,170	75.85%	349,690,721	3,342,449	28.84%	0.28%
	Poll (electonically)	465,413,689	-	0.00%	-	-	0.00%	0.00%
	Total	**465,413,689**	**353,033,170**	**75.85%**	**349,690,721**	**3,342,449**	**28.84%**	**0.28%**
Public-Others	Remote E-voting	92,136,197	7,874,086	8.55%	7,872,839	1,247	0.65%	0.00%
	Poll (electonically)	92,136,197	24,040	0.03%	24,040	-	0.00%	0.00%
	Total	**92,136,197**	**7,898,126**	**8.57%**	**7,896,879**	**1,247**	**0.65%**	**0.00%**
	Grand Total	**1,409,119,274**	**1,212,500,684**	**86.05%**	**1,209,156,988**	**3,343,696**	**99.72%**	**0.28%**

Resolution No. 3 : Ratification of the appointment of the Statutory Auditors								
Resolution required : Ordinary resolution								
Whether promoter/ promoter group are 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	851,569,388	851,569,308	100.00%	851,569,308	-	70.57%	0.00%
	Poll (electonically)	851,569,388	80	0.00%	80	-	0.00%	0.00%
	Total	**851,569,388**	**851,569,388**	**100.00%**	**851,569,388**	-	**70.57%**	**0.00%**
Public – Institutional holders	Remote E-voting	465,413,689	347,283,928	74.62%	330,092,900	17,191,028	27.35%	1.42%
	Poll (electonically)	465,413,689	-	0.00%	-	-	0.00%	0.00%
	Total	**465,413,689**	**347,283,928**	**74.62%**	**330,092,900**	**17,191,028**	**27.35%**	**1.42%**
Public-Others	Remote E-voting	92,136,197	7,873,994	8.55%	7,873,548	446	0.65%	0.00%
	Poll (electonically)	92,136,197	24,038	0.03%	24,038	-	0.00%	0.00%
	Total	**92,136,197**	**7,898,032**	**8.57%**	**7,897,586**	**446**	**0.65%**	**0.00%**
	Grand Total	**1,409,119,274**	**1,206,751,348**	**85.64%**	**1,189,559,874**	**17,191,474**	**98.58%**	**1.42%**

HCL Technologies Limited

Resolution No. 4 : Appointment of Mr. Thomas Sieber as an Independent Director of the Company.								
Resolution required : Ordinary resolution								
Whether promoter/ promoter group are 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	851,569,388	851,569,308	100.00%	851,569,308	-	70.26%	0.00%
	Poll (electonically)	851,569,388	80	0.00%	80	-	0.00%	0.00%
	Total	**851,569,388**	**851,569,388**	**100.00%**	**851,569,388**	-	**70.26%**	**0.00%**
Public – Institutional holders	Remote E-voting	465,413,689	353,033,170	75.85%	352,887,639	145,531	29.12%	0.01%
	Poll (electonically)	465,413,689	-	0.00%	-	-	0.00%	0.00%
	Total	**465,413,689**	**353,033,170**	**75.85%**	**352,887,639**	**145,531**	**29.12%**	**0.01%**
Public-Others	Remote E-voting	92,136,197	7,392,438	8.02%	7,391,689	749	0.61%	0.00%
	Poll (electonically)	92,136,197	24,040	0.03%	24,040	-	0.00%	0.00%
	Total	**92,136,197**	**7,416,478**	**8.05%**	**7,415,729**	**749**	**0.61%**	**0.00%**
	Grand Total	**1,409,119,274**	**1,212,019,036**	**86.01%**	**1,211,872,756**	**146,280**	**99.99%**	**0.01%**

Resolution No. 5 : Implementation of the 2004 Stock Option Plan ('ESOP Plan')through trust mechanism								
Resolution required : Special resolution								
Whether promoter/ promoter group are 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	851,569,388	851,569,308	100.00%	851,569,308	-	70.14%	0.00%
	Poll (electonically)	851,569,388	80	0.00%	80	-	0.00%	0.00%
	Total	**851,569,388**	**851,569,388**	**100.00%**	**851,569,388**	-	**70.14%**	**0.00%**
Public – Institutional holders	Remote E-voting	465,413,689	354,693,712	76.21%	347,304,431	7,389,281	28.60%	0.61%
	Poll (electonically)	465,413,689	-	0.00%	-	-	0.00%	0.00%
	Total	**465,413,689**	**354,693,712**	**76.21%**	**347,304,431**	**7,389,281**	**28.60%**	**0.61%**
Public-Others	Remote E-voting	92,136,197	7,864,805	8.54%	7,861,064	3,741	0.65%	0.00%
	Poll (electonically)	92,136,197	24,015	0.03%	24,015	-	0.00%	0.00%
	Total	**92,136,197**	**7,888,820**	**8.56%**	**7,885,079**	**3,741**	**0.65%**	**0.00%**
	Grand Total	**1,409,119,274**	**1,214,151,920**	**86.16%**	**1,206,758,898**	**7,393,022**	**99.39%**	**0.61%**

HCL Technologies Limited

Resolution No. 6 : Authorization for secondary acquisition of shares under 2004 Stock Option Plan.								
Resolution required : Special resolution								
Whether promoter/ promoter group are 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	851,569,388	851,569,308	100.00%	851,569,308	-	70.14%	0.00%
	Poll (electonically)	851,569,388	80	0.00%	80	-	0.00%	0.00%
	Total	**851,569,388**	**851,569,388**	**100.00%**	**851,569,388**	**-**	**70.14%**	**0.00%**
Public – Institutional holders	Remote E-voting	465,413,689	354,693,712	76.21%	346,702,430	7,991,282	28.55%	0.66%
	Poll (electonically)	465,413,689	-	0.00%	-	-	0.00%	0.00%
	Total	**465,413,689**	**354,693,712**	**76.21%**	**346,702,430**	**7,991,282**	**28.55%**	**0.66%**
Public-Others	Remote E-voting	92,136,197	7,874,004	8.55%	7,871,187	2,817	0.65%	0.00%
	Poll (electonically)	92,136,197	24,040	0.03%	24,040	-	0.00%	0.00%
	Total	**92,136,197**	**7,898,044**	**8.57%**	**7,895,227**	**2,817**	**0.65%**	**0.00%**
Grand Total		**1,409,119,274**	**1,214,161,144**	**86.16%**	**1,206,167,045**	**7,994,099**	**99.34%**	**0.66%**

Notes:

All the above resolutinos have been duly approved with requisite majority by the members of the Company.

None of the above resolutions were proposed to be passed through Postal Ballot.



NITYANAND SINGH & CO.

COMPANY SECRETARIES

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015]

23rd December, 2015

To

The Chairman of the 23rd (Twenty Third) Annual General Meeting **(AGM) of Members of HCL Technologies Limited held on Tuesday, 22nd Day of December, 2015 at 11.00 a.m. at FICCI Auditorium, Federation House, 1, Tansen Marg, New Delhi-110001.**

Dear Sir,

I, Nityanand Singh, (Proprietor) of Nityanand Singh & Co., Company Secretaries having its office at 14, Second Floor, Arjun Nagar, Safdarjung Enclave, New Delhi-110029, appointed as Scrutinizer for the purpose of voting through Remote E-voting and polling at the 23rd Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 [as amended by Companies (Management and Administration) Amendment Rules, 2015] in respect of the below mentioned Resolutions proposed at the 23rd Annual General Meeting ("AGM") of the Company held on **22nd Day of December, 2015** at 11:00 A.M. at **FICCI Auditorium, Federation House, 1, Tansen Marg, New Delhi-110001**, submit our report as under:

1. The E-voting period remained open from Friday 18th December, 2015 (9.00 A.M.) to Monday 21st December, 2015 (5:00 P.M.).

2. The Shareholders holding shares as on the "cut off" date i.e. 15th December, 2015 were entitled to vote on the proposed resolutions (item no. 1 to 6) as set out in the Notice dated 19th November, 2015 of the 23rd Annual General Meeting of **HCL Technologies Limited**.

3. The votes were unblocked on **22nd December, 2015** at 12.16 p.m. in the presence of two witnesses, Ms. Preeti Chauhan R/o. A-25, Vikas Nagar, Uttam Nagar, New Delhi-110059 and Ms. Sushma B. Goswamy R/o. Cottage No-36, West Patel Nagar, Delhi- 110008 who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Preeti Chauhan

Sushma B. Goswamy

NITYANAND SINGH & CO. New Delhi C.P. No.2388 Company Secretaries

14, Second Floor, Arjun Nagar, Safdarjung Enclave, New Delhi - 110029; Tel : 011-26713700 Telefax : 011-26714700
E-mail : officenns@gmail.com, info@nnsandco.com; Web : www.nnsandco.com

4. Thereafter, the details containing, inter-alia, list of Equity Shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited (https://www.evoting.nsdl.com/) (**Annexure-I**). Also the data of electronic voting done through tablet, at the venue, which was organized by National Securities Depository Limited was compiled.

5. I now submit my consolidated report as under on the result of the remote e-voting and voting through tablet (organized by NSDL) at the AGM.

Resolution No. 1: Ordinary Resolution: To consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the year ended June 30, 2015 together with the Reports of the Board of Directors and Auditors thereon

	Remote E-voting		Voting through Electronic Voting System using Tablet at AGM		Consolidated Voting Results		% of total number of valid votes cast
	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	
Votes in favour of resolution	1161	1205345077	125	24120	1286	1205369197	99.99
Votes against the resolution	3	106	-	-	3	106	.001
Invalid votes	-	-	-	-	-	-	-

NITYANAND SINGH & CO. * Company Secretaries * New Delhi C.P. No.2388

Resolution No. 2: Ordinary Resolution: To appoint a Director in place of Mr. Sudhindar Krishna Khanna (DIN 01529178), who retires by rotation and, being eligible, offers himself for re-appointment

	Remote E-voting		Voting through Electronic Voting System using Tablet at AGM		Consolidated Voting Results		% of total number of valid votes cast
	No. of Members who vote	No. of votes cast	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	
Votes in favour of resolution	1166	1209132868	125	24120	1291	1209156988	99.72
Votes against the resolution	27	3343696	-	-	27	3343696	0.28
Invalid votes	-	-	-	-	-	-	-

Resolution No. 3: Ordinary Resolution: Ratification of appointment of the Statutory Auditors

	Remote E-voting		Voting through Electronic Voting System using Tablet at AGM		Consolidated Voting Results		% of total number of valid votes cast
	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	
Votes in favour of resolution	1121	1189535756	124	24118	1245	1189559874	98.58
Votes against the resolution	45	17191474	-	-	45	17191474	1.42
Invalid votes	-	-	-	-	-	-	-

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Resolution No. 4: Ordinary Resolution: Appointment of Mr. Thomas Sieber as Independent Director of the Company

	Remote E-voting		Voting through Electronic Voting System using Tablet at AGM		Consolidated Voting Results		% of total number of valid votes cast
	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	
Votes in favour of resolution	1167	1211848636	125	24120	1293	1211872756	99.99
Votes against the resolution	22	146280	-	-	22	146280	0.01
Invalid votes	-	-	-	-	-	-	-

Resolution No. 5: Special Resolution: Implementation of the 2004 Stock Option Plan (ESOP Plan) through Trust Mechanism

	Remote E-voting		Voting through Electronic Voting System using Tablet at AGM		Consolidated Voting Results		% of total number of valid votes cast
	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	
Votes in favour of resolution	1155	1206734803	124	24095	1279	1206758898	99.39
Votes against the resolution	49	7393022	-	-	49	7393022	0.61
Invalid votes	-	-	-	-	-	-	-

NITYANAND SINGH & CO. New Delhi C.P. No.2388 Company Secretaries

Resolution No. 6: Special Resolution: Authorisation for secondary acquisition of shares under 2004 Stock Option Plan

	Remote E-voting		Voting through Electronic Voting System using Tablet at AGM		Consolidated Voting Results		% of total number of valid votes cast
	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	No. of Members who voted	No. of votes cast	
Votes in favour of resolution	1165	1206142925	125	24120	1290	1206167045	99.34
Votes against the resolution	46	7994099	-	-	46	7994099	0.66
Invalid votes	-	-	-	-	-	-	-

On the basis of the above results, All the Resolutions have been passed with Requisite Majority.

Thanking you,

Yours truly,
For Nityanand Singh & Co.,
Company Secretaries

Nityanand Singh (Prop.)
FCS 2668, CP 2388

NITYANAND SINGH & CO. New Delhi C.P. No.2388 Company Secretaries

Place: New Delhi
Date: 23rd December, 2015