

17th September 2025

To,

The General Manager Department of Corporate Relations BSE Limited Pheroze Jeejeebhoy Towers Dalal Street Mumbai 400001	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 400051
--	--

Sub: Voting Results as per Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Consolidated Scrutinizer Report

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

Dear Sirs,

We are hereby enclosing the voting results of 39th Annual General Meeting (AGM) held on Wednesday, 17th September 2025 at 10:30 A.M. (IST) 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 consolidated scrutinizer report. All five (5) 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 17th September 2025.

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

Truly Yours,

For HCL Infosystems Limited

Twinkle Monga
Company Secretary and Compliance Officer
ICSI Membership No: A54882

HCL INFOSYSTEMS LTD.

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

Tel: +91 120 2520977, 2526518, 2526519 Fax: +91 120 2523791

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

Corporate Identity Number - L72200DL1986PLC023955

www.hclinfosystems.in

www.hcl.com

Voting Results, as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Voting results	
Record date	10-09-2025
Total number of shareholders on record date	195813
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	2
b) Public	95
No. of resolution passed in the meeting	5

HCL INFOSYSTEMS LTD.

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

Tel: +91 120 2520977, 2526518, 2526519 Fax: +91 120 2523791

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

Corporate Identity Number - L72200DL1986PLC023955

www.hclinfosystems.in

www.hcl.com

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Consideration and adoption of the audited standalone and consolidated financial statements of the Company for the financial year ended 31st March 2025, including the audited Balance Sheet as of 31st March 2025, the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.				
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	207031161	207031161	100.0000	207031161	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	207031161	207031161	100.0000	207031161	0	100.0000	0.0000
Public Institutions	E-Voting	18539	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	18539	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	122160228	972215	0.7959	965385	6830	99.2975	0.7025
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	122160228	972215	0.7959	965385	6830	99.2975	0.7025
Total		329209928	208003376	63.1826	207996546	6830	99.9967	0.0033
Whether resolution is Pass or Not.							Yes	

HCL INFOSYSTEMS LTD.

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

Tel: +91 120 2520977, 2526518, 2526519 Fax: +91 120 2523791

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

Corporate Identity Number - L72200DL1986PLC023955

www.hclinfosystems.in

www.hcl.com

Resolution (2)**Resolution required: (Ordinary / Special)**

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Re-appointment of the Director Mr. Neelesh Agarwal (DIN 00149856), who retires by rotation.

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	207031161	207031161	100.0000	207031161	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	207031161	207031161	100.0000	207031161	0	100.0000	0.0000
Public-Institutions	E-Voting	18539	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	18539	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	122160228	972215	0.7959	964177	8038	99.1732	0.8268
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	122160228	972215	0.7959	964177	8038	99.1732	0.8268
Total		329209928	208003376	63.1826	207995338	8038	99.9961	0.0039
Whether resolution is Pass or Not.							Yes	

HCL INFOSYSTEMS LTD.

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

Tel: +91 120 2520977, 2526518, 2526519 Fax: +91 120 2523791

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

Corporate Identity Number - L72200DL1986PLC023955

www.hclinfosystems.in

www.hcl.com

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for the remuneration to be paid to Mr. Raj Kumar Sachdeva, Manager of the Company.				
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	207031161	207031161	100.0000	207031161	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	207031161	207031161	100.0000	207031161	0	100.0000	0.0000
Public- Institutions	E-Voting	18539	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	18539	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	122160228	971715	0.7954	963176	8539	99.1212	0.8788
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	122160228	971715	0.7954	963176	8539	99.1212	0.8788
Total		329209928	208002876	63.1824	207994337	8539	99.9959	0.0041
Whether resolution is Pass or Not.							Yes	

HCL INFOSYSTEMS LTD.

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

Tel: +91 120 2520977, 2526518, 2526519 Fax: +91 120 2523791

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

Corporate Identity Number - L72200DL1986PLC023955

www.hclinfosystems.in

www.hcl.com

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s VKC & Associates, Company Secretaries, as the Secretarial Auditors of the Company.				
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	207031161	207031161	100.0000	207031161	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	207031161	207031161	100.0000	207031161	0	100.0000	0.0000
Public- Institutions	E-Voting	18539	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	18539	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	122160228	971715	0.7954	964176	7539	99.2242	0.7758
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	122160228	971715	0.7954	964176	7539	99.2242	0.7758
Total		329209928	208002876	63.1824	207995337	7539	99.9964	0.0036
Whether resolution is Pass or Not.							Yes	

HCL INFOSYSTEMS LTD.

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

Tel: +91 120 2520977, 2526518, 2526519 Fax: +91 120 2523791

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

Corporate Identity Number - L72200DL1986PLC023955

www.hclinfosystems.in

www.hcl.com

Resolution (5)**Resolution required: (Ordinary / Special)**

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

Material Related Party Transaction of the Company with HCL Capital Private Limited as per the provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

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	207031161	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	18539	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	122160228	971715	0.7954	963673	8042	99.1724	0.8276
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		971715	0.7954	963673	8042	99.1724	0.8276
Total		329209928	971715	0.2952	963673	8042	99.1724	0.8276
Whether resolution is Pass or Not.							Yes	

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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended [SEBI Circulars issued time to time]

To

The Company Secretary,

HCL INFOSYSTEMS LIMITED

CIN: L72200DL1986PLC023955

806 Siddharth 96 Nehru Place, New Delhi

-110019, India

39th Annual General Meeting ("AGM") of the Members of HCL Infosystems Limited ("the Company") held on Wednesday, 17th September, 2025 at 10:30 A.M. (IST) through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM').

Dear Sir,

I, CS Vineet K Chaudhary, Managing Partner of M/s VKC & Associates, Company Secretary in whole-time practice (holding Membership No. F5327 and C.P.NO. 4548) 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 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Ministry of Corporate Affairs ("MCA") General Circular No. 14/2020 dated 8th April, 2020, General Circular No.17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated 5th May, 2020, General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 19/2021 dated 8th December, 2021, General Circular No. 21/2021 dated 14th December, 2021, General Circular No. 2/2022 dated 5th May, 2022, General Circular No. 10/2022 dated 28th December, 2022 General Circular No. 09/2023 dated 25th September, 2023 and General Circular No. 9/2024 dated 19th September, 2024 (collectively referred to as "MCA Circulars"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI Circular No. SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated January 05, 2023, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 read with Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 for compliance with the provisions of the SEBI Listing Regulations, (collectively referred to as "SEBI Circulars") issued in this regard, on the resolution set-out in the Notice of the 39th Annual General Meeting.

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 the 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 in a fair and transparent manner 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 calling the AGM was sent to all the Members/ Beneficiaries electronically on 26th August, 2025, whose e-mail ID was registered with the Company or Depository Participants as on Cut-off date i.e. 22nd August, 2025 in accordance with the provisions of the Companies Act, 2013 read with Rules made thereunder together with the MCA Circulars, SEBI Listing Regulations and SEBI Circular. Further, at the time of scrutiny of the shareholders who have not registered their e-mail addresses with the Company/ Registrar & Share Transfer Agent or Depository Participants, the Company has issued letters to those shareholders providing web link for direct access to the Notice of the 39th Annual General Meeting and Annual Report for the financial year 2024-25 in accordance with the provisions of Regulation 36(1)(b) of the SEBI Listing Regulations.

Cut-off date

5. The Members of the Company as on the "cut-off date" i.e., Wednesday, 10th September, 2025 were entitled to cast their vote through the e-voting facility on the proposed resolutions (Item Nos. 1 to 5) as set out in the Notice of the AGM.



Remote e-Voting process

6. The remote e-voting period commenced from Sunday, 14th September, 2025 at 09:00 a.m. (IST) and ended on Tuesday, 16th September, 2025 at 5:00 p.m. (IST). The remote e-voting module was disabled by NSDL thereafter.

Newspaper Advertisements

7. Pursuant to applicable provisions of the MCA Circulars, the Company had published the advertisements in all editions of "Business Standard" (in English and in Hindi) on Monday, 25th August, 2025, prior to commencement of dispatch of the Notice calling AGM.
8. Pursuant to Rule 20 of the Companies (Management and Administration Rules) 2014, the Company had published the advertisements in "Business Standard" (in English and in Hindi) on Wednesday, 27th August, 2025, post completion of dispatch of the Notice calling the AGM.

E-voting at the AGM

9. At the AGM of the Company held through VC/OAVM on Wednesday, 17th September, 2025, 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.
10. 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. Aman Uniyal and Ms. Simran Parnami, 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.

Consolidated results of e-voting facility

11. 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

Consideration and Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2025, together with the Reports of the Board of Directors and Auditors thereon.

Mode	Total Valid Votes		Votes In Favor			Votes Against		
	No. of Voters	No. of Votes	No. of Voters	No. of Votes	Voting %	No. of Voters	No. of Votes	Voting %
E-voting Facility	359	208003376	333	207996546	99.9967	26	6830	0.0033

Resolution 02: Ordinary Resolution

Re-appointment of Mr. Neelesh Agarwal (DIN: 00149856), a Director liable to retire by rotation and being eligible, offers himself for re-appointment.

Mode	Total Valid Votes		Votes In Favor			Votes Against		
	No. of Voters	No. of Votes	No. of Voters	No. of Votes	Voting %	No. of Voters	No. of Votes	Voting %
E-voting Facility	359	208003376	329	207995338	99.9961	30	8038	0.0039

Resolution 03: Special Resolution

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

Mode	Total Valid Votes		Votes In Favor			Votes Against		
	No. of Voters	No. of Votes	No. of Voters	No. of Votes	Voting %	No. of Voters	No. of Votes	Voting %
E-voting Facility	358	208002876	326	207994337	99.9959	32	8539	0.0041



Resolution 04: Ordinary Resolution

Appointment of M/s. VKC & Associates, Company Secretaries, as the Secretarial Auditors of the Company.

Mode	Total Valid Votes		Votes In Favor			Votes Against		
	No. of Voters	No. of Votes	No. of Voters	No. of Votes	Voting %	No. of Voters	No. of Votes	Voting %
E-voting Facility	358	208002876	328	207995337	99.9964	30	7539	0.0036

Resolution 05: Ordinary Resolution

Material Related Party Transaction of the Company with HCL Capital Private Limited as per the provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Mode	Total Valid Votes		Votes In Favor			Votes Against		
	No. of Voters	No. of Votes	No. of Voters	No. of Votes	Voting %	No. of Voters	No. of Votes	Voting %
E-voting Facility	351	971715	318	963673	99.1724	33	8042	0.8276

Handover of the related documents

12. The electronic data and all other relevant documents 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

13. 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 any other person authorised by him may announce the result of the resolutions proposed at the AGM through e-voting facility.



Restriction on use

14. 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

Peer Review Certificate. No. 6406/2025

UDIN: F005327G001266543

Date: 17th September, 2025

Place: New Delhi

Counter Signed by Chairman/ Authorised Person