

29th September, 2020

To,

The Assistant Vice President,
National Stock Exchange of India Limited,
"Exchange plaza"
Bandra-Kurla Complex,
Bandra (East)
Mumbai-400051

The Secretary,
BSE Limited, P.J.Tower
Dalal Street
Fort
Mumbai-400001

Sub: Proceedings of the 34th Annual General Meeting of HCL Infosystems Limited (the Company) held on 29th September, 2020.

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

Dear Sirs,

In terms of the General Circular No. 20/ 2020 dated May 5, 2020 read with General Circular No. 14/ 2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs (together referred to as MCA Circulars) and the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (referred to as SEBI Circular) and in compliance with other applicable provisions of the Companies Act, 2013 ('Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the 34th AGM of the Company was held on Tuesday, 29th September, 2020 at 10:00 A.M. (IST) through Video Conference ('VC')/Other Audio Visual Means ('OAVM') to transact the business(es) as stated in the AGM Notice dated August 6, 2020 ('Notice').

In this regard, please find enclosed the details of the proceedings of the 34th Annual General Meeting of the Company.

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

Yours Faithfully,

For HCL Infosystems Limited

SUSHIL
KUMAR JAIN

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SUSHIL KUMAR JAIN
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Sushil Kumar Jain
Company Secretary & Compliance Officer

Encl: As Above

**Proceedings of the 34th Annual General Meeting of HCL Infosystems Limited held on
29th September, 2020.**

The 34th Annual General Meeting (the AGM) of the Members of HCL Infosystems Limited (the Company) was held on Tuesday, 29th September, 2020 at 10:00 A.M. through Video Conferencing (VC)/ Other Audio Video Means (OAVM). The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') and concluded at 10:41 A.M.

Mr. Sushil Kumar Jain, Company Secretary of the Company, welcomed the Members to the Meeting and briefed them on the details relating to their participation in the Meeting.

Dr. Nikhil Sinha, Chairman of the Board chaired the AGM. All the Directors of the Company were present at the Meeting through VC from their respective locations. The Chairman welcomed the Directors and requested them to introduce themselves to the Members.

Total 102 Members holding 207141219 Shares attended the meeting as per the records of attendance.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company had extended the remote e-voting facility to the Members of the Company in respect of the businesses mentioned in the Notice of the Meeting. The remote e-voting commenced at 9:00 A.M. on Saturday, 26th September, 2020 and ended at 5:00 P.M. on Monday, 28th September, 2020. Mr. Vineet K Chaudhary, Managing Partner of M/s VKC & Associates, Company Secretary in whole-time practice was appointed as scrutinizer by the Board for scrutinizing the remote e-voting process and e voting process during the Meeting.

The Chairman further informed the Members that the Company has arranged for e voting on all the 6 (Six) resolutions mentioned in the Notice of the Meeting.

The resolutions passed by the Members, briefly related to:

Ordinary Businesses:

1. Adoption of the audited standalone and consolidated financial statements of the Company for the financial year ended 31st March, 2020, including the audited Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon **(Ordinary Resolution)**.
2. Appointment of a Director in place of Mr. Dilip Kumar Srivastava (DIN 06847137), who retires by rotation and being eligible, offers himself for re-appointment and in this regard **(Ordinary Resolution)**.

Special Businesses:

3. Re-appointment of Ms. Ritu Arora (DIN: 07019164) as an Independent Director of the Company **(Special Resolution(s))**.
4. Authorization to sell certain properties held in the name of the Company **(Special Resolution(s))**.
5. Authorization to surrender Company's Plot located at Plot No 1-9, Sunrise City IT Park, Anandapur, Nonadanga, Kolkata to IT Department Kolkata **(Special Resolution(s))**.
6. Amendment of the Employee Stock Option Scheme 2000 (Scheme 2000) and Employee Stock Based Compensation Plan 2005 (Scheme 2005) by inserting the "Amendment and Termination clause". **(Special Resolution(s))**.

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The Chairman further informed the Members that the consolidated voting results will be disseminated to the Stock Exchanges on which the Company's shares are listed and will also be made available on the website of the Company and the National Securities Depository Limited within 48 hours of the conclusion of the Meeting.

The Chairman thanked the Directors for joining the Meeting virtually. The e-voting facility was kept open for 15 minutes to enable the Members to cast their vote. He also thanked the Members for their continued support and for attending and participating in the Meeting.

There being no other business, the Chairman announced the formal closure of the 34th Annual General Meeting of the Company by giving vote of thanks to the members for extending their support to carry out the AGM.

For HCL Infosystems Limited

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Sushil Kumar Jain
Company Secretary & Compliance Officer