HCL INFOSYSTEMS LTD.
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Tel: +91 120 2520977, 2526518, 2526519 Fax: +91 120 2525196
Registered Office: 806 Siddharth, 96, Nehru Place, New Delhi-110019. India.
www.hclinfosystems.com
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16th August, 2012

To,
The Secretary,
National Stock Exchange of India Limited,
"Exchange plaza"
Bandra-Kurla Complex,
Bandra (East)
Mumbai-400 051

To,
The Secretary,
Bombay Stock Exchange Limited,
P.J.Tower
Dalal Street
Fortp
Mumbai-400 001

Sub: Postal Ballot Result

Dear Sirs,

In continuation of our letter dated 26th June, 2012 and 11th July, 2012 regarding approval of the Shareholders of the Company u/s 293(1)(a) of the Companies Act, 1956, for transfer of the Company's Computing Products Manufacturing and Channel Business to a wholly owned subsidiary/group/affiliate/other entity, we wish to inform you that the result of the voting conducted through Postal Ballot has been declared by Mr. Harsh Chitale, Chief Executive Officer and Whole-time Director of the Company today, based on the report dated 13th August, 2012 submitted by Mr. Vineet K. Chaudhary, the Scrutinizer.

The Ordinary Resolution set out in the Postal Ballot Notice has been approved by the Shareholders of the Company with requisite majority.

The result of voting is as under:

Particulars	No. of Postal Ballot Forms / e-votes	No. of Shares	% of Total Paid-up Equity Shares
(a) Total Postal Ballot Forms / e-votes received	1335*	147365408	66.12
(b) Less : Invalid Postal Ballot Forms / e-votes received	73	27700	0.01
(c) Net Valid Postal Ballot Forms/e-votes received	1262	147337708	66.11
(d) Postal Ballot Forms with assent	1164	147297216	99.97 (of the total valid votes casted)
(e) Postal Ballot Forms with dissent	98	40492	0.03 (of the total valid votes casted)

* Includes 490 (Four Hundred & Ninety) members who voted through e-voting facility of NSDL

This is for your information please.

The minutes of the proceedings of Postal Ballot are enclosed.

Thanking you,

Very truly yours,
For HCL Infosystems Limited

Sushil Kumar Jain
Company Secretary

Encl: As Above

HCL INFOSYSTEMS LIMITED

Registered Office: 806, Siddharth, 96, Nehru Place, Delhi-110 019

Minutes of the proceedings held on 16th August, 2012 at 4.00 P.M. at 806, Siddharth, 96, Nehru Place, New Delhi - 110 019, the registered office of HCL Infosystems Limited, relating to declaration of the result on the voting by Postal Ballot conducted pursuant to Section 192A of the Companies Act, 1956 on the Resolution as set out in the Postal Ballot Notice dated 26th June, 2012.

Present:

1.	Mr. Harsh Chitale	:	CEO & Whole-time Director
2.	Mr. J.V. Ramamurthy	:	Director and Member of the Company
3.	Mr. Sandeep Kanwar	:	Member
4.	Mr. Rajesh Punjani	:	Member
5.	Mr. A.K. Suri	:	Member
6.	Mr. Ranjay Bhatia	:	Member
7.	Mr. Sushil Jain	:	Company secretary
8.	Mr. Vineet K. Chaudhary	:	Scrutinizer for the Postal Ballot

Mr. Harsh Chitale stated that the Company had on 10th July, 2012 completed the dispatch to all the shareholders, of the Postal Ballot Notice dated 26th June, 2012 along with Postal Ballot Form, self-addressed business reply envelope and electronic ballot under Section 192A(2) of the Companies Act, 1956, for obtaining the consent of the shareholders to the Ordinary Resolution by means of Postal Ballot for transfer of the Company's Computing Products Manufacturing and Channel Business to a wholly owned subsidiary/group/affiliate/other entity.

Mr. Chitale stated that it was mentioned in the said Notice, that the postal ballot form sent therewith should be returned by the shareholders duly completed so as to reach the Scrutinizer on or before 9th August, 2012 and that the Scrutinizer will submit his report to Mr. Chitale after completion of the scrutiny.

Mr. Chitale thereafter stated that the Scrutinizer, Mr. Vineet K. Chaudhary, has carried out the scrutiny of all the postal ballot forms received up to the close of working hours on 9th August, 2012 and submitted his Report dated 13th August, 2012 and that Mr. Chitale had accepted the said Report.

Mr. Chitale then announced the following result of the Postal Ballot as per the Scrutinizer's Report:

Particulars	**No. of Postal Ballot Forms / e-votes**	**No. of Shares**	**% of Total Paid-up Equity Shares**
(a) Total Postal Ballot Forms / e-votes received	1335*	147365408	66.12
(b) Less : Invalid Postal Ballot Forms / e-votes received	73	27700	0.01
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* Includes 490 (Four Hundred & Ninety) members who voted through e-voting facility of NSDL

Certified to be True
For HCL Infosystems Ltd.

Sushil Kumar Jain
Company Secretary

Mr. Chitale thereafter stated that the following Ordinary Resolution as set out in the Notice dated 26th June, 2012 has accordingly been duly approved by the requisite majority of the shareholders:

"**RESOLVED** that pursuant to the provisions of Section 293 (1)(a) and Section 192A of the Companies Act, 1956, read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, as amended from time to time and other applicable provisions, if any, of the Companies Act, 1956 (including any amendment thereto or re-enactment thereof for the time being in force), the Memorandum and Articles of Association of the Company and subject to other applicable statutory provisions, rules, regulations, guidelines and also subject to necessary approvals, consents, permissions and sanctions from the concerned authorities and such terms and conditions as may be imposed by them, consent of the Shareholders of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the Board, which shall be deemed to include any Committee of Directors or Director(s) or official(s) of the Company for the time being authorised by the Board to exercise the powers conferred on the Board by this resolution) to transfer the Computing Products Manufacturing and Channel Business (which includes the manufacturing undertaking and the channel undertaking) of the Company comprising *inter alia* its business in respect of the same including any and all assets (tangible and intangible), employees, customers, suppliers and other partner relationships and including verbal agreements and formal contracts, causes of action and any or all other assets and properties (tangible and intangible), not stated herein but related to this Business, as well as any or all liabilities relating to this Business effective on such date as the Board deems fit for the Company, to a wholly owned subsidiary/group/affiliate/other entity either at book value or for such lump sum consideration (being not less than the book value, based on a valuation arrived by a valuer appointed by the Company), to be paid to the Company either in cash and/or by issue of shares, whether at par or at premium and/or in any other mode and on such terms and conditions as may be agreed by the Board."

"**RESOLVED** further that the Board be and is hereby authorised to do and perform or cause to be done all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto, and to settle and finalise all issues that may arise in this regard, without further referring to the Shareholders of the Company, including without limitation, determining the timing of transfer, manner of transfer of the Computing Products Manufacturing and Channel Business (which includes the manufacturing undertaking and the channel undertaking), ascertaining the assets and liabilities to be transferred on a consolidated or a individual basis including tangible and intangible assets, finalising and executing necessary agreements, deeds of assignment and such other documents as may be necessary or expedient in its own discretion and in the best interest of the Company, and to delegate all or any of the powers or authorities herein conferred to any Director(s) or other official(s) of the Company, or to engage any advisor, consultant, agent or intermediary, as may be deemed necessary to give effect to this resolution."

Place : Delhi
Date : 16th August, 2012

(Harsh Chitale)

Certified to be True
For HCL Infosystems Ltd.

Sushil Kumar Jain
Company Secretary