

Date: 10th March, 2025

HCL Technologies Limited 806, Siddhartha 96, Nehru Place New Delhi - 110019	National Stock Exchange of India Limited "Exchange Plaza" Bandra East, Mumbai – 400 051 NSE Symbol: HCLTECH	BSE Limited Corporate Relations Department Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai – 400 001 BSE Scrip Code: 532281
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Dear Sir,

Sub.: Disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SAST Regulations") in respect of HCL Technologies Limited ("Target Company")

Ref.: Exemption Order (Ref No. WTM/ASB/CFD/11/2024-25) dated 22/11/2024 under Sections 11(1) and 11 (2)(h) of the Securities and Exchange Board of India Act, 1992 read with Regulation 11(5) of the SAST Regulations ("Exemption Order")

This has reference to the Exemption Order issued by the SEBI approving indirect transfer of shares & voting rights by Shri Shiv Nadar (the undersigned) in favour of Ms. Roshni Nadar Malhotra in the Target Company through transfer of 47% shareholding in each of its promoter companies: (1) Vama Sundari Investments (Delhi) Private Limited; and (2) HCL Corporation Private Limited ("**Promoter Companies**").

In terms of the Exemption Order, Shri Shiv Nadar has transferred 47% shareholding to Ms. Roshni Nadar Malhotra in each of the Promoter Companies by way of gift on 7th March, 2025.

The required details in terms of Regulation 29(2) of the SAST Regulations are enclosed herewith and you are requested to disseminate the same.

Thanking you,



Shiv Nadar

Encl.: Disclosure under Regulation 29(2) of the SAST Regulations

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	HCL Technologies Limited		
Name(s) of the seller and Persons Acting in Concert (PAC) with the seller	Acquirer: Ms. Roshni Nadar Malhotra Seller: Mr. Shiv Nadar PACs: 1. HCL Corporation Pvt. Ltd 2. Vama Sundari Investments (Delhi) Pvt. Ltd. 3. Mrs. Kiran Nadar 4. HCL Holdings Private Ltd.		
Whether the seller belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. National Stock Exchange of India Limited (NSE) 2. BSE Limited (BSE)		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the sale under consideration, holding of: a) Shares carrying voting rights b) Shares in the nature of encumbrance (pledge/ lien/ non disposal undertaking/ others) c) Voting rights (VR) otherwise than by shares d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	1,65,03,00,415	60.814	60.814
e) Total (a+b+c+d)	1,65,03,00,415	60.814	60.814
Details of acquisition/sale			
a) Shares carrying voting rights acquired /sold	The Seller has not disposed off any shares of the Target Company directly but has disposed off 47% equity shares of each of the Promoter Companies i.e., 1. HCL Corporation Private Limited; and 2. Vama Sundari Investments (Delhi) Private Limited which hold 0.17% and 44.17% respectively in the Target Company as promoter/ promoter group. Please		

refer to **Annexure A** for the number of shares of each of the above Promoter Companies disposed off by the Seller.

b) VRs acquired /sold otherwise than by shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold d) Shares encumbered / invoked/released by the acquirer			
e) Total (a+b+c+/-d)	NIL	NIL	NIL

After the acquisition/sale, holding of: a) Shares carrying voting rights b) Shares encumbered with the acquirer c) VRs otherwise than by shares d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	1,65,03,00,415	60.814	60.814
e) Total (a+b+c+d)	1,65,03,00,415	60.814	60.814

Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	The Seller has not disposed off any shares of the Target Company directly but has disposed off 47% shareholding in each of the Promoter Companies, i.e., 1. HCL Corporation Private Limited; and 2. Vama Sundari Investments (Delhi) Private Limited which hold 0.17% and 44.17% respectively in the Target Company as promoter/ promoter group. Further, the sale is by way of an inter-se transfer by way of gift.
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares , whichever is applicable	7 th March, 2025
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 5,42,73,30,192 /-

Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 5,42,73,30,192 /-
Total diluted share/voting capital of the TC after the said sale	Rs. 5,42,73,30,192 /-

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.



Shiv Nadar

Place: New Delhi

Date: 10.03.2025

Annexure A

TABLE A: Shareholding of the acquirer, persons acting in concert and seller in the Target Company before and after the sale:

Particulars	Shareholding before the proposed sale		Proposed Transaction		After the proposed sale	
	No. of shares	% holding	No. of shares	% holding	No. of shares	% holding
Promoters & Promoter Group other than Seller						
Kiran Nadar	494602	0.02	0	0.00	494602	0.02
Roshni Nadar Malhotra	696	0.00	0	0.00	696	0.00
HCL Corporation Pvt. Ltd.	4593104	0.17	0	0.00	4593104	0.17
Vama Sundari Investments (Delhi) Pvt. Ltd.	1,19,85,49,941	44.17	0	0.00	1,19,85,49,941	44.17
HCL Holdings Pvt. Ltd.	44,66,62,032	16.46	0	0.00	44,66,62,032	16.46
Seller						
Shiv Nadar	736	0	0	0.00	736	0
Total	1,65,03,01,111	60.81	0	00	2,71,36,65,096	100

Table B: Transfer of equity shares of HCL Corporation Private Limited

Particulars	Shareholding before the proposed sale		Proposed Transaction		After the proposed sale	
	No. of shares	% holding	No. of shares	% holding	No. of shares	% holding
Promoters & Promoter Group other than Seller						
Roshni Nadar Malhotra	2065	10.33	9,400	47	11,465	57.33
Kiran Nadar	6,544	32.72	0	0	6,544	32.72
Shikhar Neelkamal Malhotra	1191	5.95	0	0	1,191	5.95
Seller						
Shiv Nadar	10,200	51.00	-9,400	-47	800	4.00
Total	20,000	100	0	0.00	20,000	100

Table C: Transfer of equity shares of Vama Sundari Investments (Delhi) Private Limited

Particulars	Shareholding before the proposed sale		Proposed Transaction		After the proposed sale	
	No. of shares	% holding	No. of shares	% holding	No. of shares	% holding
Promoters & Promoter Group other than Seller						
Roshni Nadar Malhotra	2,626	10.33	11,951	47	14,577	57.33
Kiran Nadar	8,320	32.72	0	0	8,320	32.72
Shikhar Neelkamal Malhotra	1,514	5.95	0	0	1,514	5.95

Particulars	Shareholding before the proposed sale		Proposed Transaction		After the proposed sale	
	No. of shares	% holding	No. of shares	% holding	No. of shares	% holding
Promoters & Promoter Group other than Seller						
Seller						
Shiv Nadar	12,968	51	-11,951	-47	1,017	4.00
Total	25,428	100	0	0.00	25,428	100