The Board of Directors
HCL Infosystems Limited
E- 4, 5, 6, Sector XI,
Noida - 201301 (Uttar Pradesh)

1. We have reviewed the consolidated results of HCL Infosystems Limited, its subsidiaries and jointly controlled entity (hereinafter referred to as the "Group") (refer Note 4 on the Statement) for the quarter ended December 31, 2014 which are included in the accompanying Unaudited Financial Results for the quarter ended December 31, 2014 and the consolidated statement of assets and liabilities as on that date (the "Statement"), except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in HCL Infosystems Limited which have been traced from disclosures made by the Management but have neither been reviewed nor been audited by us. The Statement has been prepared by the Group's Management pursuant to Clause 41 of the Listing Agreement with the Stock Exchanges in India, which has been initialled by us for identification purposes. This Statement is the responsibility of the Group's Management and has been approved by the Board of Directors/ Committee of Board of Directors of HCL Infosystems Limited. Our responsibility is to issue a report on the Statement based on our review.

2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement.

3. A review is limited primarily to inquiries of group's personnel and analytical procedures applied to group's financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.

4. We have only traced the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in HCL Infosystems Limited in the Statement from the disclosures made by the Group's Management and are, therefore, not expressing a review opinion thereon.

5. We did not review the financial results of four subsidiaries considered in the preparation of the Statement and which constitute total assets of Rs 76.06 crores and net assets of Rs (12.13) crores as at December 31, 2014, total revenue of Rs. 25.90 crores and Rs. 71.54 crores and net loss of Rs 1.46 crores and Rs 4.76 crores, for the quarter and period then ended, respectively. These financial results/ statements and other financial information have been reviewed by other auditors whose report has been furnished to us, and our opinion on the Statement to the extent they have been derived from such financial results/ statements is based solely on the report of such other auditors.

6. We were neither engaged to review, nor have we reviewed the information relating to the results and disclosures in the Statement for the quarter and period ended December 31, 2013 and, accordingly, we do not express any review opinion thereon.

7. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Statement has not been prepared in all material respects in accordance with the applicable Accounting Standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 as per Section 211(3C) of the Companies Act, 1956 read with the General Circular 15/2013 dated September 13, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies, and has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants

Avijit Mukerji
Partner
Membership Number: 056155

Place: Gurgaon
Date: January 22, 2015

HCL INFOSYSTEMS LIMITED

Unaudited Financial Results for the Quarter ended December 31, 2014

Regd.Off. 806, Siddharth, 96 Nehru Place, New Delhi 110 019.
CIN - L72200DL1986PLC023955
Phone number +91 120 2520977, 2526518-19 Fax +91 120 2523791
Website www.hclinfosystems.com
Email ID: cosec@hcl.com

Part I- Statement of Consolidated results for the quarter and six months ended December 31, 2014

Rs. Lakhs

	Particulars	Consolidated					
		Unaudited			Unaudited		Audited
		Three months ended			Six months ended		Year ended
		31.12.2014	30.09.2014	31.12.2013	31.12.2014	31.12.2013	30.06.2014
	Gross Sales / Income from Operations	145,052	168,268	193,758	313,320	412,155	785,244
-	Less: Excise Duty	-	-	53	-	352	413
1a.	Net Sales / Income from Operations	145,052	168,268	193,705	313,320	411,803	784,831
1b.	Other Operating Income	157	-	4	157	115	1,057
2.	**Expenses**						
a)	Cost of materials consumed	452	770	8,474	1,222	23,259	40,146
b)	Purchases of Stock-in-trade	102,701	127,151	141,719	229,852	324,578	603,103
c)	Changes in inventories of finished goods, work-in-progress and stock-in-trade	5,024	6,709	5,819	11,733	(4,390)	5,332
d)	Employee benefits expense	13,615	13,667	14,560	27,282	26,416	57,190
e)	Exchange Differences Loss/ (Gain)	187	284	1,909	471	4,844	7,061
f)	Depreciation and amortisation expense	1,270	1,335	1,310	2,605	2,681	5,250
g)	Other Expenses	25,115	22,400	22,077	47,515	40,167	81,865
	Total Expenses	148,364	172,316	195,868	320,680	419,555	799,947
3.	Profit / (Loss) from Operations before Other Income, finance costs and exceptional items(1-2)	(3,155)	(4,048)	(2,139)	(7,203)	(7,637)	(14,059)
4.	Other Income	1,526	1,460	2,208	2,986	4,960	9,644
5.	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	(1,629)	(2,588)	69	(4,217)	(2,657)	(4,415)
6.	Finance costs	3,472	3,232	4,115	6,704	8,258	15,604
7.	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)	(5,101)	(5,820)	(4,046)	(10,921)	(10,915)	(20,019)
8.	Exceptional Items loss/ (Gain)	(146)	(1,923)	-	(2,069)	-	(1,437)
9.	Profit / (Loss) from ordinary activities before Tax (7-8)	(4,955)	(3,897)	(4,046)	(8,852)	(10,915)	(18,582)
10.	Tax Expense/ (Credit)	127	629	369	756	740	2,870
11.	Net Profit / (Loss) from ordinary activities after Tax (9-10)	(5,082)	(4,526)	(4,415)	(9,608)	(11,655)	(21,452)
12.	Extraordinary Items (net of tax expense)	-	-	-	-	-	-
13.	Net Profit / (Loss) for the period (11-12)	(5,082)	(4,526)	(4,415)	(9,608)	(11,655)	(21,452)
14.	Share of Profit / (Loss) of associates	-	-	-	-	-	-
15.	Minority Interest	-	-	-	-	-	-
16.	Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13+14+15)	(5,082)	(4,526)	(4,415)	(9,608)	(11,655)	(21,452)
17.	Paid-up Equity Share Capital (Face value per share in Rs. 2/-)	4,458	4,458	4,458	4,458	4,458	4,458
18.	Reserves excluding Revaluation Reserves as per Balance Sheet of the previous accounting year						139,847
19.	Earnings per Share (EPS) (not annualised) Rs./share						
a)	EPS before extra ordinary items for the period						
	- Basic	(2.3)	(2.0)	(2.0)	(4.3)	(5.2)	(9.6)
	- Diluted	(2.3)	(2.0)	(2.0)	(4.3)	(5.2)	(9.6)
b)	EPS after extra ordinary items for the period						
	- Basic	(2.3)	(2.0)	(2.0)	(4.3)	(5.2)	(9.6)
	- Diluted	(2.3)	(2.0)	(2.0)	(4.3)	(5.2)	(9.6)

Statement of Assets and Liabilities

Rs. Lakhs

Particulars	Consolidated	
	Unaudited as at 31.12.2014	Audited as at 30.06.2014
A EQUITY AND LIABILITIES		
Shareholders' funds		
Share capital	4,458	4,458
Reserves and surplus	130,282	139,847
Sub-Total - Shareholders' funds	134,740	144,305
Non Current Liabilities		
Long term Borrowings	28,342	38,814
Deferred tax Liabilities	50	
Other Long term Liabilities	2,951	3,231
Long term Provisions	1,185	1,326
Sub-Total - Non Current Liabilities	32,578	43,371
Current Liabilities		
Short-term borrowings	40,350	29,386
Trade payables	114,390	143,579
Other current liabilities	73,179	67,412
Short-term provisions	2,794	3,049
Sub-Total - Current Liabilities	230,742	243,426
Total - EQUITY AND LIABILITIES	398,060	451,102
B ASSETS		
Non-current assets		
Fixed Assets	25,329	34,383
Goodwill on consolidation	57,757	57,685
Non-current investments	42	512
Deferred tax assets (net)	9,141	5,432
Long-term loans and advances	-	-
Trade receivables	-	-
Other non-current assets	20,737	24,240
Sub-Total - Non Current assets	113,006	122,212
Current Assets		
Current investments	21,325	17,478
Inventories	32,517	43,565
Trade receivables	73,145	86,468
Cash and bank balances	13,457	34,725
Short-term loans and advances	24,437	28,443
Other current assets	116,133	118,211
Sub-Total - Current assets	284,994	328,890
Total Assets	398,060	451,102

Price Waterhouse
FRN 301112E

HCL INFOSYSTEMS LTD

Part II - Select Information for the Quarter and six ended December 31, 2014

Rs Lakhs

	Particulars	Consolidated					
		Unaudited			Unaudited		Audited
		Three months ended			Six months ended		Year ended
		31.12.2014	30.09.2014	31.12.2013	31.12.2014	31.12.2013	30.06.2014
A)	**Particulars of Share holding**						
1	Public Shareholding						
	- Number of Shares	93,511,785	93,501,785	93,844,683	93,511,785	93,844,683	93,501,785
	- Percentage of Shareholding	41.95%	41.95%	42.11%	41.95%	42.11%	41.95%
2	Promoters and Promoter Group Shareholding						
a)	Pledged / Encumbered						
	- Number of shares	NIL	NIL	900	NIL	900	NIL
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	NIL	NIL	0.00%	NIL	0.00%	NIL
	- Percentage of shares (as a % of the total share capital of the company)	NIL	NIL	0.00%	NIL	0.00%	NIL
b)	Non - encumbered						
	- Number of shares	129,377,844	129,377,844	129,034,046	129,377,844	129,034,046	129,377,844
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%
	company)	58.05%	58.05%	57.89%	58.05%	57.89%	58.05%

Particulars	Three months ended 31.12.2014
B) INVESTOR COMPLAINTS	
Pending at the beginning of the Quarter	1
Received during the Quarter	4
Disposed of during the Quarter	5
Remaining unresolved at the end of the Quarter	Nil

Notes

1 After recommendation by the Audit Committee, these results have been approved and taken on record by the Board of Directors at its meeting held on January 22, 2015. The results have been subjected to a limited review by the statutory auditors. The consolidated results for the quarter and six months ended December 31, 2013 were not subjected to review by the statutory auditors, who reviewed the standalone results for this period.

2 Exceptional items include :

Particulars	Unaudited			Unaudited		Audited
	Three months ended			Six months ended		Year ended
	31.12.2014	30.09.2014	31.12.2013	31.12.2014	31.12.2013	30.06.2014
a. Inventory write off due to phasing out of a product line	-	460	-	460	-	1,350
b. Impairment of Goodwill	-	-	-	-	-	800
c. Profit on sale of Subsidiary	-	1,963	-	1,963	-	-
d. Profit on sale of properties	146	420	-	586	-	3,587
Total (a+b-c-d) - (Gain) / Loss	(146)	(1,923)	-	(2,069)	-	(1,437)

3 The standalone financial results for the relevant periods are as follows

Particulars	Unaudited			Unaudited		Audited
	Three months ended			Six months ended		Year ended
	31.12.2014	30.09.2014	31.12.2013	31.12.2014	31.12.2013	30.06.2014
Revenue	101,563	119,278	143,811	220,841	303,458	572,954
Profit/(Loss) before Finance cost and exceptional items	3,450	4,205	2,120	7,655	4,498	7,662
Profit /(Loss) Before Tax*	(6,086)	2,661	363	(3,405)	1,090	(17,708)

*Standalone Profit /(Loss) Before Tax for quarter/six months ended December 31, 2014 and year ended June 30, 2014 are not off provision for diminution in the value of investment in HCL Infotech Limited amounting to Rs.7,300 lakhs and Rs. 21,000 Lakhs respectively.However, this does not have any impact on the consolidated financial statements as the above mentioned diminution is due to net loss incurred by HCL Infotech Limited which is already included in the consolidated results.

Place : Noida
Date : January 22, 2015

Segment-wise Information

Rs Lakhs

	Particulars	Consolidated					
		Unaudited			Unaudited		Audited
		Three months ended			Six months ended		Year ended
		31.12.2014	30.09.2014	31.12.2013	31.12.2014	31.12.2013	30.06.2014
1.	**Segment Revenue**						
	-Hardware Products and Solutions (Gross)	20,247	29,333	40,227	49,580	99,683	200,415
	Less: Excise Duty	-	-	53	-	352	413
	- Hardware Products and Solutions (Net)	20,247	29,333	40,174	49,580	99,331	200,002
	- Services	23,036	21,125	18,964	44,161	34,675	74,573
	- Distribution	102,790	122,485	144,794	225,284	292,781	533,325
	- Learning	749	1,259	1,098	2,008	2,349	6,658
	Total	146,821	174,202	205,030	321,033	429,136	814,558
	Less : Intersegment revenue	1,769	5,934	11,325	7,713	17,333	29,727
	Net Sales / Income from Operations	145,052	168,268	193,705	313,320	411,803	784,831
2	**Segment Results (Profit / (Loss) before Tax and interest from each segment)**						
	- Hardware Products and Solutions	(2,392)	(4,788)	(5,343)	(7,180)	(11,595)	(22,407)
	- Services	(429)	(122)	2,044	(551)	2,821	5,573
	- Distribution	1,882	2,047	2,386	3,729	4,844	8,628
	- Learning	(837)	(917)	(419)	(1,754)	(1,022)	(1,485)
	Total	(1,776)	(3,780)	(1,320)	(5,756)	(5,152)	(9,691)
	Less :						
	i) Interest Expense	3,472	3,232	4,115	6,704	8,258	15,604
	ii) Other un-allocable expenditure net off un-allocable (income)	(493)	(3,115)	(1,369)	(3,608)	(2,495)	(6,712)
	Total Profit / (Loss) Before Tax	(4,755)	(3,897)	(4,066)	(8,852)	(10,915)	(18,583)
3.	**Capital Employed (Segment Assets - Segment Liabilities)**						
	- Hardware Products and Solutions	90,340	84,179	69,554	90,340	69,554	83,091
	- Services	26,267	22,583	20,713	26,267	20,713	24,837
	- Distribution	(7,166)	(430)	8,348	(7,166)	8,348	(7,927)
	- Learning	1,520	1,273	1,234	1,520	1,234	2,469
	Unallocated						
	- Liquid Assets	26,579	27,682	31,174	26,579	31,174	30,951
	- Others unallocated	106,912	114,217	132,874	106,912	132,874	122,071
	Total Capital Employed	244,452	249,504	263,897	244,452	263,897	255,492

4 Consolidated Results include financial results of HCL Infosystems Limited (the parent company), its subsidiaries and a jointly controlled entity.

5 Figures for previous periods have been regrouped and rearranged, wherever necessary, to conform with the relevant current period's classification.

By order of the Board
for HCL Infosystems Limited

Premkumar

Premkumar Seshadri
Executive Vice-Chairman & Managing Director

Price Waterhouse Chartered Accountants FRN 301112E Gurgaon

HCL INFOSYSTEMS LTD.