HCL INFOSYSTEMS LTD.
Corporate Office: E-4, Sector 11, 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.com
www.hcl.com

14th November, 2014

To

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

To

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

Subject: Proceedings of the 28th Annual General Meeting of HCL Infosystems Limited (the Company) held on 12th November, 2014 as per the requirements of Clause 31(d) of the Equity Listing Agreement

Dear Sir,

The details of the proceedings of the 28th Annual General Meeting of the Company held on 12th November, 2014 are enclosed as prescribed under Clause 31(d) of the Equity Listing Agreement.

You are requested to please take aforesaid on your record.

Thanking You,

Yours Faithfully,

For HCL Infosystems Limited

Sushil Kumar Jain
Company Secretary

Encl: As above

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Gist of the proceedings of the Annual General Meeting of HCL Infosystems Limited held on 12th November, 2014

The 28th Annual General Meeting (the Meeting) of the Members of HCL Infosystems Limited was held on 12th November, 2014 at 10:30 A.M. at FICCI Auditorium, 1 , Tansen Marg , New Delhi-110001.

Dr. Nikhil Sinha, Chairman of the Board chaired the proceedings of the Meeting.

Total 8,112 Members (including proxies) 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) Rules, 2014, the Company had extended the e-voting facility to the Members of the Company in respect of businesses mentioned in the Notice of the Meeting. The e-voting commenced at 09:00 A.M. on 6th November, 2014 and ended at 06:00 P.M. on 8th November, 2014. Mr. Vineet K Chaudhary, Practicing Company Secretary was appointed as the Scrutinizer by the Board for scrutinizing the e-voting process and the poll process at the Meeting.

The Chairman informed the Members that the Company has arranged for a poll on all the 13 (thirteen) resolutions mentioned in the Notice of the Meeting. Thereafter, the Chairman ordered for the poll to be taken at the meeting and requested Mr. Vineet K Chaudhary, the Scrutinizer for an orderly conduct of the voting. The Chairman announced that the combined result of e-voting and the poll at Meeting venue will be uploaded on the website of the Company.

The resolutions passed by the Members, briefly related to:

ORDINARY BUSINESSES:

1. Adoption of the financial statements of the Company for the financial year ended 30th June, 2014, including the audited Balance Sheet as at 30th June, 2014, 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 Mr. V. N. Koura (DIN 00010210) as Director liable to retire by rotation (Ordinary Resolution).

3. Appointment of M/s. Price Waterhouse, Chartered Accountants (FRN – 301112E) as Auditors to hold office from the conclusion of 28th Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and authorizing Board to fix their remuneration (Ordinary Resolution).

SPECIAL BUSINESSES:

4. Appointment of Mr. Kaushik Dutta (DIN 03328890) as an Independent Director (Ordinary Resolution).

5. Appointment of Ms. Sangeeta Talwar (DIN 00062478) as an Independent Director (Ordinary Resolution).

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6. Appointment of Mr. Sanjeev Sharma (DIN 05341838) as an Independent Director (Ordinary Resolution).

7. Appointment of Mr. Dhirendra Singh (DIN 00852815) as an Independent Director (Ordinary Resolution).

8. Appointment of Mr. Ajay Vohra (DIN 00012136) as an Independent Director (Ordinary Resolution).

9. Appointment of Dr. Pradeep Kumar Khosla (DIN 03611983) as an Independent Director (Ordinary Resolution).

10. Appointment of Mr. Pawan Kumar Danwar (DIN 06847503) as a Non-Executive Non-Independent Director (Ordinary Resolution).

11. Appointment of Mr. Dilip Kumar Srivastava (DIN 06847137) as a Non-Executive Non-Independent Director (Ordinary Resolution).

12. Appointment of Mr. Premkumar Seshadri (DIN 03114983) as a Non-Independent Director (Ordinary Resolution).

13. To continue payment of remuneration on existing basis to Mr. Harshavardhan Madhav Chitale, Managing Director & CEO (Special Resolution).

There being no other business, the Chairman announced the closure of the Meeting.

The poll results were notified to the Stock Exchange(s) in the format prescribed under Clause 35A of the Listing Agreement and the details of the said results have also been uploaded on the website of the Company.

For HCL Infosystems Limited

HCL INFOSYSTEMS LTD.

Sushil Kumar Jain
Company Secretary