

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 September, 2017

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 31st Annual General Meeting of HCL Infosystems Limited (the Company) held on 14th September, 2017 as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Dear Sirs,

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as amended from time to time, please find enclosed the details of the proceedings of the 31st Annual General Meeting of the Company held on 14th September, 2017 at 10:00 A.M.

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

Yours Faithfully,

For HCL Infosystems Limited



Sushil Kumar Jain
Company Secretary & Compliance Officer



Encl: As Above

**Proceedings of the 31st Annual General Meeting of HCL Infosystems Limited held on
14th September, 2017**

The 31st Annual General Meeting (the AGM) of the Members of HCL Infosystems Limited was held on Thursday, 14th September, 2017 at 10:00 A.M. at Kamani Auditorium, 1, Copernicus Marg, New Delhi – 110001 and concluded at 10:45 A.M.

In the absence of Dr. Nikhil Sinha, Chairman of the Board, Mr. Premkumar Seshadri, Managing Director was appointed as the Chairman of the Annual General Meeting (AGM). The Chairman of the Board chaired the proceedings of the AGM.

Total 475 Members 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 Monday, 11th September, 2017 and ended at 5:00 P.M. on Wednesday, 13th September, 2017. Mr. Vineet K Chaudhary, 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 the poll process at the Meeting.

The Chairman informed the Members that the Company has arranged for a poll on all the 5 (Five) 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 the 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 standalone and consolidated financial statements of the Company for the financial year ended 31st March, 2017, including the audited Balance Sheet as at 31st March, 2017, 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. Dilip Kumar Srivastava (DIN 06847137), who retires by rotation and being eligible, offers himself for re-appointment **(Ordinary Resolution)**.
3. Appointment of M/s BSR & Associates LLP, Chartered Accountants (FRN – 116231W/W-100024) as Auditors of the Company in place of M/s. Price Waterhouse, Chartered Accountants (FRN 301112E) and to fix their remuneration **(Ordinary Resolution)**.

Special Businesses:

4. Approval to offer or invitation to subscribe to Redeemable Non-Convertible Debentures on Private Placement basis **(Special Resolution)**.
5. Approval of the related party transaction with HCL Corporation Private Limited as per the provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 **(Ordinary Resolution)**.



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There being no other business, the Chairman announced the formal closure of the 31st Annual General Meeting of the Company by giving vote of thanks to the members for extending their support to carry out the AGM.

The poll results shall be notified to the Stock Exchange(s) in the format prescribed under Regulation 44 of the Listing Regulations and the details of the said results shall also be uploaded on the website of the Company and the website of NSE, BSE, NSDL & CDSL.

For HCL Infosystems Limited



Sushil Kumar Jain

Company Secretary & Compliance Officer

