HCL INFOSYSTEMS LTD.
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Corporate Identity Number - L72200DL1986PLC023955
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31st January, 2018

To

The General Manager	**The Vice President**
Department of Corporate Relations	Listing Department
BSE Limited	The National Stock Exchange of India Limited
Sir Phiroze Jeejeebhoy Towers	Exchange Plaza
Dalal Street	Bandra Kurla Complex
Fort	Bandra (East)
Mumbai 400 001	Mumbai 400 051

Sub: **Intimation of the sale of HCL Computing Products Limited, a wholly owned subsidiary along with CARE business, a division of HCL Services Limited, another wholly owned subsidiary.**

Ref: **Regulation 30(2) 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,

This is to inform you that the Board of Directors of HCL Infosystems Limited (the Company) in its meeting held today, i.e. 31st January, 2018 has approved the sale of CARE Business, a division of HCL Services Limited (Wholly owned subsidiary) in the following manner:

1. CARE Business division shall first be transferred by HCL Services Limited (HCL Services) to HCL Computing Products Limited (HCPL) on slump sale basis as a going concern under a Business Transfer Agreement (BTA);

2. After completion of Slump sale of the CARE Business into HCPL, the entire shareholding of HCPL held by the Company shall be sold to M/s Quess Corp Limited, (the buyer), a listed Public Limited company under a Master Agreement (MA).

The total Consideration for transaction is Rs.30 Crore. The closure of transaction is subject to certain conditions listed out in BTA and MA.

The transaction is expected to be completed by 30th April, 2018.

You are requested to kindly take the same on record.

Yours faithfully,

For HCL Infosystems Limited

HCL INFOSYSTEMS LIMITED

Sushil Kumar Jain
Company Secretary

HCL

Annexure – 1

Details for sale or disposal of unit(s) or division(s) or subsidiary of the listed entity as per Para A of Part A of Schedule III of Listing Regulations.

S.No.	Particulars	Remarks
1	**the amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year**	The Revenue and Net Worth of HCPL are 'NIL' and 'Rs. 3.22 lakhs' respectively.
2	**date on which the agreement for sale has been entered into**	31/01/2018
3	**the expected date of completion of sale/disposal**	30/04/2018
4	**consideration received from such sale/disposal**	Rs. 30 Crores
5	**brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof**	- The transfer of the CARE Business from HCL Services to HCPL is a related party transaction as both are fellow subsidiaries of the Company; - The sale of the Shares of HCPL by the Company to Quess Corp Limited (the buyer) is not a related party transaction.
6	**whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"**	The transfer of the CARE Business from HCL Services to HCPL is a related party transaction as both entities are fellow subsidiaries of the Company. The transaction is done at "arm's length" basis.
7	**additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale**	Annexure 1 (i) as below

Annexure 1(i)

Indicative disclosure for amalgamation/ merger:

1	**name of the entity(ies) engaged in the slump sale, details in brief such as, size, turnover etc.**	The turnover of CARE Business division of Services is Rs. 190.75 crores and the capital employed is Rs. 21 crores.
2	**whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"**	Yes, the transfer of the CARE Business from HCL Services to HCPL is a related party transaction. The transaction is done at "arm's length" basis.
3	**area of business of the entity(ies)**	HCL Services is engaged in the business of providing IT Services and solutions. HCPL proposes to engage in the business of providing after market and after sales services of electronic, electric, digital, multi-media, consumer durables and domestic appliances.

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4	**rationale for amalgamation/ merger**	The CARE division of HCL Services and HCPL are proposed to be sold to M/s Quess Corp Limited
5	**in case of cash consideration – amount or otherwise share exchange ratio**	Rs. 29.40 Crores
6	**brief details of change in shareholding pattern (if any)of listed entity.**	Not Applicable

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