

SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 110 and other applicable provisions of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended) read with MCA Circulars issued from time to time read with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circulars issued time to time, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, as amended and pursuant to the other applicable laws and regulations]

To
The Chairman,
HCL INFOSYSTEMS LIMITED
CIN: L72200DL1986PLC023955
Registered Office: 806, Siddharth 96 Nehru Place,
New Delhi-110019, India

**SCRUTINIZER'S REPORT ON POSTAL BALLOT PROCESS CONDUCTED
THROUGH REMOTE E-VOTING IN COMPLIANCE WITH THE PROVISIONS OF
THE COMPANIES ACT, 2013 AND APPLICABLE RULES MADE THEREUNDER**

Dear Sir,

I, Vineet K Chaudhary, Managing Partner of M/s VKC & Associates, Company Secretary in whole-time practice (Holding Membership No: F5327 and C.P. No:- 4548) was appointed as "Scrutinizer" by the Board of Directors of **HCL INFOSYSTEMS LIMITED** ("the Company") in board meeting held on February 13, 2026 for scrutinizing the postal ballot process which was conducted through electronic means only (i.e Remote e-voting), in respect of the resolution contained in the Notice dated February 13, 2026 in a fair and transparent manner and for ascertaining the requisite majority for the resolution proposed to be passed with respect to the provisions of Section 108 & 110 of the Companies Act, 2013 ('the Act') and Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") including any statutory modification(s) or re-enactment(s) thereof for the time being in force and other applicable provisions, if any, of the Act, read with the General Circular No. 14/2020 dated April 08, 2020; General Circular No. 17/2020 dated April 13, 2020; General Circular No. 22/2020 dated June 15, 2020; General Circular No. 33/2020 dated September 28, 2020; General Circular No. 39/2020 dated December 31, 2020; General Circular No. 10/2021 dated June 23, 2021; General Circular No. 20/2021 dated December 08, 2021; General Circular no. 3/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022; General Circular No. 09/2023 dated September 25, 2023; General Circular No. 9/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Government of India read with other relevant circulars issued from time to time (collectively referred to as "MCA Circulars") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, as amended and pursuant to other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force).

SERVICE PROVIDER

The Company has availed the services of National Securities Depository Limited ("NSDL") for facilitating e-voting to enable the members to cast their votes electronically using a remote e-voting system on special business sought to be transacted through Postal Ballot.

MANAGEMENT'S RESPONSIBILITY

The Management of the Company is responsible to ensure compliances with the requirements of the Companies Act, 2013, read with rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, MCA Circulars or any other provisions, as applicable, for conducting the postal ballot of the Company. The management of the Company is responsible for ensuring a secure framework and robustness of the electronic voting systems.

SCRUTINIZER'S RESPONSIBILITY

My responsibility as Scrutinizer is restricted to make Scrutinizer's Report of the votes cast "For" or "Against" the resolution(s) stated in the Notice of Postal Ballot, based on the report generated from the e-voting system provided by the NSDL.

CUT-OFF DATE

The Members of the Company holding equity shares either in physical form or in dematerialized form, as on the "cut-off date" i.e. **Monday, March 09, 2026**, were entitled to cast their votes electronically through remote e-voting on the resolution as set out in the Notice of Postal Ballot dated **February 13, 2026**.

REMOTE E-VOTING PROCESS

The remote e-voting period commenced on **Sunday, March 15, 2026, from 9:00 a.m. (IST) and ends on Monday, April 13, 2026, at 5:00 p.m. (IST)** on the designated website <https://www.evoting.nsdl.com> of NSDL.



NOTICE IN ELECTRONIC MODE

Pursuant to the provisions of the Act and MCA Circulars issued by Ministry of Corporate Affairs, the Company has sent Postal Ballot notice to its Members/Beneficiaries whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited /Central Depository Services (India) Limited as on the **Cut-off date** i.e. **Monday, March 09, 2026**, and whose e-mail IDs were registered with the Company/RTA or Depositories/Depository Participant through electronic means only and has not dispatched physical copies of Postal Ballot notices, Postal Ballot Forms etc. to any member. Therefore, neither the Company nor I have received any Postal Ballot(s).

NEWSPAPER ADVERTISEMENT

Pursuant to Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, the Company on March 12, 2026, had published the public notice by way of an advertisement in all editions of "Business Standard" (in English and in Hindi), newspapers having wide circulations. Further, through the same Public notice, the Company had also requested the members to register their e-mail id with the RTA or Depositories Participant(s).

E-VOTING

1. I monitored the process of electronic voting (i.e. remote e-voting) through the scrutinizer's secured link provided by NSDL through its designated website.
2. After completion of e-voting, votes casted by the members were unblocked in the presence of two witnesses, Ms. Parul Behl & Ms. Siya Namdev who are not in the employment of the Company.
3. The remote e-voting report downloaded from the website of NSDL have been kept separately for the purpose of the postal ballot.
4. Votes cast by the members through remote e-voting were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and authorizations lodged with us.
5. After ascertaining the votes cast by remote e-voting, I hereby submit the result as under:



SPECIAL RESOLUTION

Resolution No. 1: Appointment of Mr. Gaurav Bhalla as a Manager for a period of five years with effect from May 01, 2026.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	No. of Voters	No. of Votes	No. of Voters	No. of Votes	%	No. of Voters	No. of Votes	%
Postal Ballot (Remote e-voting)	461	207290090	393	207272173	99.99	68	17917	0.01

HANDOVER OF THE RELATED DOCUMENTS

The Electronic data and other relevant documents/registers/papers and records are under my safe custody and will be handed over to the Company Secretary for safe custody once the Chairman consider, approve and sign the Postal Ballot Minutes.

ANNOUNCEMENT OF RESULTS

Based on the above remote e-voting facility, I confirm that the resolution has been approved with the requisite majority, accordingly I request to the Chairman/or other person authorized by him, to announce the voting result of Postal Ballot.



RESTRICTION OF USE

This report has been issued at the request of the Company for submission to stock exchange(s) and placing on the website of the Company and NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking You
Yours faithfully,


CS Vinet K Chaudhary
Scrutinizer
Membership No: - F5327
C.P. No: - 4548
Managing Partner
VKC & Associates
Company Secretaries
ICSI Unique Code: P2018DE077000
Peer Review Certificate No.: 6406/2025



UDIN:F005327H000080677

Date: April 13, 2026
Place: New Delhi

Counter signed by Chairman/Authorized Person