HCL INFOSYSTEMS LTD.
E-4, Sector 11, NOIDA 201 301, U.P., India
Tel: +91 120 2520977, 2526518, 2526519 Fax: +91 120 2525196
Registered Office: 806 Siddharth, 96, Nehru Place, New Delhi-110019. India.
www.hclinfosystems.com
www.hcl.com

5th April, 2011

To,
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai 400 051

To,
The Listing Department
Bombay Stock Exchange Limited,
Floor-25, P J Towers,
Dalal Street,
Mumbai 400 001

Sub : Allotment of 4,620,667 equity shares of Rs. 2 each on exercise of option of conversion of 4,620,667 warrants allotted on Preferential basis to Promoter, pursuant to Chapter VII of SEBI (ICDR) Regulations, 2009

Dear Sir,

We hereby inform that the Committee of Directors (Securities) of the Company at a meeting held today has approved the allotment of 4,620,667 equity shares of Rs. 2/- each at a price of Rs. 152.90 per equity share (including a premium of Rs. 150.90 per Equity Share), on receipt of the balance 75% subscription money @ 114.675 per warrant (25% subscription money @ Rs.38.225 was received before allotment of warrants on 7th October, 2009) to the following Promoter of the Company on Preferential basis under Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as under:

S.No.	Name of Promoter	Number of equity shares allotted on conversion of warrants on receipt of balance 75% subscription money (@ Rs. 114.675 per equity share)
1	HCL Corporation Limited	4,620,667
TOTAL		**4,620,667**

After conversion of the above warrants into equity shares, there are no warrants outstanding for conversion.

A certified copy of the resolution passed by the Committee is enclosed herewith.

You are requested to take the above intimation on record.

The receipt may please be acknowledged.

For HCL Infosystems Limited

Sushil Kumar Jain
Company Secretary

Encl: As Above

HCL INFOSYSTEMS LIMITED NEW DELHI

HCL INFOSYSTEMS LTD.
E-4, Sector 11, NOIDA 201 301, U.P., India
Tel: +91 120 2520977, 2526518, 2526519 Fax: +91 120 2525196
Registered Office: 806 Siddharth, 96, Nehru Place, New Delhi-110019. India.
www.hclinfosystems.com
www.hcl.com

Certified true copy of the resolution passed by the Committee of Directors (Securities) of the Company in its meeting held on 5th April, 2011

Consideration and approval for allotment of equity shares to Promoter on exercise of option of conversion of warrants allotted on Preferential basis

"RESOLVED that the following warrant certificate against which the option for conversion into Equity Shares has been exercised by the Warrant Holder be and is hereby cancelled

S. No.	Name	No. of warrants	Warrant Cert. No.	Distinctive Numbers	
				From	To
1	HCL Corporation Limited	4,620,667	5	15000001	19620667"

"RESOLVED further that on receipt of the balance 75% subscription money @ Rs. 114.675 per warrant, amounting to Rs. 529,874,989, the allotment of 4,620,667 Equity Shares of Rs. 2/- each (the Equity Shares) at a price of Rs. 152.90 per share including premium of Rs 150.90 per share, to HCL Corporation Limited, the Promoter, on exercise of the option of conversion of warrants into the Equity Shares, in accordance with Chapter VII of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 be and is hereby approved:

S.No.	Name of the Promoter	No. of Equity Shares allotted	Amount Received (75% of balance subscription money @ Rs. 114.675 per Warrant)	Distinctive Numbers	
				From	To
1	HCL Corporation Limited	4,620,667	529,874,989	268258963	272879629
Total		**4,620,667**	**529,874,989**		

"RESOLVED further that the Equity Shares so allotted shall rank *pari passu* with the existing Equity Shares of the Company in all respects including dividend and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall be listed on the stock exchanges where the Company's shares are listed."

"RESOLVED further that the Company Secretary, Mr. Sushil Kumar Jain, is further authorised to file the return of allotment in Form 2 with regard to the Equity Shares allotted as aforesaid, with the Registrar of Companies."

"RESOLVED further that Mr. Ajai Chowdhry, Chairman, Mr. J.V. Ramamurthy, Whole-time Director and Mr. Sushil Kumar Jain, Company Secretary of the Company, be and are hereby authorised, severally or jointly, to take such action or to do all deeds, matters and things, including finalising and executing/signing such documents and making of all such filings with the Securities and Exchange Board of India, the stock exchanges where the Company's shares are listed and/or any other regulatory body, as may be necessary, proper, desirous or expedient to give effect to the above resolutions, for the issue, allotment and listing of the said Equity Shares."

Certified to be true
For HCL Infosystems Limited

Sushil Kumar Jain
Company Secretary

HCL INFOSYSTEMS LIMITED NEW DELHI