HCL INFOSYSTEMS LTD.
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Registered Office: 806 Siddharth, 96, Nehru Place, New Delhi-110019. India.
Corporate Identity Number - L72200DL1986PLC023955
www.hclinfosystems.com
www.hcl.com

4th September, 2017

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

Sub: Submission of Postal Ballot Results as per the requirements of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

Dear Sirs,

In continuation to our letter dated 3rd August, 2017, whereby we had submitted the Postal Ballot Notice dated 26th July, 2017 and related documents of the HCL Infosystems Limited (the Company) for seeking the consent of the members on resolution mentioned in the said Notice.

Mr. Vineet K Chaudhary, partner of M/s VKC & Associates, Company Secretary in whole-time practice was appointed as scrutinizer by the Company to conduct the postal ballot process in fair and transparent manner, has submitted his report today i.e. 4th September, 2017.

We are hereby enclosing the voting results of Postal Ballot of the Company as per the Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 alongwith scrutinizer report. The resolution as set out in the Postal Ballot Notice was approved by the requisite majority.

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

Very Truly Yours,
For HCL Infosystems Limited

HCL INFOSYSTEMS LIMITED

Sushil Kumar Jain
Company Secretary

HCL INFOSYSTEMS LIMITED

VOTING RESULT OF POSTAL BALLOT AS PER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Pursuant to the provisions of Section 110 of the Companies Act, 2013 ('the Act") read with Rule 22 of Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force) the consent of the members of the Company was sought on the below mentioned resolution as set out in the Postal Ballot Notice dated July 26, 2017 through remote e-voting/physical ballot. Mr. Vineet K Chaudhary, partner of M/s VKC & Associates, Company Secretary in whole-time practice, (holding Membership No. F5327), who was appointed as scrutinizer for conducting postal ballot process, submitted his report dated September 4, 2017.

Date of Declaration of Result	Monday, September 4, 2017 [Remote e-voting period: Friday, August 4, 2017 at 9.00 a.m. IST to Saturday, September 2, 2017 at 5.00 p.m. IST]
Total number of shareholders on record date/ Cutoff date (July 21, 2017)	92587
No. of shareholders present in the meeting either in person or through proxy a) Promoters and Promoter Group: b) Public:	NA
No. of Shareholders attended the meeting through Video Conferencing a) Promoters and Promoter Group: b) Public:	NA

HCL INFOSYSTEMS LIMITED

Agenda				Reclassification of the Status of Promoters Shareholding into Public Shareholding				
Resolution required				**Ordinary**				
Whether promoter/ promoter group are interested in the agenda/resolution?				**Yes (10 Promoters out of 15 Promoters seeking reclassification are interested)**				
Category	**Mode of voting:**	**No. of shares held** (1)	**No. of votes polled** (2)	**% of Votes Polled on outstanding shares** (3)=[(2)/(1)]*100	**No. of Votes – in favour** (4)	**No. of Votes – against** (5)	**% of Votes in favour on votes polled** (6)=[(4)/(2)]*100	**% of Votes against on votes polled** (7)= [(5)/(2)]*100
Promoter and Promoter Group	**E-Voting**	129377844	112425537	86.897	112425537	0	100.00	0.000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		0	0.000	0	0	0.00	0.000
	Total	**129377844**	**112425537**	**86.897**	**112425537**	**0**	**100.00**	**0.000**
Public-Institutions	**E-Voting**	8529045	4280393	50.186	4280393	0	100.00	0.000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		0	0.000	0	0	0.00	0.000
	Total	**8529045**	**4280393**	**50.186**	**4280393**	**0**	**100.00**	**0.000**
Public-Non Institutions	**E-Voting**	85012740	356502	0.419	225758	130744	63.33	36.674
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		70997	0.084	63287	7710	89.14	10.860
	Total	**85012740**	**427499**	**0.503**	**289045**	**138454**	**67.61**	**32.387**
TOTAL		**222919629**	**117133429**	**52.545**	**116994975**	**138454**	**99.88**	**0.118**

Date: 04.09.2107
Place: Noida

For HCL Infosystems Limited

HCL INFOSYSTEMS LIMITED

Sushil Kumar Jain
Company Secretary

VKC & Associates
COMPANY SECRETARIES

SCRUTINIZER'S REPORT

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

REPORT ON RESULT OF POSTAL BALLOT (INCLUDING REMOTE E-VOTING)

Dear Sir,

I, Vineet K Chaudhary, partner of M/s VKC & Associates, Company Secretary in whole-time practice, (holding Membership No. F5327) was appointed as Scrutinizer to scrutinize the remote e-voting process and postal ballot forms in a fair and transparent manner and for ascertaining the requisite majority on remote e-voting and postal ballot forms carried out for the resolution proposed to be passed with respect to the provisions of Section 110 of the Companies Act, 2013 ('the Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 on the resolutions as set-out in the notice of Postal Ballot dated July 26, 2017.

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to postal ballot voting including voting by electronic means.

2. The Company has appointed 'National Securities Depository Limited' (hereinafter referred as NSDL), the service provider, for providing the facility of remote e-voting to the Members of the Company. The service provider has provided a system for recording the votes of the shareholders electronically.

3. My responsibility as Scrutinizer is restricted to make Scrutinizers' Report of the votes cast "For" or "Against" the resolutions stated in the Notice of Postal Ballot.

4. The Members of the Company as on the "cut-off date" i.e. Friday, July 21, 2017 were entitled to avail the facility of remote e-voting as well as voting by way of

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38, LGF (E/S) South Extn., Part - II
New Delhi - 110049, India
+91 11 49121644, 45

VKC & Associates (Company Secretaries)

HCL INFOSYSTEMS LIMITED

Postal ballot on the resolution as set out in the Notice of Postal Ballot dated July 26, 2017.

5. The remote e-voting period remained open from Friday, August 4, 2017 at (09:00 A.M. IST) to Saturday, September 2, 2017 (5:00 P.M. IST) on the designated website of NSDL i.e. https://www.evoting.nsdl.com.

6. On Thursday, August 3, 2017, the Company has completed the dispatch of postal ballot notice(s), forms along with prepaid postage business reply envelopes to its Members 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. July 21, 2017. Simultaneously, the soft copies of the postal ballot notice/forms were emailed to those members who have registered their email addresses with the Company / Depository.

7. As stated in Sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014 as amended from time to time, on Friday, August 4, 2017, an advertisement was published by the Company in Business Standard ('English Newspaper') & Business Standard ('Hindi Newspaper') informing about the completion of dispatch of postal ballot notices to its shareholders along with all requisite documents by electronic means (e-mail) or by registered post/speed post or through courier service, wherever applicable.

8. The members of the Company had an option to cast their vote on the resolution either through the postal ballot forms or to avail the remote e-voting facility on the designated website of NSDL.

9. 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.

10. The ballot boxes containing the postal ballots were opened in due course of the scrutiny thereof and such forms were kept under my safe custody before commencing the scrutiny of such postal ballot forms and the electronic ballots were maintained by NSDL electronically.

11. After completion of remote e-voting, votes casted by the members, were unblocked in the presence of two witnesses, Mr. Harsh Oberoi, R/o C-509, Sector-19, Noida - 201301 & Mr. Ayush Rai, R/o 214/3 Sachdeva Hostel, Gali No. 3, Laxmi Nagar, New Delhi -110092, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

VKC & Associates (Company Secretaries)

HCL INFOSYSTEMS LIMITED

Mr. Harsh Oberoi

Mr. Ayush Rai

12. The particulars of all physical postal ballot forms and report downloaded from the website of NSDL, have been entered in a separate register maintained for the purpose of postal ballot.

13. Votes casted by the members either through physical postal ballots or remote e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and authorizations lodged with the Company.

14. Postal ballot forms received upto Saturday, September 2, 2017 till 5:00 P.M. (IST), i.e. the last date and time fixed by the Company for the receipt of the postal ballot forms were considered and none of the envelopes containing postal ballot forms received after 05:00 P.M on Saturday, September 02, 2017, were considered for the purpose of this report.

15. There were 2630 envelopes containing postal ballot form(s)/notice, which were returned undelivered & these envelopes were not opened and they are separately kept.

16. I did not find any defaced or mutilated ballot paper. However, be informed that during the course of scrutinizing the ballot papers, it has been noticed that DPIN/Folio Number were misprinted on the Ballot Papers. The misprinting was corrected by the management of the Company and accordingly I have taken them as valid for the preparation of this report.

17. There was no case found, who opted for both the facilities.

18. The Postal Ballots and other related documents/registers and record will be handed over to the Company Secretary for the safe custody once the Chairperson consider, approve and sign the Minutes of Postal Ballot.

19. After ascertaining the votes casted by postal ballots and remote e-voting, I hereby submit the consolidated results as under:

HCL INFOSYSTEMS LIMITED

VKC & Associates (Company Secretaries)

ORDINARY RESOLUTION

Reclassification of Status of Promoters Shareholding into Public shareholding.

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	459	117,062,432	-	-	403	116,931,688	56	130,744
Postal Ballots	512	76,123	9	5,126	140	63,287	363	7,710
TOTAL	971	117,138,555	9	5,126	543	116,994,975	419	138,454

Total Valid Votes (Total Votes - Invalid votes) = 117,133,429 votes
Votes in Favour (% of Total Valid Votes) = 99.88 %
Votes in Against (% of Total Valid Votes) = 0.12 %

Based on the above voting, I confirm that the resolution has been carried on with the requisite majority, accordingly I request to the Chairperson of the Company, to announce the voting result of Postal Ballot.

FOR VKC & ASSOCIATES
(Company Secretaries)

VKC & Associates (Company Secretaries)

CS Vineet K Chaudhary
Scrutinizer
Membership No: - F5327
C.P. No: - 4548

Date: September 4, 2017
Place: Noida

HCL INFOSYSTEMS LIMITED