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

29th September, 2016

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: Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Voting results of 30th Annual General Meeting held on Thursday, 29th September, 2016

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

Dear Sirs,

We are hereby enclosing the voting results of 30th Annual General Meeting (AGM) held on Thursday, 29th September, 2016 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 consolidated scrutinizer report. All four resolutions as set out in the Notice convening AGM were approved by the requisite majority.

Mr. Vineet K Chaudhary, Practicing Company Secretary was appointed as scrutinizer by the Company to scrutinize the remote e-voting and physical poll conducted through ballot papers at AGM venue, has submitted his report today i.e. 29th September, 2016.

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

Very Truly Yours,
For HCL Infosystems Limited

HCL INFOSYSTEMS LTD.

Sushil Kumar Jain
Company Secretary

Encl: as above

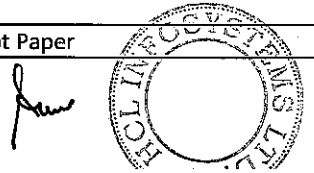
HCL Infosystems Limited

Voting results as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM: 29th September, 2016			
Total number of shareholders on record date: '86708' No. of Shares: '222919629'			
No. of Shareholders present in the meeting either in person or through proxy:			
Promoters and Promoter Group :	**6**	**No. of Shares:**	**112423467**
Public :	**244**	**No. of Shares:**	**66285**
No. of Shareholders attended the meeting through Video Conferencing			
Promoters and Promoter Group :	**NA**		
Public :			

Agenda No 1:	**To receive, consider and adopt the standalone and consolidated financial statements of the Company for the financial year (Nine Months) ended 31st March, 2016, including the audited Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss for the year (Nine Months) ended on that date and the Reports of the Board of Directors and Auditors**						
Resolution required:	Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?	No						
Mode of voting:	Remote E-voting & Ballot Paper						
Promoter/Public	**No. of shares held**	**No. of votes polled**	**% of Votes Polled on outstanding shares**	**No. of Votes - in favour**	**No. of Votes - against**	**% of Votes in favour on votes polled**	**% of Votes against on votes polled**
	(1)	**(2)**	**(3)=[(2)/(1)]*100**	**(4)**	**(5)**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	129377844	126332067	97.6458	126332067	0	100	0
Public – Institutional holders	8371578	2880571	34.4089	2880571	0	100	0
Public-Others	85170207	126290	0.1482	125815	475	99.6238	0.3761
Total	**222919629**	**129338928**	**58.0204**	**129338453**	**475**	**99.9996**	**0.0003**

Agenda No 2:	**To appoint a Director in place of Mr. Pawan Kumar Danwar (DIN 06847503), who retires by rotation and being eligible, offers himself for re-appointment.**
Resolution required:	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	No
Mode of voting:	Remote E-voting & Ballot Paper



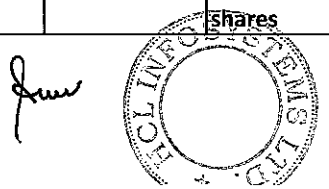
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	129377844	126332067	97.6458	126332067	0	100	0
Public – Institutional holders	8371578	2880571	34.4089	2880571	0	100	0
Public-Others	85170207	127227	0.1493	123412	3815	97.0014	2.9985
Total	**222919629**	**129339865**	**58.0208**	**129336050**	**3815**	**99.997**	**0.0029**

Agenda No 3:	**To appoint M/s. Price Waterhouse, Chartered Accountants (FRN 301112E) as Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.**
Resolution required:	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	No
Mode of voting:	Remote E-voting & Ballot Paper

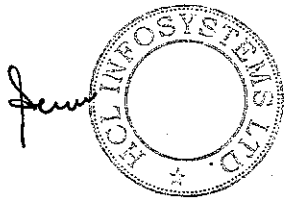
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	129377844	126332067	97.6458	126332067	0	100	0
Public – Institutional holders	8371578	2180571	26.0473	2180571	0	100	0
Public-Others	85170207	117637	0.1381	113900	3737	96.8232	3.1767
Total	**222919629**	**128630275**	**57.7025**	**128626538**	**3737**	**99.997**	**0.0029**

Agenda No 4:	**To approve offer or invitation to subscribe to Redeemable Non-Convertible Debentures on private placement basis.**
Resolution required:	Special Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	No
Mode of voting:	Remote E-voting & Ballot Paper

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled



	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	129377844	126332067	97.6458	126332067	0	100	0
Public – Institutional holders	8371578	2880571	34.4089	2880571	0	100	0
Public-Others	85170207	128937	0.1513	122205	6732	94.7788	5.2211
Total	**222919629**	**129341575**	**58.0216**	**129334843**	**6732**	**99.9947**	**0.0052**



CONSOLIDATED SCRUTINIZERS' REPORT

[Pursuant to Section 108, 109 of the Companies Act, 2013 and Rule 20 & 21of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

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

For 30th (Thirtieth) Annual General Meeting ("AGM") of Members of HCL Infosystems Limited held on Thursday, 29th September, 2016, at 10:00 A.M. at Kamani Auditorium, 1, Copernicus Marg, New Delhi – 110001.

Dear Sir,

I, Vineet K Chaudhary, Company Secretary in Practice was appointed as Scrutinizer to scrutinize the remote e-voting process and also voting by means of Poll at the AGM and for ascertaining the requisite majority on remote e-voting and also on poll through Ballot papers carried out for the resolutions [(Item No. 01 to 04) as set out in the Notice date 17th August, 2016] proposed to be passed under the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

1. The remote e-voting period remained open from Monday, **26th September, 2016 (09:00 A.M. IST) and end on Wednesday, 28th September, 2016 (05:00 P.M. IST)** on the designated website https://www.evoting.nsdl.com/ of National Securities Depository Limited ("NSDL").

2. The Company has appointed NSDL, as 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 on all the items of the businesses (both Ordinary and Special businesses) sought to be transacted at the 30th AGM of the Company.

3. The Members of the Company as on the "cut off date" i.e. **22nd September, 2016** were entitled to avail the facility of remote e-voting as well as voting at the AGM on the

proposed resolutions (Item nos. 01 to 04) as set out in the notice dated 17th August, 2016.

4. In line with the provisions of the Companies Act, 2013 (as amended) and in terms of the clarification(s) issued by Ministry of Corporate Affairs, voting by show of hands was not permitted at the General Meeting where remote e-voting has been offered to the members. Therefore, the Chairman ordered for poll through Ballot paper at AGM as per Rule 21 of the Companies (Management and Administration) Rules, 2014 (as amended).

5. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules made thereunder and SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 at 30th AGM of the Company. My responsibilities as scrutinizer are restricted to make Scrutinizers' Report of the votes cast "For" or "Against" the Resolutions stated in the Notice of AGM.

6. After completion of Poll through Ballot paper at votes casted by the Members were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and the Authorizations/Proxies lodged with the Company. A detailed register was maintained containing the particulars of the Members, who attended and participated in Poll through Ballot paper at AGM.

7. Therefore, the votes casted through remote e-voting were unblocked after completion of Poll through Ballot paper at the AGM in the presence of two witnesses who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Mr. Harsh Oberoi

Mr. Mohit Dixit

8. Based on the reports generated from the remote e-voting provided by NSDL and after ascertaining the votes casted by Poll through Ballot papers, we submit the consolidated results of remote e-voting and Poll is as under:

Resolution 01: - Ordinary Resolution

Adoption of Audited Financial Statements (including the Consolidated Financial Statements) for the financial year ended 31st March, 2016 together with the Reports of Board of Directors and Auditors thereon.

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	158	130,324,718	06	1,037,818	150	129,286,425	02	475
Poll	42	56,339	04	4,311*	38	52,028	0	0
TOTAL	200	130,381,057	10	1,042,129	188	129,338,453	02	475

Total Valid Votes (Total Shares-Invalid and less voted) = 1,29,338,928

Votes in Favour (% of Total Valid Shares) = 99.999%

Votes in Against (% of Total Valid Shares) = 0.001%

***Less voted 200 (One Shareholder has less voted)**

Resolution 02: -Ordinary Resolution

Re-appointment of Mr. Pawan Kumar Danwar (DIN 06847503), who retires by rotation.

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	157	130,325,655	06	1,037,818	143	129,284,022	08	3,815
Poll	42	56,339	04	4,311*	38	52,028	0	0
TOTAL	199	130,381,994	10	1,042,129	181	129,336,050	08	3,815

Total Valid Shares (Total Shares-Invalid and less voted) = 129,339,865

Votes in Favour (% of Total Valid Shares) = 99.997%

Votes in Against (% of Total Valid Shares) = 0.003%

***Less voted 200 (One Shareholder has less voted)**

Resolution 03: – Ordinary Resolution

Appointment of M/s. Price Waterhouse, Chartered Accountants (FRN – 301112E) as Statutory Auditors of the Company to hold office commencing from the conclusion of this AGM until the conclusion of the next AGM and to fix their remuneration.

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	158	129,616,065	06	1,037,818	144	128,574,510	08	3,737
Poll	42	56,339	04	4,311*	38	52,028	0	0
TOTAL	200	129,672,404	10	1,042,129	182	128,626,538	08	3,737

Total Valid Shares (Total Shares-Invalid and less voted) = 128,630,275

Votes in Favour (% of Total Valid Shares) = 99.997%

Votes in Against (% of Total Valid Shares) = 0.003%

***Less voted 200 (One Shareholder has less voted)**

Resolution 04: -Special Resolution

To approve offer or invitation to subscribe to Redeemable Non-Convertible Debentures on private placement basis.

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
Remote e-voting	161	130,327,365	06	1,037,818	144	129,283,115	11	6,432
Poll	42	56,339	04	4311*	37	51,728	1	300
TOTAL	203	130,383,704	10	1,042,129	181	129,334,843	12	6,732

Total Valid Shares (Total Shares-Invalid and less voted) = 129,341,575

Votes in Favour (% of Total Valid Shares) = 99.994%

Votes in Against (% of Total Valid Shares) = 0.006%

***Less voted 200 (One Shareholder has less voted)**

9. All the papers relating to voting by remote e-voting and Poll shall remain in the safe custody of the Scrutinizers until the chairman considers, approves and signs the minutes of AGM and thereafter, the Scrutinizers shall hand over the related papers to the Company.

10. Based on the above voting, all Resolutions carried on with requisite majority, accordingly we request the Chairman of the 30th AGM, to announce the result of the meeting.

Thanking you,
Yours Faithfully,

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

Date: 29th September, 2016
Place: New Delhi

Counter Signed by
Chairman