

September 19, 2018

**Mr. Girish Joshi** : **BSE Ltd.**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
**Mumbai 400001**

**Mr. Avinash Kharker** : **National Stock Exchange of India Ltd.**  
Exchange Plaza, 5th Floor  
Plot No.C/1, G Block  
Bandra Kurla Complex, Bandra (East)  
**Mumbai 400051**

**Sub.: Outcome of the 26<sup>th</sup> Annual General Meeting held on September 18, 2018**

Dear Sirs,

This is to inform you that the 26<sup>th</sup> Annual General Meeting ('AGM') of the Company was held on Tuesday, September 18, 2018 at 11:00 A.M. at 'Stein Auditorium', Habitat World, India Habitat Centre, Lodhi Road, New Delhi – 110 003.

- In terms of Regulation 30, read with Part – A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that all the items as given in the Notice of the AGM and reproduced hereunder have been approved with requisite majority by the shareholders of the Company. The mode of voting was Poll / remote e-voting.

<b>Item No.</b>	<b>Agenda Items</b>	<b>Remarks</b>
<b>Ordinary Business</b>		
1	Adoption of Financial Statements along with the Reports of the Board of Directors and of the Auditors thereon.	Passed by Ordinary Resolution
2	Re-appointment of Ms. Roshni Nadar Malhotra as Director liable to retire by rotation	Passed by Ordinary Resolution
<b>Special Business</b>		
3	Appointment of Mr. James Philip Adamczyk as an Independent Director of the Company	Passed by Ordinary Resolution

- Pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the voting results of the aforesaid items are enclosed as Annexure - I along with the Scrutinizers' Report.
- Pursuant to the Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, the Annual Report for the financial year 2017-18, duly approved and adopted by the members as per the provisions of the Companies Act, 2013 is enclosed as Annexure- II.

This is for your information and records.

Yours faithfully,  
for **HCL Technologies Limited**



**Manish Anand**  
**Company Secretary**

Encl. a/a

**HCL Technologies Limited**  
Voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure requirements), 2015

<b>Date of AGM</b>	18-Sep-18
<b>Total number of shareholders as on the Cut-Off date</b>	1,76,707
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	6
Public:	1435
<b>No. of shareholders attended through video conferencing</b>	None
Promoters and Promoter Group:	
Public:	

<b>Resolution No. 1:</b> Adoption of Financial Statements along with the Reports of the Board of Directors and of the Auditors thereon.								
<b>Resolution required :</b> Ordinary Resolution								
<b>Whether Promoter/ Promoter Group interested in the agenda/ resolution: No</b>								
Category	Mode of Voting	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	Remote e-voting	83,78,80,610	83,78,80,610	100.00	83,78,80,610	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>83,78,80,610</b>	<b>83,78,80,610</b>	<b>100.00</b>	<b>83,78,80,610</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public- Institutional holders	Remote e-voting	50,10,62,995	37,99,99,916	75.84	37,98,68,324	1,31,592	99.97	0.03
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>50,10,62,995</b>	<b>37,99,99,916</b>	<b>75.84</b>	<b>37,98,68,324</b>	<b>1,31,592</b>	<b>99.97</b>	<b>0.03</b>
Public- Others	Remote e-voting	5,35,78,059	48,24,549	9.00	48,23,484	1,065	99.98	0.02
	Postal Ballot		1,221	0.00	1,220	1	99.92	0.08
	<b>Total</b>	<b>5,35,78,059</b>	<b>48,25,770</b>	<b>9.01</b>	<b>48,24,704</b>	<b>1,066</b>	<b>99.98</b>	<b>0.02</b>
<b>Grand Total</b>		<b>1,39,25,21,664</b>	<b>1,22,27,06,296</b>	<b>87.81</b>	<b>1,22,25,73,638</b>	<b>1,32,658</b>	<b>99.99</b>	<b>0.01</b>



<b>Resolution No. 2: Re-appointment of Ms. Roshni Nadar Malhotra as Director liable to retire by rotation</b>								
<b>Resolution required : Ordinary Resolution</b>								
<b>Whether Promoter/ Promoter Group interested in the agenda/ resolution: Yes</b>								
Category	Mode of Voting	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	Remote e-voting	83,78,80,610	83,78,80,610	100.00	83,78,80,610	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>83,78,80,610</b>	<b>83,78,80,610</b>	<b>100.00</b>	<b>83,78,80,610</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public- Institutional holders	Remote e-voting	50,10,62,995	39,86,56,372	79.56	34,79,75,772	5,06,80,600	87.29	12.71
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>50,10,62,995</b>	<b>39,86,56,372</b>	<b>79.56</b>	<b>34,79,75,772</b>	<b>5,06,80,600</b>	<b>87.29</b>	<b>12.71</b>
Public- Others	Remote e-voting	5,35,78,059	48,31,425	9.02	48,19,131	12,294	99.75	0.25
	Postal Ballot		1,221	0.00	1,220	1	99.92	0.08
	<b>Total</b>	<b>5,35,78,059</b>	<b>48,32,646</b>	<b>9.02</b>	<b>48,20,351</b>	<b>12,295</b>	<b>99.75</b>	<b>0.25</b>
<b>Grand Total</b>		<b>1,39,25,21,664</b>	<b>1,24,13,69,628</b>	<b>89.15</b>	<b>1,19,06,76,733</b>	<b>5,06,92,895</b>	<b>95.92</b>	<b>4.08</b>

<b>Resolution No. 3: Appointment of Mr. James Philip Adamczyk as an Independent Director of the Company</b>								
<b>Resolution required : Ordinary Resolution</b>								
<b>Whether Promoter/ Promoter Group interested in the agenda/ resolution: No</b>								
Category	Mode of Voting	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	Remote e-voting	83,78,80,610	83,78,80,610	100.00	83,78,80,610	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>83,78,80,610</b>	<b>83,78,80,610</b>	<b>100.00</b>	<b>83,78,80,610</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public- Institutional holders	Remote e-voting	50,10,62,995	40,55,37,700	80.94	40,24,89,320	30,48,380	99.25	0.75
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>	<b>50,10,62,995</b>	<b>40,55,37,700</b>	<b>80.94</b>	<b>40,24,89,320</b>	<b>30,48,380</b>	<b>99.25</b>	<b>0.75</b>
Public- Others	Remote e-voting	5,35,78,059	48,31,180	9.02	48,29,930	1,250	99.97	0.03
	Postal Ballot		1,221	0.00	1,221	-	100.00	-
	<b>Total</b>	<b>5,35,78,059</b>	<b>48,32,401</b>	<b>9.02</b>	<b>48,31,151</b>	<b>1,250</b>	<b>99.97</b>	<b>0.03</b>
<b>Grand Total</b>		<b>1,39,25,21,664</b>	<b>1,24,82,50,711</b>	<b>89.64</b>	<b>1,24,52,01,081</b>	<b>30,49,630</b>	<b>99.76</b>	<b>0.24</b>



To,

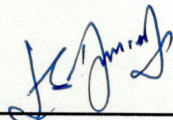
The Chairman of the 26th Annual General Meeting of the members of HCL Technologies Limited held on Tuesday, 18th day of September, 2018 at 11:00 A.M. at The Stein Auditorium, Habitat World, at the India Habitat Centre Lodhi Road, New Delhi-110003

**Sub.: Consolidated Scrutinizer's Report of e-voting and voting by Ballot at the AGM**

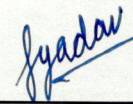
Dear Sir,

I, Nityanand Singh, (Proprietor) of M/s. Nityanand Singh & Co., Company Secretaries having its office at 14, Second Floor, Arjun Nagar, Safdarjung Enclave, New Delhi-110029, appointed as the scrutinizer of **HCL Technologies Limited** (the "**Company**") for the purpose of scrutinizing voting through remote e-voting and polling done through ballot (via Note Pads) at the 26<sup>th</sup> Annual General Meeting of the equity shareholders of the Company held on 18<sup>th</sup> September, 2018, pursuant to section 108 & 109 of the Companies Act, 2013, read along with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended from time to time. In respect of the below mentioned resolutions proposed at the AGM of the Company, I submit herewith my combined report on the results on 'e-voting and voting by ballot' (Via Note Pads)' at the meeting as under:

1. The E-voting period remained open from 14<sup>th</sup> September, 2018 (9.00 A.M.) to 17<sup>th</sup> September, 2018 (5:00 P.M.).
2. The Shareholders holding shares as on the "cut off" date i.e. 11<sup>th</sup> September, 2018 were entitled to vote on the proposed resolutions (item no.1 to 3) as set out in the Notice dated 17<sup>th</sup> August, 2018 of the 26<sup>th</sup> Annual General Meeting of **HCL Technologies Limited**.
3. The votes were unblocked on **18<sup>th</sup> September, 2018** around 01.28 P.M in the presence of two witnesses, Mr. Harish Damani R/o. 34, I-O New Qutub Apartment Ward No. 1, Desu Road, New Delhi-110030 and Ms. Sanskriti R/o C-10, Panchsheel Vihar, Malviya Nagar, New Delhi- 110017 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Harish Damani



Kumari Sanskriti



4. Thereafter, the details containing, inter-alia, list of Equity Shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com/>).
5. The voting through Ballot was done by Notes Pads with the assistance of NSDL representatives.
6. After the time fixed for closing of the voting through Ballot (Via Note Pads) by the Chairman, the votes were unblocked on 18<sup>th</sup> September, 2018 at 01:28 P.M approx. in my presence.
7. I now submit my consolidated report as under:

**Resolution 1– Adoption of Financial Statements along with the Reports of the Board of Directors and of the Auditors thereon.**

Particulars	Consolidated Voting Results		% of Total Votes Cast
	No. of Members who voted	No. of votes cast	
Votes in favour of resolution	1,369	1,22,25,73,638	99.99
Votes in against of resolution	8	1,32,658	0.01
Invalid Votes	--	--	--

**Resolution 2 – Re-appointment of Ms. Roshni Nadar Malhotra as Director liable to retire by rotation.**

Particulars	Consolidated Voting Results		% of Total Votes Cast
	No. of Members who voted	No. of votes cast	
Votes in favour of resolution	1,210	1,19,06,76,733	95.92
Votes in against of resolution	194	5,06,92,895	4.08
Invalid Votes	--	--	--



**Resolution 3 – Appointment of Mr. James Philip Adamczyk as an Independent Director of the Company.**

Particulars	Consolidated Voting Results		% of Total Votes Cast
	No. of Members who voted	No. of votes cast	
Votes in favour of resolution	1,371	1,24,52,01,081	99.76
Votes in against of resolution	23	30,49,630	0.24
Invalid Votes	--	--	--

On the basis of the above results, all the resolutions have been passed with the requisite majority.

8. The voting results as per reg. 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is attached with this report as **Annexure**.

Thanking you,

Yours truly,

**For Nityanand Singh & Co.,**

**Company Secretaries**



**Nityanand Singh (Prop.)**

**FCS 2668, CP 2388**

Place: New Delhi

Date: 19<sup>th</sup> September, 2018

**HCL Technologies Limited**  
**Voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure requirements), 2015**

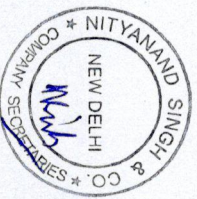
Date of AGM	18-Sep-18
Total number of shareholders as on the Cut-Off date	176,707
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public:	1435
No. of shareholders attended through video conferencing	None
Promoters and Promoter Group:	
Public:	

**Resolution No. 1:** Adoption of Financial Statements along with the Reports of the Board of Directors and of the Auditors thereon.

Resolution required : Ordinary Resolution

Whether Promoter/ Promoter Group Interested in the agenda/ resolution: No

Category	Mode of Voting	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
Promoter and Promoter Group	Remote e-voting	837,880,610	837,880,610	100.00	837,880,610	-	100.00	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>837,880,610</b>	<b>837,880,610</b>	<b>100.00</b>	<b>837,880,610</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public- Institutional holders	Remote e-voting	501,062,995	379,999,916	75.84	379,868,324	131,592	99.97	0.03
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>501,062,995</b>	<b>379,999,916</b>	<b>75.84</b>	<b>379,868,324</b>	<b>131,592</b>	<b>99.97</b>	<b>0.03</b>
Public- Others	Remote e-voting	53,578,059	4,824,549	9.00	4,823,484	1,065	99.98	0.02
	Postal Ballot	-	1,221	0.00	1,220	1	99.92	0.08
	<b>Total</b>	<b>53,578,059</b>	<b>4,825,770</b>	<b>9.01</b>	<b>4,824,704</b>	<b>1,066</b>	<b>99.98</b>	<b>0.02</b>
<b>Grand Total</b>		<b>1,392,521,664</b>	<b>1,222,706,296</b>	<b>87.81</b>	<b>1,222,573,638</b>	<b>132,658</b>	<b>99.99</b>	<b>0.01</b>





Resolution No. 2: Re-appointment of Ms. Roshni Nadar Malhotra as Director liable to retire by rotation  
 Resolution required: Ordinary Resolution  
 Whether Promoter/ Promoter Group interested in the agenda/ resolution: Yes

Category	Mode of Voting	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
Promoter and Promoter Group	Remote e-voting	837,880,610	837,880,610	100.00	837,880,610	-	100.00	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>837,880,610</b>	<b>837,880,610</b>	<b>100.00</b>	<b>837,880,610</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public- Institutional holders	Remote e-voting	501,062,995	398,656,372	79.56	347,975,772	50,680,600	87.29	12.71
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>501,062,995</b>	<b>398,656,372</b>	<b>79.56</b>	<b>347,975,772</b>	<b>50,680,600</b>	<b>87.29</b>	<b>12.71</b>
Public- Others	Remote e-voting	53,578,059	4,831,425	9.02	4,819,131	12,294	99.75	0.25
	Postal Ballot	-	1,221	0.00	1,220	1	99.92	0.08
	<b>Total</b>	<b>53,578,059</b>	<b>4,832,646</b>	<b>9.02</b>	<b>4,820,351</b>	<b>12,295</b>	<b>99.75</b>	<b>0.25</b>
<b>Grand Total</b>		<b>1,392,521,664</b>	<b>1,241,369,628</b>	<b>89.15</b>	<b>1,190,676,733</b>	<b>50,692,895</b>	<b>95.92</b>	<b>4.08</b>

Resolution No. 3: Appointment of Mr. James Philip Adamczyk as an Independent Director of the Company  
 Resolution required: Ordinary Resolution  
 Whether Promoter/ Promoter Group interested in the agenda/ resolution: No

Category	Mode of Voting	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
Promoter and Promoter Group	Remote e-voting	837,880,610	837,880,610	100.00	837,880,610	-	100.00	-
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>837,880,610</b>	<b>837,880,610</b>	<b>100.00</b>	<b>837,880,610</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public- Institutional holders	Remote e-voting	501,062,995	405,537,700	80.94	402,489,320	3,048,380	99.25	0.75
	Postal Ballot	-	-	-	-	-	-	-
	<b>Total</b>	<b>501,062,995</b>	<b>405,537,700</b>	<b>80.94</b>	<b>402,489,320</b>	<b>3,048,380</b>	<b>99.25</b>	<b>0.75</b>
Public- Others	Remote e-voting	53,578,059	4,831,180	9.02	4,829,930	1,250	99.97	0.03
	Postal Ballot	-	1,221	0.00	1,221	-	100.00	-
	<b>Total</b>	<b>53,578,059</b>	<b>4,832,401</b>	<b>9.02</b>	<b>4,831,151</b>	<b>1,250</b>	<b>99.97</b>	<b>0.03</b>
<b>Grand Total</b>		<b>1,392,521,664</b>	<b>1,248,250,711</b>	<b>89.64</b>	<b>1,245,201,081</b>	<b>3,049,630</b>	<b>99.76</b>	<b>0.24</b>

