

May 17, 2017

Mr. Girish Joshi : **BSE Limited**
25th Floor
Phiroze Jeejeebhoy Towers
Dalal Street. Fort
Mumbai 400 001

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

Sub: Results of Postal Ballot declared on May 17, 2017

Dear Sirs,

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company has conducted the process of Postal Ballot for seeking consent of the members by means of a Special Resolution for approval of Buyback of Equity Shares of the Company.

The Special Resolution stated in the Postal Ballot notice dated April 6, 2017 has been duly approved by the members of the Company with requisite majority.

We are enclosing the results of the Postal Ballot (including remote e-voting) declared on May 17, 2017 under regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), 2015, along with the Scrutinizer's Report.

This is for your information and records.

Thanking you,

Yours faithfully,
For **HCL Technologies Limited**



Manish Anand
Company Secretary

Encl. as above

HCL Technologies Limited

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

Date of declaration of the results of Postal Ballot	May 17, 2017
Total number of shareholders as on the Cut-Off date	1,71,670
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not applicable
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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	85,15,69,308	85,15,69,308	100.00	85,15,69,308	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total	85,15,69,308	85,15,69,308	100.00	85,15,69,308	-	100.00	-
Public- Institutional holders	Remote e-voting	46,24,06,825	36,21,26,443	78.31	35,83,62,018	37,64,425	98.96	1.04
	Postal Ballot		4,70,850	0.10	4,70,850	-	100.00	-
	Total	46,24,06,825	36,25,97,293	78.42	35,88,32,868	37,64,425	98.96	1.04
Public- Others	Remote e-voting	11,28,07,291	1,99,98,912	17.73	1,99,81,798	17,114	99.91	0.09
	Postal Ballot		2,15,063	0.19	2,10,756	4,307	98.00	2.00
	Total	11,28,07,291	2,02,13,975	17.92	2,01,92,554	21,421	99.89	0.11
Grand Total		1,42,67,83,424	1,23,43,80,576	86.51	1,23,05,94,730	37,85,846	99.69	0.31

Resolution: Approval of Buyback of equity Shares

Resolution required : Special Resolution

Whether Promoter/ Promoter Group interested in the agenda/ resolution: Promoter/ Promoter Group of the Company are not, in anyway, concerned or interested in passing of the proposed special resolution, save and except to the extent of their shareholding in the Company.



Report of Scrutinizer(s)

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
HCL Technologies Limited
806, Siddharth, 96 Nehru Place,
New Delhi – 110 0169

**Sub: Passing of Resolutions by Postal Ballot and remote e-Voting- Report of the
Scrutinizer**

Dear Sirs,

1. The Board of Directors of HCL Technologies Limited (the "Company") had appointed me as the Scrutinizer to conduct postal ballot process in a fair and transparent manner for seeking approval of the shareholders for certain matters.
2. The Company Secretary of the Company has in pursuance to provisions of the Section 110 of the Companies Act 2013 read with and Rule 22(9) of the Companies (Management and Administration) Rules, 2014 vide Postal Ballot Notice dated April 6, 2017 circulated to the shareholders the following Resolution for approval: -

Resolution No.	Type of Resolution	Resolution for
1.	Special Resolution	Approval of Buyback of Equity Shares

In the above matter, I submit my Report as under:

- (i) The Company completed dispatch of aforesaid Postal Ballot Notice on April 10, 2017 along with the Postal Ballot Form and Postage pre-paid Business Reply Envelope to its members whose names appeared on the Register of members/list of Beneficial Owners, as received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) as on April 5, 2017 ('Cut-off date').



- (ii) The Shareholders of the Company had an option to vote either through the Postal Ballot form or through electronic voting ('remote e-voting') facility, to cast their votes on the designated website 'www.evoting.nsdl.com' via National Securities Depository Limited (hereinafter referred to as the "NSDL").
- (iii) I had monitored the process of remote e-voting through Scrutinizer's secured link provided by NSDL on the designated website.
- (iv) The remote e-voting period commenced on April 13, 2017 at 09:00 A.M. (IST) and ended on May 12, 2017 at 05:30 P.M (IST). The Physical Postal Ballot forms received till the close of working hours of May 12, 2017 were considered for this purpose.
- (v) Particulars of all the Postal Ballot forms received from the members have been entered in a Register separately maintained for the purpose. Similarly votes cast through remote e-voting have also been recorded in the register maintained for this purpose.
- (vi) The Postal Ballot forms were kept in my safe custody before commencing the scrutiny of such Postal Ballot forms.
- (vii) The Postal Ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/confirmed with the Register of members of HCL Technologies Limited /list of beneficiaries as on the Cut-Off date.
- (viii) All Postal Ballot forms received up to the close of working hours on May 12, 2017, the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.
- (ix) I found one defaced ballot paper.
- (x) No duplicate Postal Ballot form was issued by the Company.
- (xi) The summary of the Postal Ballot Notices and forms sent via Registered Post and sent via e-mail are as under: -

S. No.	Particulars	No. of Shareholders	Total No. of Shares
1	Postal Ballot Notices and Forms dispatched to the shareholders of the Company till April 10, 2017 by Registered Post.	37,843	34,14,36,710
2	Postal Ballot Notices and Forms sent through Email by NSDL on April 10, 2017	1,33,767	108,53,46,714
Total		1,71,610	142,67,83,424



(xiii)The summary of the results through Postal Ballot forms and remote e-voting is as under:-

Resolution for approval of Buyback of Equity Shares

(A) Number of Votes cast through Postal Ballot forms and remote e-voting:

S. No.	Particulars	No. Of Postal Ballots	Total No. of Shares
1	Postal Ballot Forms received from the shareholders of the Company	841	6,93,217
	Less: Postal Ballot Forms found invalid	54	7,304
	Net valid Postal Ballot Forms	787	6,85,913
2	Valid Votes cast by shareholders through remote e-voting	2,526	123,36,94,663
	Total valid votes cast through Postal Ballot and remote e-voting	3,313	123,43,80,576

(B) Results of votes cast through Postal Ballot forms and remote e-voting:

S. No.	Particulars	No. of shareholders who cast valid votes	Total No. of Shares	% of Votes cast to total valid votes cast
1	Total number of votes cast in favour of the Resolution	3,193	123,05,94,730	99.69
2	Total number of votes cast against the Resolution	120	37,85,846	0.31
	Total	3,313	123,43,80,576	100.00

I have, on the reckoning of voting rights of the shareholders on the basis of the paid up value of the shares registered in their names found that the above Resolution has been duly passed with requisite majority. You may accordingly declare the result of the voting by postal ballot/ remote e-voting.

The voting result as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed at Annexure –I.



The Postal Ballot forms and other related papers/Registers and records are also being handed over for safe custody to the Company.

Thanking you,

Yours truly

For Nityanand Singh & Co.
(Company Secretaries)



Nityanand Singh (Proprietor)
C.P. No.: 2388
Membership No.: 2668

Place: New Delhi

Dated: 16th May, 2017

Annexure I

Date of declaration of the results of Postal Ballot	17.05.2017
Total number of shareholders as on the Cut-Off date	1,71,610
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Applicable

Agenda-Approval of Buy Back of Equity Shares

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	85,15,69,308	85,15,69,308	100.00	85,15,69,308	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total	85,15,69,308	85,15,69,308	100.00	85,15,69,308	-	100.00	-
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