

December 5, 2014

Mr. Girish Joshi : **Bombay Stock Exchange Ltd.**
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400001

Mr. Hari K : **The 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 22nd Annual General Meeting held on December 4, 2014

Dear Sirs,

This is to inform you that the 22nd Annual General Meeting of the Company was held on Thursday, December 4, 2014 at 11:00 A.M. at FICCI Auditorium, 1 Tansen Marg, New Delhi-110001.

All the items as given in the notice of the meeting and reproduced hereunder have been approved with requisite majority by the shareholders of the Company. The mode of voting was Poll/ E-voting.

- 1) Approval of accounts.
- 2) Retirement of Mr. Srikant Madhav Datar as Director and not to fill the vacancy so caused
- 3) Re-appointment of Mr. Shiv Nadar as Director.
- 4) Appointment of Statutory Auditors
- 5) Appointment of Mr. Srinivasan Ramanathan as an Independent Director
- 6) Appointment of Mr. Amal Ganguli as an Independent Director
- 7) Appointment of Ms. Robin Ann Abrams as an Independent Director
- 8) Appointment of Mr. Keki Mistry as an Independent Director
- 9) Appointment of Dr. Sosale Shankara Sastry as an Independent Director
- 10) Appointment of Mr. Subramanian Madhavan as an Independent Director
- 11) Payment of Commission to Non-Executive Directors
- 12) Continuation of Mr. Shiv Nadar as Managing Director of the Company beyond the age of 70 years

In accordance with the clause 35A of the Listing Agreement, the voting results of the aforesaid items are enclosed herewith.

This is for your information and records.

Yours faithfully,
for **HCL Technologies Ltd.**


Manish Anand
Company Secretary

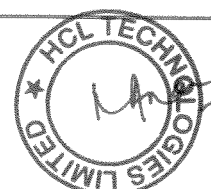
Encl: a/a

Voting results of items transacted at the 22nd Annual General Meeting of the Company held on December 4 2014 at 11.00 A.M. A FICCI Auditorium, 1, Tansen Marg, New Delhi-110001 in terms of Clause 35A of the Listing Agreement

Date of Annual General Meeting	December 4, 2014
Total No. of shareholders on Cut-off date (October 31, 2014)	99,614
No. of shareholders present in the meeting either in person or through proxy ➤ Promoter and Promoter Group: ➤ Public:	8 2,055
No. of shareholders attended the meeting through video conferencing ➤ Promoter and Promoter Group: ➤ Public:	N.A.

The Agenda wise details of the resolutions approved by way of Poll at the AGM and E-voting is as under.

Item No.	Details of Agenda	Resolution required (Ordinary/ Special)	Mode of voting (Show of hands/ Poll/ Postal Ballot/ E-voting)
Ordinary Business			
1	Adoption of Accounts.	Ordinary	Poll/ E-voting
2	Retirement of Mr. Srikant Madhav Datar as Director and not to fill the vacancy so caused.	Ordinary	Poll/ E-voting
3	Re-appointment of Mr. Shiv Nadar as Director.	Ordinary	Poll/ E-voting
4	Appointment of Statutory Auditors	Ordinary	Poll/ E-voting
Special Business			
5	Appointment of Mr. Srinivasan Ramanathan as an Independent Director	Ordinary	Poll/ E-voting
6	Appointment of Mr. Amal Ganguli as an Independent Director	Ordinary	Poll/ E-voting
7	Appointment of Ms. Robin Ann Abrams as an Independent Director	Ordinary	Poll/ E-voting
8	Appointment of Mr. Keki Mistry as an Independent Director	Ordinary	Poll/ E-voting
9	Appointment of Dr. Sosale Shankara Sastry as an Independent Director	Ordinary	Poll/ E-voting
10	Appointment of Mr. Subramanian Madhavan as an Independent Director	Ordinary	Poll/ E-voting
11	Payment of Commission to Non-Executive Directors	Special	Poll/ E-voting
12	Continuation of Mr. Shiv Nadar as Managing Director of the Company beyond the age of 70 years	Special	Poll/ E-voting



Resolution No. 1 - Adoption of Accounts

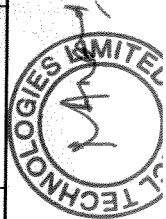
Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares 3= (2/1)*100	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled 6=(4/2)*100	% of Votes against on votes polled 7=(5/2)*100
	1	2		4	5		
Promoter and Promoter Group	431,462,054	431,462,054	100.00%	431,462,054		74.45%	0.00%
Public- Institutional holders	228,946,881	147,336,871	64.35%	144,799,920	2,536,951	24.98%	0.44%
Public- Others	41,104,922	765,338	1.86%	765,338	-	0.13%	0.00%
Total	701,513,857	579,564,263	82.62%	577,027,312	2,536,951	99.56%	0.44%

Resolution No. 2 - Retirement of Mr. Srikant Madhav Datar as Director and not to fill the vacancy so caused

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares 3= (2/1)*100	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled 6=(4/2)*100	% of Votes against on votes polled 7=(5/2)*100
	1	2		4	5		
Promoter and Promoter Group	431,462,054	431,462,054	100.00%	431,462,054		73.97%	0.00%
Public- Institutional holders	228,946,881	151,104,518	66.00%	147,623,540	3,480,978	25.31%	0.60%
Public- Others	41,104,922	765,338	1.86%	765,080	258	0.13%	0.00%
Total	701,513,857	583,331,910	83.15%	579,850,674	3,481,236	99.40%	0.60%

Resolution No. 3 - Re-appointment of Mr. Shiv Nadar as Director

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares 3= (2/1)*100	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled 6=(4/2)*100	% of Votes against on votes polled 7=(5/2)*100
	1	2		4	5		
Promoter and Promoter Group	431,462,054	431,462,054	100.00%	431,462,054		73.65%	0.00%
Public- Institutional holders	228,946,881	153,579,812	67.08%	124,044,144	29,535,668	21.17%	5.04%
Public- Others	41,104,922	765,339	1.86%	765,235	104	0.13%	0.00%
Total	701,513,857	585,807,205	83.51%	556,271,433	29,535,772	94.96%	5.04%



Resolution No. 4 - Appointment of Statutory Auditors

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	431,462,054	431,462,054	100.00%	431,462,054		74.17%	0.00%
Public- Institutional holders	228,946,881	149466387	65.28%	138,164,005	11,302,382	23.75%	1.94%
Public- Others	41,104,922	765337	1.86%	765,336	1	0.13%	0.00%
Total	701,513,857	581,693,778	82.92%	570,391,395	11,302,383	98.06%	1.94%

Resolution No. 5 - Appointment of Mr. Srinivasan Ramanathan as an Independent Director

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	431,462,054	431,462,054	100.00%	431,462,054		73.61%	0.00%
Public- Institutional holders	228,946,881	153942250	67.24%	128,034,662	25,907,588	21.84%	4.42%
Public- Others	41,104,922	765338	1.86%	765,309	29	0.13%	0.00%
Total	701,513,857	586,169,642	83.56%	560,262,025	25,907,617	95.58%	4.42%

Resolution No. 6 - Appointment of Mr. Amal Ganguli as an Independent Director

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	431,462,054	431,462,054	100.00%	431,462,054		74.04%	0.00%
Public- Institutional holders	228,946,881	150498064	65.73%	116,076,952	34,421,112	19.92%	5.91%
Public- Others	41,104,922	765338	1.86%	765,332	6	0.13%	0.00%
Total	701,513,857	582,725,456	83.07%	548,304,338	34,421,118	94.09%	5.91%



Resolution No. 7 - Appointment of Ms. Robin Ann Abrams as an Independent Director

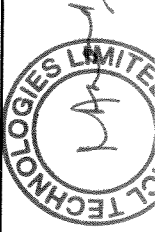
Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	3= (2/1)*100	4	5	6=(4/2)*100	7=(5/2)*100
Promoter and Promoter Group	431,462,054	431,462,054	100.00%	431,462,054		74.07%	0.00%
Public- Institutional holders	228,946,881	150298064	65.65%	128,112,155	22,185,909	21.99%	3.81%
Public- Others	41,104,922	765338	1.86%	765,332	6	0.13%	0.00%
Total	701,513,857	582,525,456	83.04%	560,339,541	22,185,915	96.19%	3.81%

Resolution No. 8 - Appointment of Mr. Keki Mistry as an Independent Director

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	431,462,054	431,462,054	100.00%	431,462,054		73.63%	0.00%
Public- Institutional holders	228,946,881	153757425	67.16%	127,801,888	25,955,537	21.81%	4.43%
Public- Others	41,104,922	765338	1.86%	765,333	5	0.13%	0.00%
Total	701,513,857	585,984,817	83.53%	560,029,275	25,955,542	95.57%	4.43%

Resolution No. 9 - Appointment of Dr. Sosale Shankara Sastry as an Independent Director

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	431,462,054	431,462,054	100.00%	431,462,054		73.68%	0.00%
Public- Institutional holders	228,946,881	153373796	66.99%	59,220,217	94,153,579	10.11%	16.08%
Public- Others	41,104,922	765338	1.86%	765,309	29	0.13%	0.00%
Total	701,513,857	585,601,188	83.48%	491,447,580	94,153,608	83.92%	16.08%



Resolution No. 10 - Appointment of Mr. Subramanian Madhavan as an Independent Director

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares $3 = (2/1) \times 100$	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled $6 = (4/2) \times 100$	% of Votes against on votes polled $7 = (5/2) \times 100$
	1	2	$3 = (2/1) \times 100$	4	5	$6 = (4/2) \times 100$	$7 = (5/2) \times 100$
Promoter and Promoter Group	431,462,054	431,462,054	100.00%	431,462,054		73.97%	0.00%
Public- Institutional holders	228,946,881	151,104,518	66.00%	146,557,111	4,547,407	25.12%	0.78%
Public- Others	41,104,922	765,338	1.86%	765,309	29	0.13%	0.00%
Total	701,513,857	583,331,910	83.15%	578,784,474	4,547,436	99.22%	0.78%

Resolution No. 11 - Payment of Commission to Non-Executive Directors

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares $3 = (2/1) \times 100$	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled $6 = (4/2) \times 100$	% of Votes against on votes polled $7 = (5/2) \times 100$
	1	2	$3 = (2/1) \times 100$	4	5	$6 = (4/2) \times 100$	$7 = (5/2) \times 100$
Promoter and Promoter Group	431,462,054	431,462,054	100.00%	431,462,054		73.58%	0.00%
Public- Institutional holders	228,946,881	154,180,250	67.34%	151,643,299	2,536,951	25.86%	0.43%
Public- Others	41,104,922	765,338	1.86%	765,052	286	0.13%	0.00%
Total	701,513,857	586,407,642	83.59%	583,870,405	2,537,237	99.57%	0.43%

Resolution No. 12 - Continuation of Mr. Shiv Nadar as Managing Director of the Company beyond the age of 70 years

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares $3 = (2/1) \times 100$	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled $6 = (4/2) \times 100$	% of Votes against on votes polled $7 = (5/2) \times 100$
	1	2	$3 = (2/1) \times 100$	4	5	$6 = (4/2) \times 100$	$7 = (5/2) \times 100$
Promoter and Promoter Group	431,462,054	431,462,054	100.00%	431,462,054		73.58%	0.00%
Public- Institutional holders	228,946,881	154,186,266	67.35%	143,449,612	10,736,654	24.46%	1.83%
Public- Others	41,104,922	765,339	1.86%	765,189	150	0.13%	0.00%
Total	701,513,857	586,413,659	83.59%	575,676,855	10,736,804	98.17%	1.83%

All the above resolutions have been duly approved with requisite majority by the members of the Company.

