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General information about company

Scrip code	500179
NSE Symbol	HCL-INSYS
MSEI Symbol	NOTLISTED
ISIN	INE236A01020
Name of the entity	HCL INFOSYSTEMS LIMITED
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

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ended date only

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Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																				
Whether the listed entity has a Regular Chairperson		Yes																		
Whether Chairperson is related to MD or CEO		No																		
Sr	Title (Mr./Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? (Refer Reg. 17(1A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Dilip Kumar Srivastava	AAVPS157Q	06847137	Non-Executive - Non Independent Director	Not Applicable		10-01-1960	NA		21-03-2014	29-09-2020		0	1	0	1	0		
2	Mr	Kaushik Dutta	AGYD3424F	02238890	Non-Executive - Independent Director	Not Applicable		01-09-1962	NA		11-02-2014	01-04-2019		85	2	2	2	1		
3	Mr	Nikhil Sinha	BHDP57068F	011748807	Non-Executive - Independent Director	Chairperson		03-08-1960	NA		01-04-2019	01-04-2019		24	1	1	1	0		
4	Mr	Pawan Kumar Damwar	AJEPD4727D	06847503	Non-Executive - Non Independent Director	Not Applicable		07-07-1966	NA		21-03-2014	16-09-2019		0	1	0	1	0		
5	Mrs	Ritu Arora	AMBPA0259P	07019164	Non-Executive - Independent Director	Not Applicable		05-05-1973	NA		06-04-2015	06-04-2020		71	1	1	3	0		
6	Mrs	Sangeeta Talwar	ACFP13415R	00062478	Non-Executive - Independent Director	Not Applicable		05-01-1956	NA		11-02-2014	01-04-2019		85	4	4	6	2		

Add Note

For the quarter kindly use the following points
 Date of Appointment and Date of Cessation if applicable must be mandatorily filed for every Committee
 Date of Appointment can be for any date between 01, 2020
 Date of Cessation must be for the current quarter only, i.e. July 1,2020 to September 30,2020

Note: Please enter DIN after entering DIN. Name of Committee members and Category 1 of Directors shall be populated automatically.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	0123880	Leahkh Gupta	Non Executive - Independent Director	Chairperson	21-03-2014		
2	01174807	Nikhil Saha	Non Executive - Independent Director	Member	13-05-2013		
3	0002479	Sangeeta Talwar	Non Executive - Independent Director	Member	23-04-2015		
4	0709458	Neel Arora	Non Executive - Independent Director	Member	23-04-2015		
5							
6							
7							
8							
9							
10							

Note: Please enter DIN after entering DIN. Name of Committee members and Category 1 of Directors shall be populated automatically.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	0002478	Sangeeta Talwar	Non Executive - Independent Director	Chairperson	21-03-2014		118
2	0646717	Dipj Kumar Srivastava	Non Executive - Non Independent Director	Member	21-03-2014		
3	01174807	Nikhil Saha	Non Executive - Independent Director	Member	13-05-2013		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN after entering DIN. Name of Committee members and Category 1 of Directors shall be populated automatically.

Shareholders Relationship Committee							
Whether the Shareholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	0002478	Sangeeta Talwar	Non Executive - Independent Director	Chairperson	24-06-2014		119
2	0646717	Dipj Kumar Srivastava	Non Executive - Non Independent Director	Member	13-05-2013		
3	0646717	Dipj Kumar Srivastava	Non Executive - Non Independent Director	Member	04-04-2020		
4							
5							
6							
7							
8							
9							
10							

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN after entering DIN. Name of Committee members and Category 1 of Directors shall be populated automatically.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

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Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	06-11-2020			Yes	6	4
2	Add Delete 23-01-2021	77		Yes	6	4
3	10-02-2021	17		Yes	6	4
4	23-03-2021	40		Yes	6	4

* to be filled in only for the current quarter meetings

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Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	06-11-2020				Yes	4	4
2	Audit Committee	10-02-2021	95			Yes	4	4
3	Aud Add Delete	23-03-2021	40			Yes	4	4
4	Nomination and remuneration committee	06-11-2020				Yes	3	2
5	Nomination and remuneration committee	10-02-2021				Yes	3	2
6	Nomination and remuneration committee	23-03-2021				Yes	3	2
7	Stakeholders Relationship Committee	06-11-2020				Yes	3	1
8	Stakeholders Relationship Committee	10-02-2021				Yes	3	1

* to be filled in only for the current quarter meetings

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Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			
Disclosure of notes of material transaction with related party			

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Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.hclinfosystems.com/
2	Terms and conditions of appointment of independent directors	Yes		https://www.hclinfosystems.com/investors/
3	Composition of various committees of board of directors	Yes		https://www.hclinfosystems.com/meet-the-team/
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.hclinfosystems.com/investors/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.hclinfosystems.com/investors/
6	Criteria of making payments to non-executive directors	Yes		https://www.hclinfosystems.com/investors/
7	Policy on dealing with related party transactions	Yes		https://www.hclinfosystems.com/investors/
8	Policy for determining 'material' subsidiaries	Yes		https://www.hclinfosystems.com/investors/
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.hclinfosystems.com/investors/
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.hclinfosystems.com/investors/
11	email address for grievance redressal and other relevant details	Yes		https://www.hclinfosystems.com/investors/
12	Financial results	Yes		https://www.hclinfosystems.com/investors/
13	Shareholding pattern	Yes		https://www.hclinfosystems.com/investors/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://www.hclinfosystems.com/investors/
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.hclinfosystems.com/investors/
18	Credit rating or revision in credit rating obtained	Yes		https://www.hclinfosystems.com/investors/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.hclinfosystems.com/investors/
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.hclinfosystems.com/investors/
21	Materiality Policy as per Regulation 30	Yes		https://www.hclinfosystems.com/investors/
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://www.hclinfosystems.com/investors/
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			

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Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Komal Bathla
2	Designation	Company Secretary and Compliance Officer

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Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				

Annexure II

1	Name of signatory	Komal Bathla
2	Designation	Company Secretary and Compliance Officer

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Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		Add Notes

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Annexure II

1	Name of signatory	Komal Bathla
2	Designation	Company Secretary and Compliance Officer

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Signatory Details

Name of signatory	Komal Bathla
Designation of person	Company Secretary and Compliance Officer
Place	Noida
Date	15-04-2021

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