

7th March, 2025**To**

BSE Limited Sir Phirojze Jeejeebhoy Tower Dalal Street, Fort Mumbai - 400001	The National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex Bandra (East) Mumbai 400 051
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Sub.: Disclosure under Regulations 30 and 30A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") read with Clause 5A, Para A, Part A, Schedule III of SEBI LODR

Ref: NSE : HCL-INSYS

BSE (For Physical Form) : 179

BSE (For Demat Form) : 500179

Dear Sir/Madam,

We wish to inform you that today, the Company has received an intimation from Ms. Roshni Nadar Malhotra under Regulation 30A of the SEBI LODR read with Clause 5A of Para A of Part A of Schedule III of the SEBI LODR with regard to execution of gift deeds by Mr. Shiv Nadar in favor of Ms. Roshni Nadar Malhotra dated 6th March, 2025 ("**Regulation 30A Intimation**").

The necessary information required to be disclosed by the Company pursuant to its obligations under Regulations 30 and 30A of the SEBI LODR read with Clause 5A, Para A, Part A, Schedule III of the SEBI LODR, subsequent to the receipt of the Regulation 30A Intimation and as required under the SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, is enclosed herewith as **Annexure – I**.

Kindly take the above information on your record.

Thanking you,

Yours Sincerely,

For and on behalf of HCL Infosystems Limited

Raj Kumar Sachdeva
Manager

Encl.: As above

ANNEXURE-I

Disclosure of information in terms of SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024:

Sl. No.	Particulars	Details
1	If the listed entity is a party to the agreement details of the counterparties (including name and relationship with the listed entity) i. details of the counterparties (including name and relationship with the listed entity);	HCL Infosystems Limited (" the Company ") is not party to the agreements.
2	If listed entity is not a party to the agreement: i. name of the party entering into such an agreement and the relationship with the listed entity; ii. details of the counterparties to the agreement (including name and relationship with the listed entity) iii. date of entering into the agreement.	<p>i. A Gift deed dated 6th March, 2025 executed by Mr. Shiv Nadar in favour of his daughter Ms. Roshni Nadar Malhotra for transfer of his 47% shareholding in Vama Delhi; and</p> <p>ii. A Gift deed dated 6th March, 2025 executed by Mr. Shiv Nadar in favour of his daughter Ms. Roshni Nadar Malhotra for transfer of his 47% shareholding in HCL Corp. (Both gift deed(s) collectively referred to as "Gift Deeds").</p> <p>Both Mr. Shiv Nadar and Ms. Roshni Nadar Malhotra are promoters of the Company.</p> <p>Mr. Shiv Nadar and Ms. Roshni Nadar Malhotra are also shareholders of Vama Delhi and HCL Corp, promoters of the Company.</p>
3	Purpose of entering into the agreement	Gift Deeds have been executed pursuant to a private family arrangement intended to streamline succession, which would ensure continuity of ownership and control by Mr. Shiv Nadar Family (promoter family) and would provide desired stability to the Company.
4	Shareholding, if any, in the entity with whom the agreement is executed	<p>Mr. Shiv Nadar and Ms. Roshni Nadar Malhotra hold 3,055 (0.00%) and 2,893 (0.00%) shares respectively, in the Company.</p> <p>Immediately prior to execution of the Gift Deeds, Mr. Shiv Nadar and Ms. Roshni Nadar Malhotra held 51.00% and 10.33% shareholding respectively, in both Vama Delhi and HCL Corp.</p>
5	Significant terms of the agreement (in brief)	Mr. Shiv Nadar <i>vide</i> Gift Deeds has agreed to transfer his 47% shareholding in both Vama Delhi and HCL Corp, promoter(s) of the Company, in favour of his daughter Ms. Roshni Nadar Malhotra. Consequent to the aforesaid transfer, Ms. Roshni Nadar Malhotra shall acquire control and become majority shareholder of Vama Delhi and HCL Corp.

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Corporate Identity Number - L72200DL1986PLC023955

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6	Extent and the nature of impact on management or control of the listed entity	Ms. Roshni Nadar Malhotra will acquire control of, and become majority shareholder, of Vama Delhi and HCL Corp, and accordingly will acquire control over the voting rights in relation to the 12.94% stake held by Vama Delhi and 49.94% stake held by HCL Corp in the Company.
7	Details and quantification of the restriction or liability imposed upon the listed entity	Not applicable
8	Whether the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	Mr. Shiv Nadar and Ms. Roshni Nadar Malhotra are promoters of the Company and are also the shareholders of Vama Delhi and HCL Corp, which are promoter(s) of the Company.
9	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	No
10	In case of issuance of shares to the parties, details of issue price, class of shares issued	Not Applicable
11	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Not Applicable
12	In case of rescission, amendment or alteration, listed entity shall disclose additional details to the stock exchange(s): i. name of parties to the agreement; ii. nature of the agreement; iii. date of execution of the agreement; iv. details and reasons for amendment or alteration and impact thereof (including impact on management or control and on the restriction or liability quantified earlier); v. reasons for rescission and impact thereof (including impact on management or control and on the restriction or liability quantified earlier)	Not Applicable