



HFCL Limited

8, Commercial Complex, Masjid Moth, Greater Kailash - II,
New Delhi - 110048, India

Tel : (+91 11) 3520 9400, 3520 9500 Fax : (+91 11) 3520 9525

Web : www.hfcl.com

Email : secretarial@hfcl.com

HFCL/SEC/26-27

October 01, 2026

BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001 E-mail: corp.relations@bseindia.com Security Code No.: 500183	National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, C – 1, Block G Bandra – Kurla Complex, Bandra (E), Mumbai – 400051 E-mail: takeover@nse.co.in Security Code No.: HFCL
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Re: Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Subject: - Voting Results and Consolidated Scrutinizer's Report of the 39th Annual General Meeting (AGM) of the Members of HFCL Limited held on September 29, 2026.

Dear Sir(s)/ Madam,

In terms of Regulation 44(3) of the SEBI Listing Regulations, we hereby submit the Voting Results of all the resolutions passed at the 39th AGM of the members of the Company, held on September 29, 2026 at 11:00 a.m. (IST), in the format specified by the SEBI.

We also hereby submit the Consolidated Scrutinizer's Report on Remote e-Voting and e-Voting conducted at the 39th AGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The same shall also be available on the website of the Company at <https://www.hfcl.com/> and on the website of National Securities Depository Limited (NSDL), the agency providing remote e-Voting/ e-Voting facility at <https://www.evoting.nsdl.com/>.

You are requested to take the above information on records and disseminate the same on your respective websites.

Thanking you.

Yours faithfully,
For HFCL Limited

MANOJ BAID
Digitally signed
by MANOJ BAID
Date: 2026.10.01
17:08:14 +05'30'

(Manoj Baid)
President & Company Secretary
Membership No.: - FCS-5834

Encl.:- Voting Results and Consolidated Scrutinizer's Report of 39th AGM.

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General information about company

Scrip code	500183
NSE Symbol	HFCL
MSEI Symbol	NOTLISTED
ISIN	INE548A01028
Name of the company	HFCL LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2026
Start time of the meeting	11:00 AM
End time of the meeting	12:47 PM

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Scrutinizer Details

Name of the Scrutinizer	BALDEV SINGH KASHTWAL
Firms Name	NA
Qualification	CS
Membership Number	3616
Date of Board Meeting in which appointed	02-09-2026
Date of Issuance of Report to the company	01-10-2026

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Voting results

Record date	22-09-2026
Total number of shareholders on record date	785204
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	6
b) Public	81
No. of resolution passed in the meeting	7
Disclosure of notes on voting results	Add Notes

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Resolution (1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				to receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026, along with the reports of the Board of Directors and the Auditors thereon.				
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	E-Voting		433044594	100.0000	433044594	0	100.0000	0.0000
	Poll	433044594						
	Postal Ballot (if applicable)							
	Total	433044594	433044594	100.0000	433044594	0	100.0000	0.0000
Public- Institutions	E-Voting		316611917	85.5548	316611917	0	100.0000	0.0000
	Poll	370069143						
	Postal Ballot (if applicable)							
	Total	370069143	316611917	85.5548	316611917	0	100.0000	0.0000
Public- Non Institutions	E-Voting		91883580	12.6302	91856106	27474	99.9701	0.0299
	Poll	727488726						
	Postal Ballot (if applicable)							
	Total	727488726	91883580	12.6302	91856106	27474	99.9701	0.0299
Total		1530602463	841540091	54.9810	841512617	27474	99.9967	0.0033
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



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Resolution (2)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 and the report of the Auditors thereon				
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	E-Voting	433044594	433044594	100.0000	433044594	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	433044594	433044594	100.0000	433044594	0	100.0000	0.0000
Public- Institutions	E-Voting	370069143	316611917	85.5548	316611917	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	370069143	316611917	85.5548	316611917	0	100.0000	0.0000
Public- Non Institutions	E-Voting	727488726	91882510	12.6301	91854536	27974	99.9696	0.0304
	Poll							
	Postal Ballot (if applicable)							
	Total	727488726	91882510	12.6301	91854536	27974	99.9696	0.0304
Total		1530602463	841539021	54.9809	841511047	27974	99.9967	0.0033
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution (3)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To declare a Dividend of Re.0.20 (Twenty Paise only) i.e. 20% per fully paid-up equity share of face value of Re.1/- (Rupee One only) for the financial year ended March 31, 2026						
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	E-Voting		433044594	100.0000	433044594	0	100.0000	0.0000
	Poll	433044594						
	Postal Ballot (if applicable)							
	Total	433044594	433044594	100.0000	433044594	0	100.0000	0.0000
Public- Institutions	E-Voting		318174410	85.9770	318174410	0	100.0000	0.0000
	Poll	370069143						
	Postal Ballot (if applicable)							
	Total	370069143	318174410	85.9770	318174410	0	100.0000	0.0000
Public- Non Institutions	E-Voting		91882640	12.6301	91854967	27673	99.9699	0.0301
	Poll	727488726						
	Postal Ballot (if applicable)							
	Total	727488726	91882640	12.6301	91854967	27673	99.9699	0.0301
Total		1530602463	843101644	55.0830	843073971	27673	99.9967	0.0033
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution (4)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Arvind Kharabanda (DIN: 00052270) Director (Non-Executive) aged 79 years, who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment				
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	E-Voting	433044594	433044594	100.0000	433044594	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	433044594	433044594	100.0000	433044594	0	100.0000	0.0000
Public- Institutions	E-Voting	370069143	317970485	85.9219	275999156	41971329	86.8002	13.1998
	Poll							
	Postal Ballot (if applicable)							
	Total	370069143	317970485	85.9219	275999156	41971329	86.8002	13.1998
Public- Non Institutions	E-Voting	727488726	91883563	12.6302	91569208	314355	99.6579	0.3421
	Poll							
	Postal Ballot (if applicable)							
	Total	727488726	91883563	12.6302	91569208	314355	99.6579	0.3421
Total		1530602463	842898642	55.0697	800612958	42285684	94.9833	5.0167
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

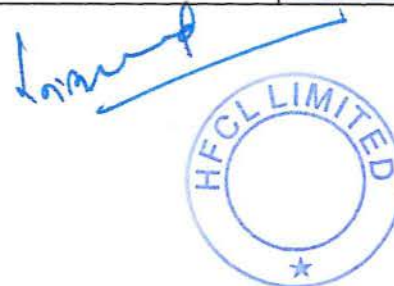


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Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the material modifications in material related party transactions with HTL Limited, a material subsidiary of the Company for the Financial Year 2026-27				
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	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	433044594						
	Postal Ballot (if applicable)							
	Total	433044594	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting		317970485	85.9219	317970485	0	100.0000	0.0000
	Poll	370069143						
	Postal Ballot (if applicable)							
	Total	370069143	317970485	85.9219	317970485	0	100.0000	0.0000
Public- Non Institutions	E-Voting		90074140	12.3815	90027184	46956	99.9479	0.0521
	Poll	727488726						
	Postal Ballot (if applicable)							
	Total	727488726	90074140	12.3815	90027184	46956	99.9479	0.0521
Total		1530602463	408044625	26.6591	407997669	46956	99.9885	0.0115
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	1500000



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Resolution (6)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the material related party transactions with HTL Limited, a material subsidiary of the Company for the Financial Year 2027-28				
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	E-Voting	433044594	0	0.0000	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	433044594	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	370069143	317970485	85.9219	317970485	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	370069143	317970485	85.9219	317970485	0	100.0000	0.0000
Public- Non Institutions	E-Voting	727488726	90073988	12.3815	90027030	46958	99.9479	0.0521
	Poll							
	Postal Ballot (if applicable)							
	Total	727488726	90073988	12.3815	90027030	46958	99.9479	0.0521
Total		1530602463	408044473	26.6591	407997515	46958	99.9885	0.0115
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	1500000



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Resolution (7)

Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the material related party transactions between HIL Limited, a material subsidiary of the Company and HFCL Inc., a material wholly-owned subsidiary of the Company for Financial Year 2026-27				
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	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	433044594						
	Postal Ballot (if applicable)							
	Total	433044594	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		317970485	85.9219	317970485	0	100.0000	0.0000
	Poll	370069143						
	Postal Ballot (if applicable)							
	Total	370069143	317970485	85.9219	317970485	0	100.0000	0.0000
Public- Non Institutions	E-Voting		90075140	12.3817	90018788	56352	99.9374	0.0626
	Poll	727488726						
	Postal Ballot (if applicable)							
	Total	727488726	90075140	12.3817	90018788	56352	99.9374	0.0626
Total		1530602463	408045625	26.6592	407989273	56352	99.9862	0.0138
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	1500000





**CONSOLIDATED SCRUTINIZER REPORT FOR REMOTE E-VOTING & INSTAPOLL i.e.
E-VOTING DURING 39TH ANNUAL GENERAL MEETING (AGM) OF HFCL LIMITED**

[Pursuant to Section 108 and other applicable provisions of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

**The Chairman of the 39th Annual General Meeting ("AGM") of
HFCL Limited
(CIN: L64200HR1987PLC148689)
Plot No. 38, Institutional Area, Sector-32
Gurugram – 122001 (Haryana)**

Subject: Passing of Resolution(s) through remote e-Voting and Instapoll i.e. e-Voting at AGM electronically by the members during the 39th AGM of HFCL Limited (the "Company") held on Tuesday, the 29th September, 2026 at 11:00 A. M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

Dear Sir,

1. I, Baldev Singh Kashtwal, Practising Company Secretary (holding Membership No. FCS 3616 and Certificate of Practice No. 3169) having office at 106, 1st Floor, Madhuban Tower, A-1, V. S. Block, Shakarpur Crossing, Delhi-110 092, was appointed as the Scrutinizer by the Board of Directors of HFCL Limited (the "**Company**") at its meeting held on September 2, 2026, for the purpose of scrutinizing the process of voting through electronic means i.e. remote e-Voting and Instapoll i.e. e-Voting by the members during the AGM on the resolutions contained in the Notice dated September 2, 2026, for 39th AGM of the members of the Company, held on **Tuesday, September 29, 2026, at 11.00 A.M. (IST) through VC/OAVM**, under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ("**SEBI Listing Regulations**"), the General Circular No. 03/2025 dated September 22, 2025 read with circulars dated September 19, 2024, September 25, 2023, December 28, 2022, May 05, 2022, December 14, 2021, December 08, 2021, January 13, 2021, May 05, 2020, April 13, 2020 and April 08, 2020 issued by the Ministry of Corporate Affairs ("**MCA**") read with applicable circulars issued by the Securities and Exchange Board of India ("**SEBI**") ("**Applicable Circulars**") providing relaxation for the manner in which the AGM shall be held and conducted. The Applicable Circulars provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the AGM.
2. The Company engaged National Securities Depository Limited ("**NSDL**") as the Service Provider for extending the facility of remote e-Voting and Insta-poll i.e. e-Voting during the AGM to the shareholders of the Company. The Service Provider provided a system for recording the votes of the shareholders electronically on all seven (07) resolutions mentioned in the Notice dated September 2, 2026. The Company had also uploaded all the items of the business to be transacted on the website of its Service Provider to facilitate the shareholders to cast their votes through remote e-Voting and e-Voting during the AGM. The Remote e-Voting facility was kept open from **Saturday, September 26, 2026 (09:00 A.M.) to Monday, September 28, 2026 (05:00 P.M.)**.
3. The **cut-off date** for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for the approval of the shareholders was **Tuesday, September 22, 2026**.



4. As on the cut-off date there were 7,54,924 shareholders of the Company. The Notice was sent on September 5, 2026, through email to 7,20,258 shareholders, whose email ids were made available by the depositories/ RTA/ Depository Participants.
5. Pursuant to the Applicable Circulars, the Notice sent through email contained the detailed procedure to be followed by the shareholders to cast their votes electronically.
6. Pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (as amended from time to time), the Company also released an advertisement, which was published on **Sunday, September 6, 2026** in The Indian Express, All editions (English Newspaper) and Jansatta, Delhi (Hindi Newspaper). The notice published in the newspaper carried the required information as specified in the Rule 20(4)(v)(a) to (h) of the Companies (Management and Administration) Rules, 2014.
7. Particulars of all votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.
8. At the 39th AGM of the Company held through VC / OAVM, on **Tuesday, September 29, 2026** at 11:00 A.M. onwards, after considering all the items of business, the facility to vote electronically i.e. through e-Voting at the AGM was provided to facilitate those members who were attending the meeting through VC / OAVM but could not participate in the remote e-Voting to record their votes.
9. Thereafter, the remote e-Voting and e-Voting by the members at the AGM, were unblocked by me at around **01:25 p.m.** on **September 29, 2026**, in the presence of two witnesses Mr. Siddhant Saxena and Ms. Meghna who are not in the employment of the Company, on the NSDL e-Voting platform and the voting summary statement was downloaded pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended. After unblocking the total votes cast, both through remote e-Voting and e-Voting at the AGM, were consolidated and the final Scrutinizer's Report was prepared and the data of e-Voting was diligently scrutinized and reconciled with the records maintained by the MCS Share Transfer Agent Limited, Registrar and Share Transfer Agent of the Company.

Responsibility of the Management

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013, read with rules made thereunder and the SEBI Listing Regulations, relating to voting including voting by electronic means for the resolutions stated in the Notice dated September 2, 2026.

Responsibility as a Scrutinizer

My responsibility as a scrutinizer for the e-Voting process is restricted to make a Scrutinizer Report of the votes cast in "**favour**" and "**against**" the resolutions set out in the Notice of the 39th AGM dated September 2, 2026 based on the reports generated from the e-Voting system provided by NSDL, the authorised agency engaged by the Company for providing e-Voting facility.

As a Scrutinizer, I ensured that e-Voting and remote e-Voting done by the shareholders was in order and in compliance with the relevant provisions under the Companies Act, 2013 and rules made thereunder.

The result of remote e-Voting and e-Voting is as under:-



Ordinary Business:**Item No. 1**

Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026, along with the reports of the Board of Directors and the Auditors thereon:

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal Value of Re.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-Voting)	781	83,68,85,318	-
Total Votes received during the AGM through e-Voting	16	46,54,773	-
Total Number of Invalid Votes	-	-	-
Total Number of Valid Votes	797	84,15,40,091	100.00
Total Number of Votes in favour of the Resolution	777	84,15,12,617	99.9967
Total Number of Votes against the resolution	20	27,474	0.0033

Note: Two shareholders holding 2,75,230 shares have voted only for 96,912 shares.

Therefore, the Resolution No. 1 has been approved with requisite majority.

Item No. 2

Ordinary Resolution: To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 and the report of the Auditors thereon:

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal Value of Re.1/- each (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-Voting)	779	83,68,84,248	-
Total Votes received during the AGM through e-Voting	16	46,54,773	-
Total Number of Invalid Votes	-	-	-
Total Number of Valid Votes	795	84,15,39,021	100.00
Total Number of Votes in favour of the Resolution	774	84,15,11,047	99.9967
Total Number of Votes against the resolution	21	27,974	0.0033

Note: Two shareholders holding 2,75,230 shares have voted only for 96,912 shares.

Therefore, the Resolution No. 2 has been approved with requisite majority.



Item No. 3

Ordinary Resolution: To declare a Dividend of ₹0.20 (Twenty Paise only) i.e. 20% per fully paid-up equity share of face value of ₹1/- (Rupee One only) for the financial year ended March 31, 2026:

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal Value of Re.1/- each (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-Voting)	782	83,84,46,871	-
Total Votes received during the AGM through e-Voting	16	46,54,773	-
Total Number of Invalid Votes	-	-	-
Total Number of Valid Votes	798	84,31,01,644	100.00
Total Number of Votes in favour of the Resolution	777	84,30,73,971	99.9967
Total Number of Votes against the resolution	21	27,673	0.0033

Note: Two shareholders holding 2,75,230 shares have voted only for 96,912 shares.

Therefore, the Resolution No. 3 has been approved with requisite majority.

Item No. 4

Special Resolution: To appoint a Director in place of Mr. Arvind Kharabanda (DIN: 00052270) Director (Non-Executive) aged 79 years, who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment:

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal Value of Re.1/- each (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-Voting)	789	83,82,43,924	-
Total Votes received during the AGM through e-Voting	15	46,54,718	-
Total Number of Invalid Votes	-	-	-
Total Number of Valid Votes	804	84,28,98,642	100.00
Total Number of Votes in favour of the Resolution	713	80,06,12,958	94.9833
Total Number of Votes against the resolution	91	4,22,85,684	5.0167

Note: Eight shareholders voted partially in favour of and partially against the Resolution and Two shareholders holding 2,75,230 shares have voted only for 96,912 shares.

Therefore, the Resolution No. 4 has been approved with requisite majority.



SPECIAL BUSINESS**Item No. 5**

Ordinary Resolution: To approve the material modifications in material related party transactions with HTL Limited, a material subsidiary of the Company for the Financial Year 2026-27.

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal Value of Re.1/- each (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-Voting)	770	40,51,98,852	-
Total Votes received during the AGM through e-Voting	15	43,45,773	-
Less : Total Number of Invalid Votes	1	15,00,000	-
Total Number of Valid Votes	784	40,80,44,625	100.00
Total Number of Votes in favour of the Resolution	755	40,79,97,669	99.9885
Total Number of Votes against the resolution	29	46,956	0.0115

Note: Two shareholders holding 2,75,230 shares have voted only for 96,912 shares.

Therefore, the Resolution No. 5 has been approved with requisite majority.

Item No. 6

Ordinary Resolution: To approve the material related party transactions with HTL Limited, a material subsidiary of the Company for the Financial Year 2027-28.

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal Value of Re.1/- each (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-Voting)	768	40,51,98,700	-
Total Votes received during the AGM through e-Voting	15	43,45,773	-
Less : Total Number of Invalid Votes	1	15,00,000	-
Total Number of Valid Votes	782	40,80,44,473	100.00
Total Number of Votes in favour of the Resolution	754	40,79,97,515	99.9885
Total Number of Votes against the resolution	28	46,958	0.0115

Note: Two shareholders holding 2,75,230 shares have voted only for 96,912 shares.

Therefore, the Resolution No. 6 has been approved with requisite majority.



Item No. 7

Ordinary Resolution: To approve the material related party transactions between HTL Limited, a material subsidiary of the Company and HFCL Inc., a material wholly-owned subsidiary of the Company for Financial Year 2026-27.

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal Value of Re.1/- each (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-Voting)	771	40,51,99,852	
Total Votes received during the AGM through e-Voting	15	43,45,773	
Less : Total Number of Invalid Votes	1	15,00,000	
Total Number of Valid Votes	785	40,80,45,625	100.00
Total Number of Votes in favour of the Resolution	753	40,79,89,273	99.9862
Total Number of Votes against the resolution	32	56,352	0.0138

Note: Two shareholders holding 2,75,230 shares have voted only for 96,912 shares.

Therefore, the Resolution No. 7 has been approved with requisite majority.

All 7 (seven) resolutions stand passed through remote e-Voting and e-Voting at the AGM with the requisite majority and, hence, deemed to be passed as on the date of the AGM i.e. on **September 29, 2026**.

I hereby confirm that I am maintaining the soft copy of the registers received from the service provider in respect of the votes cast through remote e- Voting and e-Voting at the AGM by way of electronic means by the members of the Company.

All other relevant records relating to remote e-Voting and e-Voting at the AGM shall remain in the safe custody of the scrutinizer and will be handed over to the Company until the Chairman of the Meeting considers, approves and signs the Minutes of the 39th AGM.

You may kindly declare the results accordingly.

Thanking you
Yours Sincerely

CS BALDEV SINGH KASHTWAL
PRACTISING COMPANY SECRETARY
SCRUTINIZER
C. P. NO. 3169

ICSI –UDIN : F003616H001668367
ICSI- Peer Review Certificate No. : 7700/2026
ICSI- Unique Identification No. : I1999DE144000

Date : October 01, 2026
Place : New Delhi



Countersigned by:
For HFCL Limited

(Manoj Baid)
President & Company Secretary
FCS-5834

