

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L64200HP1987PLC007466

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACH4041D

(ii) (a) Name of the company

HFCL LIMITED

(b) Registered office address

8 ELECTRONICS COMPLEX
CHAMBAGHAT,SOLAN
HIMACHAL PRADESH
Himachal Pradesh
173213

(c) *e-mail ID of the company

secretarial@hfcl.com

(d) *Telephone number with STD code

01135209400

(e) Website

www.hfcl.com

(iii) Date of Incorporation

11/05/1987

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

383 LAKE GARDENS
1ST FLOOR

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

30/09/2022

(b) Due date of AGM

30/09/2022

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 3

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C9	Computer, electronic, Communication and scientific measuring & control equipment	34.17
2	J	Information and communication	J5	Wired, wireless or satellite Telecommunication activities	44.11
3	J	Information and communication	J8	Other information & communication service activities	17.57

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 11

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
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1	POLIXEL SECURITY SYSTEMS PI	U93000DL2010PTC199073	Subsidiary	100
2	HFCL ADVANCE SYSTEMS PRIV	U29253HP2015PTC000880	Subsidiary	100
3	MONETA FINANCE PRIVATE LIM	U65921HP1995PTC017088	Subsidiary	100
4	DRAGONWAVE HFCL INDIA PR	U64200DL2010PTC211117	Subsidiary	100
5	HFCL Technologies Private Lim	U29309DL2021PTC382794	Subsidiary	100
6	HFCL B.V.		Subsidiary	100
7	HFCL Inc.		Subsidiary	100
8	RADDEF PRIVATE LIMITED	U74999KA2017PTC105873	Subsidiary	90
9	HTL LIMITED	U93090TN1960PLC004355	Subsidiary	74
10	NIMPAA TELECOMMUNICATIO	U32109TN2020PTC138131	Associate	50
11	BIGCAT WIRELESS PRIVATE LIM	U72900TN2013PTC089742	Associate	50

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	5,100,000,000	1,376,584,221	1,376,584,221	1,376,584,221
Total amount of equity shares (in Rupees)	5,100,000,000	1,376,584,221	1,376,584,221	1,376,584,221

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	5,100,000,000	1,376,584,221	1,376,584,221	1,376,584,221
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	5,100,000,000	1,376,584,221	1,376,584,221	1,376,584,221

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	25,000,000	0	0	0
Total amount of preference shares (in rupees)	2,500,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Redeemable Cumulative Preference Shares				
Number of preference shares	25,000,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	2,500,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	468,085	1,283,909,1	1284377194	1,284,377,1	1,284,377,	
Increase during the year	42,175	92,207,027	92249202	92,249,202	92,249,202	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	87,272,727	87272727	87,272,727	87,272,727	0
v. ESOPs	0	4,934,300	4934300	4,934,300	4,934,300	0
vi. Sweat equity shares allotted	0	0	0	0	0	
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0

x. Others, specify	42,175	0	42175	42,175	42,175	
Added to Physical						
Decrease during the year	0	42,175	42175	42,175	42,175	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify	0	42,175	42175	42,175	42,175	
Transfer from Demat to physical						
At the end of the year	510,260	1,376,073,9	1376584221	1,376,584,2	1,376,584,.	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE548A01028

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text" value="01/04/2021"/>	
Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text" value="100"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="1"/>
Ledger Folio of Transferor	<input type="text" value="A0000286"/>		
Transferor's Name	<input type="text" value="ANIL"/>	<input type="text" value="KANTILAL"/>	<input type="text" value="SHAH"/>
	Surname	middle name	first name
Ledger Folio of Transferee	<input type="text" value="58499"/>		

Transferee's Name	<input type="text" value="KAMLESH"/>	<input type="text" value="KALIDAS"/>	<input type="text" value="SHAH"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) * Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

42,864,380,612

(ii) Net worth of the Company

27,283,584,825

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	3,480,091	0.25	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	536,601,801	38.98	0	
10.	Others	0	0	0	
	Total	540,081,892	39.23	0	0

Total number of shareholders (promoters)

7

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	481,059,089	34.95	0	
	(ii) Non-resident Indian (NRI)	23,578,667	1.71	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	15,000	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	521,000	0.04	0	
4.	Banks	5,739	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	5,620	0	0	
7.	Mutual funds	25,317,015	1.84	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	192,112,007	13.96	0	
10.	Others Foreign Portfolio Investors,	113,888,192	8.27	0	

	Total	836,502,329	60.77	0	0
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Total number of shareholders (other than promoters)

644,926

**Total number of shareholders (Promoters+Public/
Other than promoters)**

644,933

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
3 SIGMA GLOBAL FUN	ICICI BANK LTD,SMS DEPT 1ST FLO			2,397,700	0.17
ADVANTAGE ADVISER	STATE BANK OF INDIA - GLOBAL C		US	400	0
ADVANTAGE ADVISER	HSBC SECURITIES SERVICES,11TH F		US	4,200	0
AEGIS INVESTMENT FU	C/O KOTAK MAHINDRA BANK LIM		MU	10,000	0
ALASKA PERMANENT	DEUTSCHE BANK AG,DB HOUSE, H		US	230,795	0.02
AMERICAN CENTURY F	DEUTSCHE BANK AG, DB HOUSE,,H		US	55,288	0
AMERICAN CENTURY F	DEUTSCHE BANK AG, DB HOUSE,,H		US	259,510	0.02
AMERICAN CENTURY F	HSBC SECURITIES SERVICES,11TH F		US	56,287	0
AMERICAN CENTURY F	DEUTSCHE BANK AG, DB HOUSE,H		US	1,259	0
ASHMORE EQUITIES IN	HSBC SECURITIES SERVICES,11TH F		US	1,000	0
ASPIRE EMERGING FU	ICICI BANK LTD,SMS DEPT 1ST FLO		MU	1,250	0
BARING INTERNATIONAL	C/O THE HONGKONG & SHANGHA		GB	600	0
BARING PEACOCK FU	C/O THE DEUTSCHE BANK SECURIT		MU	100	0
BELGRAVE INVESTMEN	SUITE 208, 2ND FLOOR, NG TOWEF		MU	4,436,363	0.32
BNP PARIBAS ARBITRA	BNP PARIBAS HOUSE,1 NORTH AV			5,461,163	0.4
BUCHANAN CAPITAL	CITY BANK N.A.(CUSTODY SERVICE			180	0
BUCHANAN CAPITAL	CITIBANK N.A.(CUSTODY SERVICES			60	0
BUCHANAN PARTNER	CITY BANK N.A. (CUSTODY SERVI			500	0
BVK PERSONALVORSC	JPMORGAN CHASE BANK N.A.,IND			269,159	0.02
CALIFORNIA PUBLIC E	DEUTSCHE BANK AG,DB HOUSE, H		US	1,616,258	0.12

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CALIFORNIA STATE TE	HSBC SECURITIES SERVICES 11TH F		US	263,891	0.02
CALYPSO GLOBAL INV	C/O ANEX MANAGEMENT SERVICE		MU	65,000	0
CHASE MANHATTAN	THE HONGKONG & SSHANGHAI BA		IR	100	0
CITY OF LOS ANGELES	CITIBANK N.A. CUSTODY SERVICES		US	108,682	0.01
CITY OF NEW YORK GF	HSBC SECURITIES SERVICES 11TH F		US	1,361,626	

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	8	7
Members (other than promoters)	257,714	644,926
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	0	1	0	0.06	0
B. Non-Promoter	0	6	0	6	0	0
(i) Non-Independent	0	3	0	2	0	0
(ii) Independent	0	3	0	4	0	0
C. Nominee Directors representing	0	1	0	1	0	0
(i) Banks & FIs	0	1	0	1	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0

Total	1	7	1	7	0.06	0
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Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mahendra Nahata	00052898	Managing Director	835,091	
Arvind Kharabanda	00052270	Director	0	
Ranjeet Mal Kastia	00053059	Director	0	
Surendra Singh Sirohi	07595264	Director	0	
Tamali Sengupta	00358658	Director	0	
Bharat Pal Singh	00739712	Director	0	
Ajai Kumar	02446976	Director	0	
Ramakrishna Eda	07677647	Nominee director	0	02/05/2022
Vijay Raj Jain	AALPJ8603K	CFO	218,400	
Manoj Baid	AHJPB7936Q	Company Secretar	97,300	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Mahendra Pratap Shukl	00052977	Director	04/05/2021	Cessation
Ajai Kumar	02446976	Additional director	25/11/2021	Appointment
Ajai Kumar	02446976	Director	07/03/2022	Change in designation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/09/2021	485,505	128	40.92
Extraordinary General Meet	07/03/2022	642,609	69	39.68

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/04/2021	8	8	100
2	10/05/2021	7	7	100
3	12/07/2021	7	6	85.71
4	03/09/2021	7	7	100
5	11/10/2021	7	6	85.71
6	17/01/2022	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

14

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	05/04/2021	4	4	100
2	Audit Committee	10/05/2021	4	4	100
3	Audit Committee	12/07/2021	4	4	100
4	Audit Committee	11/10/2021	4	4	100
5	Audit Committee	04/01/2022	4	4	100
6	Audit Committee	17/01/2022	4	4	100
7	Audit Committee	21/02/2022	4	4	100
8	Nomination, R	10/05/2021	3	3	100
9	Nomination, R	12/07/2021	4	4	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
10	Stakeholders-	29/07/2021	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	30/09/2022
								(Y/N/NA)
1	Mahendra Nahata	6	6	100	3	3	100	Yes
2	Arvind Kharab	6	6	100	13	13	100	Yes
3	Ranjeet Mal K	6	6	100	3	3	100	Yes
4	Surendra Sing	6	6	100	10	10	100	No
5	Tamali Sengu	6	6	100	9	9	100	Yes
6	Bharat Pal Sin	6	6	100	11	9	81.82	Yes
7	Ajai Kumar	1	1	100	0	0	0	No
8	Ramakrishna	6	4	66.67	1	0	0	Not Applicable

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Mahendra Nahata	Managing Director	62,016,800	0	0	8,444,600	70,461,400
	Total		62,016,800	0	0	8,444,600	70,461,400

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Vijay Raj Jain	CFO	17,069,848	0	11,596,800	21,312,695	49,979,343
2	Manoj Baid	Company Secretary	6,117,383	0	4,646,075	4,004,356	14,767,814

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		23,187,231	0	16,242,875	25,317,051	64,747,157

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Arvind Kharabanda	Non-executive D	0	0	0	1,350,000	1,350,000
2	Ranjeet Mal Kastia	Non-executive D	0	0	0	650,000	650,000
3	Surendra Singh Sirc	Non-executive Ir	0	0	0	850,000	850,000
4	Tamali Sengupta	Non-executive Ir	0	0	0	800,000	800,000
5	Bharat Pal Singh	Non-executive Ir	0	0	0	950,000	950,000
6	Ramakrishna Eda	Nominee Directo	0	0	0	200,000	200,000
7	Ajai Kumar	Non-executive Ir	0	0	0	100,000	100,000
8	Mahendra Pratap S	Non-executive D	0	0	0	50,000	50,000
	Total		0	0	0	4,950,000	4,950,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

2

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
HFCL LIMITED	National Stock Exc	22/11/2021	Regulation 17 of the	Rs.2,90,000/- levie	Fine paid and appointed Indep
HFCL LIMITED	National Stock Exc	21/02/2022	Regulation 17 of the	Rs.2,75,000/- levie	Fine paid and appointed Indep

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

BALDEV SINGH KASHTWAL

Whether associate or fellow

Associate Fellow

Certificate of practice number

3169

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... 26 dated 30/04/2014

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

ARVIND
KHARABAN
DA

DIN of the director

00052270

To be digitally signed by

MANOJ
BAID

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

HFCL- MGT 8 2022.pdf
NUMBER OF COMMITTEE MEETING HE
HFCL_FII_310322.pdf
HFCL - Clarifications.pdf

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NUMBER OF COMMITTEE MEETING HELD

SL. No.	Type of meeting	Date of meeting	Total number of members as on date of the meeting	attendance	
				Number of members attended	As % age of total members
1.	Audit Committee	05.04.2021	4	4	100
2.	- do -	10.05.2021	4	4	100
3.	- do -	12.07.2021	4	4	100
4.	- do -	11.10.2021	4	4	100
5.	- do -	04.01.2022	4	4	100
6.	- do -	17.01.2022	4	4	100
7.	- do -	21.02.2022	4	4	100
8.	Nomination, Remuneration & Compensation Committee	10.05.2021	3	3	100
9.	- do -	12.07.2021	4	4	100
10.	Stakeholders-Relationship Committee	29.07.2021	3	3	100
11.	- do -	07.01.2022	3	3	100
12.	Corporate Social Responsibility Committee	10.05.2021	3	2	66.67
13.	Risk Management Committee	30.09.2021	3	2	66.67
14.	- do -	30.03.2022	3	2	66.67

HFCL LIMITED LIST OF FIH/FPI's AS ON 31/03/2022

FOLIO_NO/DPCLID	NAME	SHARES	%	ADDRESS	SEBI_REGIS_NO	COUNTRY_INC
IN30134820118839	3 SIGMA GLOBAL FUND	2397700	0.174	ICICI BANK LTD,SMS DEPT 1ST FLOOR EMPIRE COMPLEX,414 S B MARG LOWER PAREL,MUMBAI MAHARASHTRA-400013		
00011796	ADVANTAGE ADVISERS INDIA FUND, INC.	400	0	STATE BANK OF INDIA - GLOBAL CUSTODIAL SERVICES, SECURITIES SERVICES BRANCH BOMBAY MAIN BRANCH BLDG. IIND FLOOR BOMBAY SAMACHAR MARG, MUMBAI 400023		USA
IN30014210112884	ADVANTAGE ADVISERS INC/A THE INDIA FUND	4200	0.000	HSBC SECURITIES SERVICES,11TH FLR, BLDG NO.3, NESCO - IT PARK,NESCO COMPLEX, W E HIGHWAY,GOREGAON EAST, MUMBAI-400063	IN-US-FA-0137-94	USA
IN30317320023322	ALGIS INVESTMENT FUND	10000	0.001	C/O KOTAK MAHINDRA BANK LIMITED,KOTAK INFINITI, BLDG NO.21, 6TH FLR,ZONE IV,CUSTODY SERVICES,INFINITY PARK,GEN. AK VAIDYA MARG, MALAD E, MUMBAI-400097		Mauritius
IN30016710021055	ALASKA PERMANENT FUND	230795	0.017	DEUTSCHE BANK AG,DB HOUSE, HAZARIMAL SOMANI MARG,POST BOX NO. 1142, FORT MUMBAI,-400001		USA
IN30016710160958	AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARKETS EQUITY FUND	55288	0.004	DEUTSCHE BANK AG, DB HOUSE,HAZARIMAL SOMANI MARG,,P.O.BOX NO. 1142, FORT MUMBAI,-400001	INUSFP040020	USA
IN30016710159933	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS EQUITY ETF	259510	0.019	DEUTSCHE BANK AG, DB HOUSE,HAZARIMAL SOMANI MARG,,P.O.BOX NO. 1142, FORT MUMBAI,-400001	INUSFP083219	USA
IN30014210183250	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS VALUE ETF	56287	0.004	HSBC SECURITIES SERVICES,11TH FLR, BLDG NO.3, NESCO - IT PARK,NESCO COMPLEX, W E HIGHWAY,GOREGAON EAST, MUMBAI-400063		USA
IN30016710169081	AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EMERGING MARKETS EQUI	1259	0.000	DEUTSCHE BANK AG, DB HOUSE,HAZARIMAL SOMANI MARG,,P.O.BOX NO. 1142, FORT MUMBAI,-400001		USA
IN30014210448845	ASHMORE EQUITIES INVESTMENT MANAGEMENT (US) LLC/A/C EMSAF-MAURITIUS	1000	0.000	HSBC SECURITIES SERVICES,11TH FLR, BLDG NO.3, NESCO - IT PARK,NESCO COMPLEX, W E HIGHWAY,GOREGAON EAST, MUMBAI-400063	IN-US-FA-385-96	USA
IN30134820032729	ASPIRE EMERGING FUND	1250	0.000	ICICI BANK LTD,SMS DEPT 1ST FLOOR EMPIRE COMPLEX,S B MARG LOWER PAREL,MUMBAI MAHARASHTRA-400013	INMUFPO61717	MAURITIUS
00010903	BARING INTERNATIONAL INVESTMENT MGMT. LTD.	600	0	C/O THE HONGKONG & SHANGHAI BANKING CORP LTD, SECURITIES DIVISION 52/60, MAHATMA GANDHI ROAD MUMBAI 400001		UNITED KINGDOM
00014313	BARING PEACOCK FUND (MAURITIUS) LTD	100	0	C/O THE DEUTSCHE BANK SECURITIES & CUSTODY SERVICES MHATRE PEN BLDG., TULSI PIPE ROAD DADAR (WEST), MUMBAI 400028		MAURITIUS
IN30371911052130	BELGRAVE INVESTMENT FUND	4436363	0.322	SUITE 208, 2ND FLOOR, NG TOWER,EBENE CYBERCITY MAURITIUS,,-72201	INMUFPO06919	MAURITIUS
IN30179910088827	BNP PARIBAS ARBITRAGE - ODI	5461163	0.397	BNP PARIBAS HOUSE,1 NORTH AVENUE, MAKER MAXITY,BANDRA KURLA COMPLEX, BANDRA EAST,MUMBAI-400051		
00034954	BUCHANAN CAPITAL MANAGEMENT LIMITED-	180	0	CITY BANK N.A.(CUSTODY SERVICES), C/O SULTANALLY'S BUSINESS CENTRE, BARODAWALA MANSION, DR ANNIE BESANT RD, WORLI, BOMBAY 400018		
00034955	BUCHANAN CAPITAL MANAGEMENT LIMITED-	60	0	CITIBANK N.A.(CUSTODY SERVICES), C/O SULTANALLY'S BUSINESS CENTRE, BARODAWALA MANSION, DR. A. B. ROAD, WORLI, BOMBAY 400018		
00011165	BUCHANAN PARTNERS LTD	500	0	CITY BANK N.A. (CUSTODY SERVICES) C/O SULTANALLY'S BUSINESS CENTRE BARODAWALA MANSION, DR. ANNIE BESANT RD WORLI MUMBAI 400018		
IN30343810014327	BVK PERSONALVORSORGE DES KANTONS ZURICH	269159	0.020	JPMORGAN CHASE BANK N.A.,INDIA SUB CUSTODY,6th FLOOR, PARADIGM B,MINDSPACE, MALAD W, MUMBAI-400064		
IN30016710032725	CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM	1616258	0.117	DEUTSCHE BANK AG,DB HOUSE, HAZARIMAL SOMANI MARG,POST BOX NO. 1142, FORT MUMBAI-400001		USA
IN30014220771178	CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM - AQR CAPITAL MANAGEMENT	263891	0.019	HSBC SECURITIES SERVICES 11TH FLOOR,BLDG 3 NESCO IT PARK NESCO COMPLEX,W E HIGHWAY GOREGAON EAST,MUMBAI-400063		USA
IN30362210030731	CALYPSO GLOBAL INVESTMENT FUND	65000	0.005	C/O ANEX HONGKONG & SHANGHAI SERVICES LIMITED,8TH FLOOR EBENE TOWER,52 CYBERCITY,EBENE MAURITIUS-111111		MAURITIUS
00010555	CHASE MANHATTAN BANK (IRELAND) PLC AS TRUSTEE	100	0	THE HONGKONG & SHANGHAI BANKING CORPORATION LTD, C/O INV. DEPTT. 52/60,MAHATMA GANDHI ROAD POST BOX NO 128, MUMBAI 400001		IRELAND
IN30005410032536	CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN	108682	0.008	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098	IN-US-FP-0652-14	USA
IN30014220774577	CITY OF NEW YORK GROUP TRUST	1361626	0.099	HSBC SECURITIES SERVICES 11TH FLOOR,BLDG 3 NESCO IT PARK NESCO COMPLEX,W E HIGHWAY GOREGAON EAST,MUMBAI-400063	INUSFP213516	USA
IN30016710049693	COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	721688	0.052	DEUTSCHE BANK AG,DB HOUSE, HAZARIMAL SOMANI MARG,POST BOX NO. 1142, FORT MUMBAI-400001		
IN30343810019701	COPTHALL MAURITIUS INVESTMENT LIMITED - NON ODI ACCOUNT	24137	0.002	JPMORGAN CHASE BANK N.A.,INDIA SUB CUSTODY,6th FLOOR, PARADIGM B,MINDSPACE, MALAD W, MUMBAI-400064		
IN30005410095859	DELA DEPOSITORY & ASSET MANAGEMENT B.V. AS RESPONSIBLE ENTITY TO DELA E	24110	0.002	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098		
IN30152430053007	DFA GLOBAL SUSTAINABILITY CORE EQUITY FUND	20332	0.001	STANDARD CHARTERED BANK,SECURITIES SERVICES, 3RD FLOOR,23-25 MAHATMA GANDHI ROAD,FORT, MUMBAI-400001		
IN30152430049717	DFA INTERNATIONAL CORE EQUITY FUND	123612	0.009	STANDARD CHARTERED BANK,SECURITIES SERVICES, 3RD FLOOR,23-25 MAHATMA GANDHI ROAD,FORT, MUMBAI-400001	INCAFP268915	CANADA
IN30152430049709	DFA INTERNATIONAL VECTOR EQUITY FUND	40176	0.003	STANDARD CHARTERED BANK,SECURITIES SERVICES, 3RD FLOOR,23-25 MAHATMA GANDHI ROAD,FORT, MUMBAI-400001	INCAFP268815	CANADA
IN30005410112036	DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIMENSIONAL ETF TRUST	120226	0.009	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098	IN-US-FP-0827-20	USA
IN30005410040054	DIMENSIONAL EMERGING MARKETS VALUE FUND	789223	0.057	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098	IN-US-FP-0337-16	USA
IN30016710128022	DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	90285	0.007	DEUTSCHE BANK AG, DB HOUSE,HAZARIMAL SOMANI MARG,,P.O.BOX NO. 1142, FORT MUMBAI,-400001	INIRFP127115	IRELAND
IN30005410115788	DIMENSIONAL WORLD EX U.S. CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	439759	0.032	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098		USA
IN30330710001568	DOVETAIL INDIA FUND CLASS B SHARES	260000	0.019	DBS BANK INDIA LTD,FIRST FLOOR,EXPRESS TOWERS,NARIMAN POINT-400021	INMUFPO37818	MAURITIUS
IN30134820011233	ELARA INDIA OPPORTUNITIES FUND LIMITED	1000000	0.733	C/O ICICI BANK LTD. SMS,1ST FLOOR, EMPIRE COMPLEX,414, SENAPATI BAPAT MARG,LOWER PAREL, MUMBAI-400013		
IN30134820020084	ELM PARK FUND LIMITED	10916365	0.793	ICICI BANK LIMITED,SMS DEPT. 1 ST FLOOR EMPIRE COMPLEX, 414, S. B. MARG,LOWER PAREL (W), MUMBAI. -400013		
IN30016710156689	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	307490	0.022	DEUTSCHE BANK AG, DB HOUSE,HAZARIMAL SOMANI MARG,,P.O.BOX NO. 1142, FORT MUMBAI,-400001	INUKFP032216	UNITED KINGDOM
IN30005410013410	EMERGING MARKETS CORE EQUITY PORTFOLIO [THE PORTFOLIO] OF DFA INVESTM	5058421	0.367	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098	IN-US-FP-0314-16	USA
IN30005410116787	EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT FUND	77223	0.006	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098	IN-US-FP-0315-16	USA
IN30343810017116	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	1157493	0.084	JPMORGAN CHASE BANK N.A.,INDIA SUB CUSTODY,6th FLOOR, PARADIGM B,MINDSPACE, MALAD W, MUMBAI-400064		
IN30343810016679	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND B	120769	0.009	JPMORGAN CHASE BANK N.A.,INDIA SUB CUSTODY,6th FLOOR, PARADIGM B,MINDSPACE, MALAD W, MUMBAI-400064		
IN30343810016687	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	1892234	0.137	JPMORGAN CHASE BANK N.A.,INDIA SUB CUSTODY,6th FLOOR, PARADIGM B,MINDSPACE, MALAD W, MUMBAI-400064		
IN30005410017712	EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMEI	311999	0.023	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098	IN-US-FP-0314-16	USA
IN30005410097678	EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	153778	0.011	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098	IN-US-FP-0240-18	USA
IN30005410117128	EMERGING MARKETS SUSTAINABILITY CORE EQUITY FUND OF DIMENSIONAL FUND	9633	0.001	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098		
IN30016710100511	EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLI	156202	0.011	DEUTSCHE BANK AG, DB HOUSE,HAZARIMAL SOMANI MARG,,P.O.BOX NO. 1142, FORT MUMBAI,-400001	INIRFP027716	IRELAND
IN30005410100216	EMERGING MARKETS TARGETED VALUE PORTFOLIO	77811	0.006	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098	IN-US-FP-0735-18	USA
IN30016710100587	EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS PLC	294493	0.021	DEUTSCHE BANK AG, DB HOUSE,HAZARIMAL SOMANI MARG,,P.O.BOX NO. 1142, FORT MUMBAI,-400001	INIRFP027616	IRELAND
00013205	FIDELITY INVESTMENT TRUST	100	0	THE HONGKONG AND SHANGHAI BANKING CORP LTD, C/O SEC. DEPTT. 52/60, MAHATMA GANDHI ROAD POST BOX-128, MUMBAI 400001		
IN30005410090210	FIDELITY SALEM STREET TRUST FIDELITY TOTAL INTERNATIONAL INDEX FUND	237207	0.017	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098		
00014842	FLEDGELING NOMINEES INTL. LTD	400	0	CITIBANK N.A. (CUSTODY SERVICES) C/O SULTANALLY'S BUSINESS CENTRE BARODAWALA MANSION, DR A. B. ROAD WORLI, MUMBAI 400018		
IN30343810011537	FLEXSHARES MORNINGSTAR EMERGING MARKETS FACTOR TILT INDEX FUND	22055	0.002	JPMORGAN CHASE BANK N.A.,INDIA SUB CUSTODY,6th FLOOR, PARADIGM B,MINDSPACE, MALAD W, MUMBAI-400064		
IN30016710131681	FLORIDA RETIREMENT SYSTEM - AQR CAPITAL MANAGEMENT, LLC	240073	0.017	DEUTSCHE BANK AG, DB HOUSE,HAZARIMAL SOMANI MARG,,P.O.BOX NO. 1142, FORT MUMBAI,-400001		
00034809	G T MGT. (ASIA) LTD.	100	0	THE HONGKONG AND SHANGHAI BANKING CORPORATION LIMITED C/O INV DEPT. 52/60, MAHATMA- GANDHI RD. P. B.NO.128 BOMBAY 400001		
00045249	GMO TRUST	50	0	CITIBANK N.A (CUSTODY SERVICES) C/O RAMNORD HOUSE 77 DR ANNIE BESANT ROAD, WORLI MUMBAI 400018		
IN30005410076881	GOVERNMENT PENSION FUND GLOBAL	5000000	0.363	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098		
00035050	ILF MAURITIUS	310	0	CITIBANK N.A.(CUSTODY SERVICES), C/O SULTANALLY'S BUSINESS CENTRE, BARODAWALA MANSION, DR. A. B. ROAD, WORLI, MUMBAI 400018		MAURITIUS
IN30152430029831	INDIA OPPORTUNITIES GROWTH FUND LTD - PINWOOD STRATEGY	125000	0.009	STANDARD CHARTERED BANK,Securities Services, 3rd Floor,23-25 MAHATMA GANDHI ROAD,FORT, MUMBAI-400001	INMUFPP226415	MAURITIUS
IN30016710088144	INTEGRATED CORE STRATEGIES ASIA PTE LTD	1156915	0.084	DEUTSCHE BANK AG, DB HOUSE,HAZARIMAL SOMANI MARG,,P.O.BOX NO. 1142, FORT MUMBAI,-400001		
IN30005410112315	INTERNATIONAL MONETARY FUND	107112	0.008	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098		
IN30005410105077	ISHARES CORE EMERGING MARKETS MAURITIUS CO	5523994	0.401	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098		MAURITIUS
IN30005410105204	ISHARES CORE MSCI EM IMI UCITS ETF	114844	0.081	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098		
IN30343810006451	ISHARES EMERGING MARKETS IMI EQUITY INDEX FUND	15800	0.001	JPMORGAN CHASE BANK N.A.,INDIA SUB CUSTODY,6th FLOOR, PARADIGM B,MINDSPACE, MALAD W, MUMBAI-400064		
IN30005410100453	ISHARES INDIA SC MAURITIUS COMPANY	908930	0.066	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098		
IN30005410106088	ISHARES IV PUBLIC LIMITED COMPANY- ISHARES MSCI EM IMI ESG SCREENED UCITS	167499	0.012	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098		
IN30005410105132	ISHARES MSCI EM SMALL CAP UCITS ETF	188237	0.014	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098		
IN30005410109264	ISHARES MSCI EMERGING MARKETS SMALL-CAP ETF	229066	0.017	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098		
00034876	JOHN GOVETT & CO., LTD	120	0	HONGKONG & SHANGHAI BANKING CORP., LTD C/O SEC DEPARTMENT 52/60 MAHATMA GANDHI ROAD POST BOX NO. 128 , BOMBAY 400001		
IN30005410080999	JOHN HANCOCK FUNDS II EMERGING MARKETS FUND	51247	0.004	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098	IN-US-FP-1649-15	USA
00035562	LOYD GEORGE INVESTMENT MGT(BERMUDA) LTD	1520	0	ANZ GRINDLAYS BANK LTD CUSTODIAL SERVICES DIVISION 132, MINT ROAD MUMBAI 400001		
IN30005410009298	LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	73826	0.005	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098	IN-US-FP-1757-17	USA
IN30016710124393	MERCER QIF FUND 1C- MERCER INVESTMENT FUND 1	77143	0.006	DEUTSCHE BANK AG, DB HOUSE,HAZARIMAL SOMANI MARG,,P.O.BOX NO. 1142, FORT MUMBAI,-400001		
00049901	MERRILL LYNCH INTERNATIONAL	100	0	CITIBANK N.A., (CUSTODY SERVICES) C/O RAMNORD HOUSE 77 DR ANNIE BESANT ROAD WORLI, MUMBAI 400018		
00039656	MORGAN GRENPELL TRUST CORPORATION (CL.) LTD	300	0	DEUTSCHE BANK AG. GROUND FLOOR,MHATRE PEN BUILDING, TULSI PIPE ROAD,DADAR (W), MUMBAI 400028		
IN30378610007887	NEXUS GLOBAL OPPORTUNITIES FUND	150000	0.011	SBI SG GLOBAL SECURITIES SERVICES PL,EJEVAN SEVA ANNEXE BUILDING,GR FLOOR, S V ROAD,SANTACRUZ WEST, MUMBAI-400054		
IN30005410117072	NORTHERN TRUST COLLECTIVE EMERGING MARKETS EX CHINA INVESTABLE MARKI	61689	0.004	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098		
IN30005410085015	NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL CAP INDEX FUND- NOD	540670	0.039	CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098		

IN30005410038629	NORTHERN TRUST COMMON ALL COUNTRY WORLD EX-US INVESTABLE MARKET IN	19222	0.001 CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098		
IN30016710135343	OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM MANAGED THROUGH DIMENSION	34279	0.002 DEUTSCHE BANK AG, DB HOUSE,HAZARIMAL SOMANI MARG,,P.O.BOX NO. 1142, FORT MUMBAI,-400001	INUSFP014216	USA
IN30343810015452	PUB EQUITIES EMERGING MARKETS 1	3418	0.000 JPMORGAN CHASE BANK N.A.,INDIA SUB CUSTODY,6th FLOOR, PARADIGM B,MINDSPACE, MALAD W, MUMBAI-400064		
IN30014210779541	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	156705	0.011 HSBC SECURITIES SERVICES,11TH FLOOR, BLDG 3, NESCO - IT PARK,NESCO COMPLEX, W.E. HIGHWAY,GOREGAON (EAST), MUMBAI-400063		
IN30005410118750	QSPER MANAGED BY STATE STREET GLOBAL ADVISORS, AUSTRALIA LIMITED - SUC	64018	0.005 CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098		
IN30343810021660	QUADRATURE CAPITAL VECTOR SP LIMITED	1	0.000 JPMORGAN CHASE BANK N.A.,INDIA SUB CUSTODY, 6th FLOOR,PARADIGM B, MINDSPACE, MALAD W,,MUMBAI-400064		
00016704	QUANTUM FUND N.V.	200	0 STANDARD CHARTERED BANK (CUSTODIAL SER. DIV.) 3RD FLOOR, CRESCENZO, PLOT NO. C-38 & 39 G-BLOCK, BANDRA KURLA COMPLEX BANDRA (EAST), MUMBAI 400051		
00015131	ROBERT FLEMING NOMINEES LTD	100	0 CITIBANK N.A.(CUSTODY SERVICES) C/O SULTANALLY'S BUSINESS CENTRE BARODAWALA MANSION, DR ANNIE BESANT RD WORLI, MUMBAI 400018		
00035322	SCHRODER CAPITAL MGMT.INTERATIONAL LTD	180	0 THE HONGKONG AND SHANGHAI BANKING CORPORATION LIMITED, C/O SEC DEPT 52/60 M G RAOD, POST BOX NO 128 MUMBAI 400001		
00051990	SMALLCAP WORLD FUND INC	200	0 THE HONGKONG AND SHANGHAI BANKING CORPN LTD CUSTODIAN SERVICES BUDAM KALU AHIRE MARG WORLI MUMBAI 400025		
IN30014220772123	SPDR PORTFOLIO EMERGING MARKETS ETF	576975	0.042 HSBC SECURITIES SERVICES 11TH FLOOR,BLDG 3 NESCO IT PARK NESCO COMPLEX,W E HIGHWAY GOREGAON EAST,MUMBAI-400063		
IN30014220772107	SPDR S AND P EMERGING ASIA PACIFIC ETF	106933	0.008 HSBC SECURITIES SERVICES 11TH FLOOR,BLDG 3 NESCO IT PARK NESCO COMPLEX,W E HIGHWAY GOREGAON EAST,MUMBAI-400063		
IN30014220772140	SPDR S&P EMERGING MARKETS SMALL CAP ETF	516881	0.038 HSBC SECURITIES SERVICES 11TH FLOOR,BLDG 3 NESCO IT PARK NESCO COMPLEX,W E HIGHWAY GOREGAON EAST,MUMBAI-400063		
IN30016710121406	SSGA SPDR ETFs EUROPE I PUBLIC LIMITED COMPANY - SPDR MSCI ACWI IMI UCITS	24791	0.002 78,,SIR JOHN ROGERSON'S QUAY,DUBLIN 2,,IRELAND-9999999999		
IN30016710121383	SSGA SPDR ETFs EUROPE I PUBLIC LIMITED COMPANY - SPDR MSCI EMERGING MAR	84237	0.006 DEUTSCHE BANK AG, DB HOUSE,HAZARIMAL SOMANI MARG,,P.O.BOX NO. 1142, FORT MUMBAI,-400001		
IN30016710128284	STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX PORTFOLIO	79838	0.006 DEUTSCHE BANK AG, DB HOUSE,HAZARIMAL SOMANI MARG,,P.O.BOX NO. 1142, FORT MUMBAI,-400001		
IN30014220772391	STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX NON-LENDING SERIES FUI	981799	0.071 HSBC SECURITIES SERVICES 11TH FLOOR,BLDG 3 NESCO IT PARK NESCO COMPLEX,W E HIGHWAY GOREGAON EAST,MUMBAI-400063		
IN30014220772406	STATE STREET MSCI ACWI EX USA IMI SCREENED NON-LENDING COMMON TRUST F	22182	0.002 HSBC SECURITIES SERVICES 11TH FLOOR,BLDG 3 NESCO IT PARK NESCO COMPLEX,W E HIGHWAY GOREGAON EAST,MUMBAI-400063		
IN30014220772422	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX NON-LENDING COMM	292154	0.021 HSBC SECURITIES SERVICES 11TH FLOOR,BLDG 3 NESCO IT PARK NESCO COMPLEX,W E HIGHWAY GOREGAON EAST,MUMBAI-400063		
IN30014220772439	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX SECURITIES LENDING F	226676	0.016 HSBC SECURITIES SERVICES 11TH FLOOR,BLDG 3 NESCO IT PARK NESCO COMPLEX,W E HIGHWAY GOREGAON EAST,MUMBAI-400063		
IN30005410013268	THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COV	2094768	0.152 CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098	IN-US-FP-0339-16	USA
IN30152430039021	UBS PRINCIPAL CAPITAL ASIA LTD	2497	0.000 STANDARD CHARTERED BANK,Securities Services, 3rd Floor,23-25 MAHATMA GANDHI ROAD,FORT, MUMBAI-400001		
IN30005410023614	UTAH STATE RETIREMENT SYSTEMS	41357	0.003 CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098	IN-US-FP-2719-16	USA
IN30343810016654	VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERIES OF VANGUARD INT	10774446	0.783 JPMORGAN CHASE BANK N.A.,INDIA SUB CUSTODY,6th FLOOR, PARADIGM B,MINDSPACE, MALAD W, MUMBAI-400064		
IN30343810018480	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL S	448864	0.033 JPMORGAN CHASE BANK N.A.,INDIA SUB CUSTODY,6th FLOOR, PARADIGM B,MINDSPACE, MALAD W, MUMBAI-400064		
IN30343810020249	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL S	4106223	0.298 JPMORGAN CHASE BANK N.A.,INDIA SUB CUSTODY,6th FLOOR, PARADIGM B,MINDSPACE, MALAD W, MUMBAI-400064		
IN30016710059172	VANGUARD FTSE ALL-WORLD EX-US SMALL-CAP INDEXFUND	2883685	0.209 DEUTSCHE BANK AG,DB HOUSE, HAZARIMAL SOMANI MARG,POST BOX NO. 1142, FORT,MUMBAI-400001		
IN30016710150969	VANGUARD INVESTMENTS FUNDS ICVC-VANGUARD FTSE GLOBAL ALL CAP INDEX FI	35142	0.003 DEUTSCHE BANK AG, DB HOUSE,HAZARIMAL SOMANI MARG,,P.O.BOX NO. 1142, FORT MUMBAI,-400001		
IN30343810003257	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	9871161	0.717 JPMORGAN CHASE BANK N.A.,INDIA SUB CUSTODY,6th FLOOR, PARADIGM B,MINDSPACE, MALAD W, MUMBAI-400064		
IN30016710047358	VANGUARD TOTAL WORLD STOCK INDEX FUND	311698	0.023 DEUTSCHE BANK AG,DB HOUSE, HAZARIMAL SOMANI MARG,POST BOX NO. 1142, FORT,MUMBAI-400001		
IN30016710130865	VIRGINIA RETIREMENT SYSTEM	36799	0.003 DEUTSCHE BANK AG, DB HOUSE,HAZARIMAL SOMANI MARG,,P.O.BOX NO. 1142, FORT MUMBAI,-400001		
IN30005410102206	WISDOMTREE INDIA INVESTMENT PORTFOLIO, INC.	683479	0.050 CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098	IN-MU-FP-0800-15	MAURITUS
IN30005410074905	WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROU	235479	0.017 CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098	IN-US-FP-0317-16	USA
IN30005410074841	WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVESTMENT DIMENSIONS G	134442	0.010 CITIBANK N.A. CUSTODY SERVICES,FIFC- 9TH FLOOR, G BLOCK,PLOT C-54 AND C-55, BKC,BANDRA - EAST, MUMBAI-400098	IN-US-FP-0216-16	USA
TOTAL		91633906	6.65		



FORM NO. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **HFCL Limited** ("the Company") bearing Corporate Identity Number: L64200HP1987PLC007466 and having its registered office at 8, Electronics Complex, Chambaghat, Solan -173 213 (H.P.), as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended on March 31, 2022. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:-

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provision of the Act and Rules made thereunder in respect of:
 1. Its status under the Act;
 2. Maintenance of registers/records & making entries therein within the prescribed timelines therefor;
 3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time, wherever applicable;
 4. Calling/ convening/ holding meeting of the Board of Directors or its committees, and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed; and no resolutions was passed by way of postal ballot;
 5. Closure of Register of members: The register of Members of the Company and Share Transfer Books were closed from September 24, 2021 to September 30, 2021, for the purpose of annual general meeting.
 6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act; (Not Applicable during the aforesaid financial year) ;
 7. Contracts/arrangements with related parties as specified in Section 188 of the Act;
 8. Issue or allotment or transfer or transmission of securities or redemption of debentures and issue of security certificates, in all instances.;



ICSI-UDIN : F003616D001756631

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Further, there was no instance of any buy back of securities/redemption of preference shares / alteration or reduction of share capital/ conversion of shares/ securities during the aforesaid financial year.

9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act; (Not Applicable during the aforesaid financial year);

10. Declaration / payment of dividend;

Further, there was no instance for transfer of unpaid / unclaimed dividend/ other amounts, as applicable to Investor Education and Protection Fund, in accordance with Section 125 and other relevant provisions of the Act;

11. Signing of audited financial statement as per the provision of Section 134 of the Act and report of directors as per sub – sections (3), (4) and (5) thereof;

12. Constitution/ appointment /re-appointments / retirement / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them wherever applicable;

13. Appointment/ re-appointment/ filling up of causal vacancy of appointment of auditors as per the provisions of Section 139 of the Act ;(Not applicable during the aforesaid financial year since the existing auditors held office of statutory auditors upto the date of AGM held on 30th September 2022);

14. Approvals required to be taken from the Central Government, Regional Director, Registrar, Court or such other authorities, under the various provisions of the Act, wherever applicable;

15. Acceptance/ renewal/ repayment of deposits; (Not applicable during the aforesaid financial year);

16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provision of Section 186 of the Act;

18. Alteration of the provisions of the Memorandum and Articles of Association of the Company; (Not applicable during the aforesaid financial year).

Place : **New Delhi**

Date : **15.11.2022**



Signature : _____

Name : **BALDEV SINGH KASHTWAL**

C. P. No. : **3169**

ICSI – UDIN : F003616D001756631

ICSI – Peer Review Certificate No. : 1205/2021

ICSI – Unique Identification No. : I1999DE144000



HFCL Limited

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

Tel : (+91 11) 3520 9400, 3520 9500, Fax : (+91 11) 35209525

Web : www.hfcl.com

Email :

secretarial@hfcl.com

HFCL/SECT/2022-23/
November 15, 2022

To,

The Registrar of Companies

Himachal Pradesh

Ministry of Corporate Affairs

Office of the Registrar of Companies cum Official Liquidator, HP
Corporate Bhawan, Plot No. 4-B, Sector 27B,
Chandigarh

Subject: Clarifications

Clarifications regarding the difference in total number of shareholders in e-form MGT-7 and Shareholding Pattern as on 31.03.2022

Dear Sir,

We would like to inform you that total number of shareholders mentioned in e-form MGT-7 is 644933 and as per Regulation 31(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 total number of shareholders disclosed in Shareholding Pattern as on 31.03.2022 is 628752. Difference in total number of shareholders in list of Shareholder and Shareholding Pattern is 16181 which is due to consolidation of Folios on the basis of PAN pursuant to SEBI Circular SEBI/HO/CFD/CMD/CIR/P/2017/128 dated 19.12.2017 in which the details of shareholding of the promoter and promoter group, public shareholders and non-public/ non-promoter shareholders is consolidated on the basis of PAN to avoid multiple disclosures of shareholding of the same person.

Clarification for transfer which is reported in Point IV (iii)

The Securities Exchange Board of India, vide its Circular No. SEBI/HO/MIRSD/DOS3/CIR/P/2018/139, dated November 06, 2018 has prescribed the standardized procedure for effecting transfer of securities, including cases of major mismatch of name/non-availability of transferor's signature/ non-availability of any document required for transfer and the transferor is not co-operating or not traceable. Further SEBI vide its circular no. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/236, dated December 02, 2020 has prescribed the operational guidelines for crediting the transferred shares into the respective demat account of the Investor which were re-lodged as physical shares.

Contd...2

Pursuant to Clause (2)(c) (iii)(5) of the said SEBI Circular dated 06/11/2018, please find below the details of transfer request received by the RTA/Company, in physical mode:

Transferor Folio No.	Name of the Transferor	No. of Equity Shares	Cert. No./ Distinctive Nos.	Transferee Folio No.	Name of the Transferee
A00286	ANIL KANTILAL SHAH	100 (Hundred Only)	000499 / 00368901-00369000	58499	KAMLESH KALIDAS SHAH

Kindly take note of the same in your records.

Thanking You
Yours faithfully,
For HFCL Limited



(Manoj Baid)
Sr. Vice-President (Corporate) &
Company Secretary
Membership No. : F5834