

General information about company	
Scrip code	500183
NSE Symbol	HFCL
MSEI Symbol	NOTLISTED
ISIN	INE548A01028
Name of the entity	HFCL LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	31-12-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

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							Textual Information(1)
Whether the listed entity has a Regular Chairperson							No
Whether Chairperson is related to MD or CEO							No
Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Mahendra Nahata	00052898	Executive Director	Chairperson	MD	19-05-1959
2	Mr	Arvind Kharabanda	00052270	Non-Executive - Non Independent Director	Not Applicable		09-03-1947
3	Mr	Ranjeet Mal Kastia	00053059	Non-Executive - Non Independent Director	Not Applicable		10-10-1941
4	Mrs	Tamali Sengupta	00358658	Non-Executive - Independent Director	Not Applicable		27-09-1962
5	Mr	Bharat Pal Singh	00739712	Non-Executive - Independent Director	Not Applicable		13-01-1952
6	Mr	Ajai Kumar	02446976	Non-Executive - Independent Director	Not Applicable		26-06-1953
7	Mrs	Bela Banerjee	07047271	Non-Executive - Independent Director	Not Applicable		07-10-1950

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Inactive
5	No				Active
6	No				Active
7	No				Active

I. Composition of Board of Directors

Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		11-05-1987				1	0	0	0			
2	Yes	30-09-2024	31-10-2004				1	0	3	1			
3	Yes	30-09-2023	07-02-1996				2	1	2	1			
4	NA		24-12-2018	24-12-2021	24-12-2024	72	0	0	2	1	Tenure Completion		
5	NA		21-01-2020	21-01-2023		59.11	1	1	1	1			
6	NA		25-11-2021	25-11-2024		37.06	2	2	7	3			
7	NA		17-12-2024	17-12-2024		0.15	1	1	3	0			

Text Block

Textual Information(1)

Since BoD of the Co has not appointed any person as regular Chairperson, the BoDs elect Chairperson among themselves in its each Meeting. Mr Nahata was elected as the Chairperson of the Board Meeting held on 21.10.24. Mrs. Tamali Sen Gupta has completed her second term as an ID and ceased to be a director of the Co wef 24.12.24. Mrs. Bela Banerjee was appointed as a Non-executive Independent Director w.e.f 17.12.2024.

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	00739712	Bharat Pal Singh	Non-Executive - Independent Director	Chairperson	21-01-2020			
2	02446976	Ajai Kumar	Non-Executive - Independent Director	Member	27-08-2024			
3	00052270	Arvind Kharabanda	Non-Executive - Non Independent Director	Member	31-10-2004			
4	00358658	Tamali Sengupta	Non-Executive - Independent Director	Member	08-02-2019	17-12-2024		
5	07047271	Bela Banerjee	Non-Executive - Independent Director	Member	17-12-2024			

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	02446976	Ajai Kumar	Non-Executive - Independent Director	Chairperson	27-08-2024			
2	00739712	Bharat Pal Singh	Non-Executive - Independent Director	Member	21-01-2020			
3	00052270	Arvind Kharabanda	Non-Executive - Non Independent Director	Member	21-01-2020			

Stakeholders Relationship Committee							
Whether the Stakeholders 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	00052270	Arvind Kharabanda	Non-Executive - Non Independent Director	Chairperson	31-10-2004		
2	00053059	Ranjeet Mal Kastia	Non-Executive - Non Independent Director	Member	27-01-2001		
3	00358658	Tamali Sengupta	Non-Executive - Independent Director	Member	01-04-2019	17-12-2024	
4	07047271	Bela Banerjee	Non-Executive - Independent Director	Member	17-12-2024		

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	00052898	Mahendra Nahata	Executive Director	Chairperson	17-10-2014		
2	00052270	Arvind Kharabanda	Non-Executive - Non Independent Director	Member	17-10-2014		
3	00739712	Bharat Pal Singh	Non-Executive - Independent Director	Member	10-05-2021		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Other Committee							
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks	

Annexure 1

Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	02-09-2024				Yes	6	6	3
2		21-10-2024	48		Yes	6	6	3

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	30-08-2024				Yes	4	4	3	0
2	Audit Committee	21-10-2024	51			Yes	4	4	3	0
3	Audit Committee	26-11-2024	35			Yes	4	4	3	0

Annexure 1			
V. Related Party Transactions			
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	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

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 1000 listed entities)	Yes
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

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	MANOJ BAID
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	MANOJ BAID
Designation of person	Company Secretary and Compliance Officer
Place	NEW DELHI
Date	09-01-2025