



HFCL Limited

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

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Web : www.hfcl.com

Email : secretarial@hfcl.com

HFCL/SEC/25-26
September 16, 2025

The BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 E-mail: corp.relations@bseindia.com Security Code No.: 500183	The 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 38th Annual General Meeting (AGM) of the Members of HFCL Limited held on September 15, 2025.

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 38th AGM of the members of the Company, held on September 15, 2025 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 38th AGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

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

Encl.:- Voting Results and Consolidated Scrutinizer's Report of 38th 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)	15-09-2025
Start time of the meeting	11:00 AM
End time of the meeting	12:46 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	25-07-2025
Date of Issuance of Report to the company	16-09-2025

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Voting results

Record date	09-09-2025
Total number of shareholders on record date	880897
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	7
b) Public	143
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 31st March, 2025, 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	440544094	440544094	100.0000	440544094	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	440544094	440544094	100.0000	440544094	0	100.0000	0.0000
Public-Institutions	E-Voting	314925288	270079520	85.7599	270079520	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	314925288	270079520	85.7599	270079520	0	100.0000	0.0000
Public- Non Institutions	E-Voting	686605930	89855311	13.0869	89765165	90146	99.8997	0.1003
	Poll							
	Postal Ballot (if applicable)							
	Total	686605930	89855311	13.0869	89765165	90146	99.8997	0.1003
Total		1442075312	800478925	55.5088	800388779	90146	99.9887	0.0113
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 (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 31st March, 2025 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	440544094	440544094	100.0000	440544094	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	440544094	440544094	100.0000	440544094	0	100.0000	0.0000
Public-Institutions	E-Voting	314925288	270079520	85.7599	270079520	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	314925288	270079520	85.7599	270079520	0	100.0000	0.0000
Public- Non Institutions	E-Voting	686605930	89855131	13.0869	89765005	90126	99.8997	0.1003
	Poll							
	Postal Ballot (if applicable)							
	Total	686605930	89855131	13.0869	89765005	90126	99.8997	0.1003
Total		1442075312	800478745	55.5088	800388619	90126	99.9887	0.0113
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	

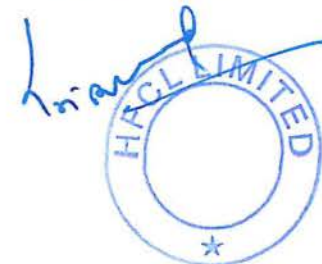


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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare a dividend of Rs.0.10 (Ten Paise only) i.e., 10 percent per fully paid-up equity share of face value of Rs.1/- (Rupee One only), for the financial year ended March 31, 2025				
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	440544094	440544094	100.0000	440544094	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	440544094	440544094	100.0000	440544094	0	100.0000	0.0000
Public-Institutions	E-Voting	314925288	270368337	85.8516	270368337	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	314925288	270368337	85.8516	270368337	0	100.0000	0.0000
Public- Non Institutions	E-Voting	686605930	89875907	13.0899	89866691	9216	99.9897	0.0103
	Poll							
	Postal Ballot (if applicable)							
	Total	686605930	89875907	13.0899	89866691	9216	99.9897	0.0103
Total		1442075312	800788338	55.5303	800779122	9216	99.9988	0.0012
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		Executive), aged 83 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	440544094	440544094	100.0000	440544094	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	440544094	440544094	100.0000	440544094	0	100.0000	0.0000
Public- Institutions	E-Voting	314925288	270368337	85.8516	268711488	1656849	99.3872	0.6128
	Poll							
	Postal Ballot (if applicable)							
	Total	314925288	270368337	85.8516	268711488	1656849	99.3872	0.6128
Public- Non Institutions	E-Voting	686605930	89854381	13.0867	89755676	98705	99.8902	0.1098
	Poll							
	Postal Ballot (if applicable)							
	Total	686605930	89854381	13.0867	89755676	98705	99.8902	0.1098
Total		1442075312	800766812	55.5288	799011258	1755554	99.7808	0.2192
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?				No				
Description of resolution considered				Appointment of Mr. Baldev Singh Kashtwal as Secretarial Auditor of the Company.				
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	440544094	440544094	100.0000	440544094	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	440544094	440544094	100.0000	440544094	0	100.0000	0.0000
Public-Institutions	E-Voting	314925288	270352750	85.8466	270352750	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	314925288	270352750	85.8466	270352750	0	100.0000	0.0000
Public- Non Institutions	E-Voting	686605930	89853881	13.0867	89763035	90846	99.8989	0.1011
	Poll							
	Postal Ballot (if applicable)							
	Total	686605930	89853881	13.0867	89763035	90846	99.8989	0.1011
Total		1442075312	800750725	55.5277	800659879	90846	99.9887	0.0113
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						<input type="button" value="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 (6)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To approve shifting of Registered Office of the Company from the State of Himachal Pradesh to the State of Haryana and consequential amendment to the Memorandum of Association of the Company						
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	440544094	440544094	100.0000	440544094	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	440544094	440544094	100.0000	440544094	0	100.0000	0.0000
Public- Institutions	E-Voting	314925288	270368337	85.8516	270368337	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	314925288	270368337	85.8516	270368337	0	100.0000	0.0000
Public- Non Institutions	E-Voting	686605930	89854081	13.0867	89844887	9194	99.9898	0.0102
	Poll							
	Postal Ballot (if applicable)							
	Total	686605930	89854081	13.0867	89844887	9194	99.9898	0.0102
Total		1442075312	800766512	55.5288	800757318	9194	99.9989	0.0011
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 (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve raising of funds				
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	440544094	440544094	100.0000	440544094	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	440544094	440544094	100.0000	440544094	0	100.0000	0.0000
Public-Institutions	E-Voting	314925288	270368338	85.8516	270368338	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	314925288	270368338	85.8516	270368338	0	100.0000	0.0000
Public- Non Institutions	E-Voting	686605930	89855007	13.0868	89759706	95301	99.8939	0.1061
	Poll							
	Postal Ballot (if applicable)							
	Total	686605930	89855007	13.0868	89759706	95301	99.8939	0.1061
Total		1442075312	800767439	55.5288	800672138	95301	99.9881	0.0119
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	





CONSOLIDATED SCRUTINIZER REPORT FOR REMOTE E-VOTING & INSTAPOLL i.e. E-VOTING DURING 38TH 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 38th Annual General Meeting ("AGM") of HFCL Limited

(CIN: L64200HP1987PLC007466)

8, Electronics Complex, Chambaghat, Solan
Himachal Pradesh- 173213, India

Subject: Passing of Resolution(s) through remote e-voting and Instapoll i.e. e-Voting at AGM electronically by the members during the 38th AGM of HFCL Limited (the "Company") held on Monday, the 15th September, 2025 at 11:00 A. M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

Dear Sir,

1. I, Baldev Singh Kashtwal, Practicing 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-110092, was appointed as the Scrutinizer by the Board of Directors of the HFCL Limited (the "**Company**") at its meeting held on July 25, 2025, 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 July 25, 2025, for 38th AGM of the members of the Company, held on **Monday, the September 15, 2025, 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. 09/2024 dated September 19, 2024 read with circulars dated 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**") and in accordance with the Circular dated October 03, 2024 read with circulars dated October 07, 2023, January 05, 2023, May 13, 2022, January 15, 2021 and May 12, 2020 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 provides 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 the seven (07) resolutions mentioned in the Notice dated July 25, 2025. 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 **Friday, September 12, 2025 (09:00 A.M.) to Sunday, September 14, 2025 (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 09, 2025**.



4. As on the cut-off date there were 8,80,897 shareholders of the Company. The Notice was sent on August 21, 2025, through email to 8,31,187 shareholders, whose email ids were made available by the two 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 **Saturday, August 23, 2025** in the Indian Express, Delhi and Chandigarh (English Newspaper), Divya Himachal, Shimla (Hindi Newspaper) and Jansatta, Chandigarh (Hindi Newspaper) editions. 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 38th AGM of the Company held through VC / OAVM, on **Monday, September 15, 2025** 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 01.30 p.m. on **September 15, 2025**, 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 July 25, 2025.

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 38th AGM dated July 25, 2025 based on the reports generated from the e-Voting system provide 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, 2025, 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)	758	80,01,54,479	
Total Votes received during the AGM through e-Voting	18	3,24,446	
Total Number of Invalid Votes	-	-	
Total Number of Valid Votes	776	80,04,78,925	100.0000
Total Number of Votes in favour of the Resolution	756	80,03,88,779	99.9887
Total Number of Votes against the resolution	20	90,146	0.0113
Abstained from Voting	3	3,09,433	-

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, 2025 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)	755	80,01,54,299	
Total Votes received during the AGM through e-Voting	18	3,24,446	
Total Number of Invalid Votes	-	-	
Total Number of Valid Votes	773	80,04,78,745	100.0000
Total Number of Votes in favour of the Resolution	754	80,03,88,619	99.9887
Total Number of Votes against the resolution	19	90,126	0.0113
Abstained from Voting	6	3,09,613	

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



Item No. 3

Ordinary Resolution: To declare a Dividend of ₹0.10 (Ten Paise only) i.e. 10% per fully paid-up equity share of face value of ₹1/- (Rupee One only) for the financial year ended March 31, 2025:

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)	760	80,04,63,892	
Total Votes received during the AGM through e-Voting	18	3,24,446	
Total Number of Invalid Votes	-	-	
Total Number of Valid Votes	778	80,07,88,338	100.0000
Total Number of Votes in favour of the Resolution	756	80,07,79,122	99.9988
Total Number of Votes against the resolution	22	9,216	0.0012
Abstained from Voting	1	20	--

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

Item No. 4

Special Resolution : Appointment of a Director in place of Dr. (Mr.) Ranjeet Mal Kastia (DIN: 00053059) Director (Non-Executive) aged 83 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)	760*	80,04,42,366	
Total Votes received during the AGM through e-Voting	18	3,24,446	
Total Number of Invalid Votes	-	-	
Total Number of Valid Votes	778	80,07,66,812	100.0000
Total Number of Votes in favour of the Resolution	728	79,90,11,258	99.7808
Total Number of Votes against the resolution	50	17,55,554	0.2192
Abstained from Voting	6	21,546	

* Out of the above, five shareholders have voted partially in favour of the resolution and partially against it.

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



SPECIAL BUSINESS

Item No. 5

Ordinary Resolution: To appoint Mr. Baldev Singh Kashtwal, Company Secretary in whole time practice, having membership No. 3619, CP No. 3169 and Peer Review Certificate No. 1205/2021 as the Secretarial Auditor of the Company for a period of five (05) consecutive financial years, i.e. for the financial year 2025-26 to 2029-30:

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)	752	80,04,26,279	
Total Votes received during the AGM through e-Voting	18	3,24,446	
Total Number of Invalid Votes	-	-	
Total Number of Valid Votes	770	80,07,50,725	100.0000
Total Number of Votes in favour of the Resolution	746	80,06,59,879	99.9887
Total Number of Votes against the resolution	24	90,846	0.0113
Abstained from Voting	9	37,633	-

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

Item No. 6

Special Resolution: To approve shifting of Registered Office of the Company from the State of Himachal Pradesh to the State of Haryana and consequential amendment to the Memorandum of Association of the Company:

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)	754	80,04,42,066	
Total Votes received during the AGM through e-Voting	18	3,24,446	
Total Number of Invalid Votes	-	-	
Total Number of Valid Votes	772	80,07,66,512	100.0000
Total Number of Votes in favour of the Resolution	748	80,07,57,318	99.9989
Total Number of Votes against the resolution	24	9,194	0.0011
Abstained from Voting	7	21,846	

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



Item No. 7**Special Resolution:** To approve raising of funds.

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)	756	80,04,42,993	
Total Votes received during the AGM through e-Voting	18	3,24,446	
Total Number of Invalid Votes	-	-	
Total Number of Valid Votes	774	80,07,67,439	100.0000
Total Number of Votes in favour of the Resolution	747	80,06,72,138	99.9881
Total Number of Votes against the resolution	27	95,301	0.0119
Abstained from Voting	5	20,919	--

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

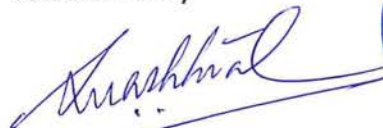
All the 07 (seven) resolutions stand passed under remote e-Voting and e-Voting at the AGM with the requisite majority and, hence, deemed to be passed as on the date of the AGM i.e. on **September 15, 2025**.

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 38th 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 : F003616G001253403
ICSI- Peer Review Certificate No. : 1205/2021
ICSI- Unique Identification No. : I1999DE144000

Date : September 16, 2025
Place : Delhi

Countersigned by:
For HFCL Limited



(Manoj Baid)
President & Company Secretary
FCS-5834

