

**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/2025-26
September 01, 2025

The BSE Ltd. 1 st Floor, New Trading Wing, Rotunda Building Phiroze Jeejeebhoy Towers, Dalal Street, Fort Mumbai – 400001 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 cmist@nse.co.in Security Code No.: HFCL
--	--

RE: Disclosures under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Subject: Sale of 2,17,594 equity shares i.e. entire stake, held in Nivetti Systems Private Limited

Dear Sir(s)/ Madam,

Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI Listing Regulations, we wish to inform you that a Share Purchase Agreement (“SPA”) has been executed today, i.e., September 01, 2025, among HFCL Limited (“Company”), Trinity Tech Solutions, having its office at 766, 24th Cross, BSK 2nd Stage, Bangalore – 560 070 (hereinafter referred to as the “Buyer” or “Trinity”) and Nivetti Systems Private Limited, (CIN U72200KA2014PTC073690), a company incorporated under the Companies Act, 2013, having its registered office at Plot No. 166 and 167, 5th Floor, PID No. 178-M-0021, 21st Main Road, 100ft Ring Road, JP Nagar 2nd Phase, Bangalore - 560078 (“Nivetti”).

Under the terms of the SPA, the Company has agreed to sell its entire stake, i.e., 2,17,594 equity shares representing 15.19% of the total shareholding in Nivetti, to Trinity in one or more tranches, for a total consideration of ₹52.51 crore.

The details as required under SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 read with SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 are as under:

S. No.	Particulars	Details
a)	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate Company of the listed entity during the last financial year;	Not Applicable, as Nivetti is neither an associate nor a subsidiary of the Company. Further, Nivetti does not qualify as an undertaking of the Company as defined under section 180 of the Companies Act, 2013.
b)	Date on which the agreement for sale has been entered into;	SPA has been executed today i.e. September 01, 2025.
c)	The expected date of completion of sale/disposal;	On or before October 15, 2025.
d)	Consideration received from such sale/disposal;	~₹12 crore has been received today, i.e. on September 01, 2025, and the balance amount will be received on or before October 15, 2025.
e)	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof;	Trinity Tech Solutions having its office at 766, 24 th Cross, BSK 2nd Stage, Bangalore 560070. The Buyer does not belong to Promoter/Promoter group/group Companies.
f)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;	No, the transaction is not a related party transaction.

**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

g)	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations;	Not applicable.
h)	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	Not applicable.

We request to take the above information on your records and disseminate the same on your respective websites.

Thanking you.

Yours faithfully,
For **HFCL Limited**

(Manoj Baid)
President & Company Secretary