

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of 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
	NSE and BSE	1,025

(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 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM

30/09/2021

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

2

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	23.01
2	J	Information and communication	J8	Other information & communication service activities	61.35

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

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

6

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
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	RADDEF PRIVATE LIMITED	U74999KA2017PTC105873	Subsidiary	90
6	HTL LIMITED	U93090TN1960PLC004355	Subsidiary	74

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	1,284,377,194	1,284,377,194	1,284,377,194
Total amount of equity shares (in Rupees)	5,100,000,000	1,284,377,194	1,284,377,194	1,284,377,194

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	1,284,377,194	1,284,377,194	1,284,377,194
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	5,100,000,000	1,284,377,194	1,284,377,194	1,284,377,194

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	469,775	1,283,907,4	1284377194	1,284,377,1	1,284,377,	
Increase during the year	0	1,690	1690	1,690	1,690	0
i. Pubic 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	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	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	0	1,690	1690	1,690	1,690	0
Converted from Pysical to Demat						
Decrease during the year	1,690	0	1690	1,690	1,690	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	0
iv. Others, specify	1,690	0	1690	1,690	1,690	
Converted from Pysical to Demat						
At the end of the year	468,085	1,283,909,1	1284377194	1,284,377,1	1,284,377,	
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		28/09/2020	
Date of registration of transfer (Date Month Year)		27/11/2020	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	120	Amount per Share/ Debenture/Unit (in Rs.)	1
Ledger Folio of Transferor		00032591	
Transferor's Name	BHAGWAN	TEJUMAL	MELWANI
	Surname	middle name	first name
Ledger Folio of Transferee		00058497	
Transferee's Name	KAVITA	BHAGWAN	MELWANI
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		04/02/2021	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	100	Amount per Share/ Debenture/Unit (in Rs.)	1

Ledger Folio of Transferor		00050814	
Transferor's Name	ASHISH	D.	SUKHTHANKAR
	Surname	middle name	first name
Ledger Folio of Transferee		00058498	
Transferee's Name	DR ASHISH	D.	SUKHTHANKAR
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	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	1,124,306	100	112,430,600
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			112,430,600

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	224,861,200	0	112,430,600	112,430,600
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

41,058,683,856

(ii) Net worth of the Company

18,764,909,831

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	7,217,011	0.56	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)	532,876,801	41.49	0	
10.	Others	0	0	0	
	Total	540,093,812	42.05	0	0

Total number of shareholders (promoters)

8

(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	452,121,424	35.2	0	
	(ii) Non-resident Indian (NRI)	27,022,052	2.1	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	5,000	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	521,000	0.04	0	
4.	Banks	2,150	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	10,820	0	0	
7.	Mutual funds	377,433	0.03	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	235,350,064	18.32	0	
10.	Others Foreign Portfolio Investors,	28,873,439	2.25	0	
	Total	744,283,382	57.94	0	0

Total number of shareholders (other than promoters)

257,714

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

257,722

(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
BELGRAVE INVESTMENT	SUITE 208, 2ND FLOOR, NG TOWER		MU	10,000,000	0.08
EMERGING MARKETS (C)	CITIBANK N.A. CUSTODY SERVICES		US	4,754,140	0.04
DIMENSIONAL EMERGING	CITIBANK N.A. CUSTODY SERVICES		US	3,752,356	0.03
THE EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES		US	2,413,643	0.02
CITY OF NEW YORK GLOBAL	DEUTSCHE BANK AG DB HOUSE, H		US	711,431	0.01
WISDOMTREE INDIA INVESTMENT	CITIBANK N.A. CUSTODY SERVICES		MU	699,759	0.01
INDIA OPPORTUNITIES FUND	STANDARD CHARTERED BANK Sec		MU	600,000	0
SPDR S AND P EMERGING	DEUTSCHE BANK AG DB HOUSE, H		US	415,213	0
EMERGING MARKETS (C)	DEUTSCHE BANK AG, DB HOUSE H		GB	399,064	0
EMERGING MARKETS (C)	CITIBANK N.A. CUSTODY SERVICES		US	362,713	0
DOVETAIL INDIA FUND	DBS BANK LIMITED, GROUND FLOO		MU	334,000	0
ALASKA PERMANENT FUND	DEUTSCHE BANK AG DB HOUSE, H		US	313,716	0
RESONANCE OPPORTUNITIES	Tower 3, Wing B, Kohinoor City Ma		MU	300,000	0
T.A. WORLD EX U.S. CORE	CITIBANK N.A. CUSTODY SERVICES		US	296,593	0
EMERGING MARKETS (C)	DEUTSCHE BANK AG, DB HOUSE H		IE	294,493	0
WORLD EX U.S. CORE INVESTMENT	CITIBANK N.A. CUSTODY SERVICES		US	235,479	0
EMERGING MARKETS (C)	DEUTSCHE BANK AG, DB HOUSE H		IE	212,512	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
DFA AUSTRALIA LIMIT	CITIBANK N.A. CUSTODY SERVICES		AU	198,394	0
AMERICAN CENTURY I	DEUTSCHE BANK AG, DB HOUSE, H		US	185,580	0
DOVETAIL INDIA FUNI	CITIBANK N.A. CUSTODY SERVICES		US	175,000	0
QUEENSLAND INVEST	CITIBANK N.A. CUSTODY SERVICES		AU	157,053	0
EMERGING MARKETS S	DEUTSCHE BANK AG DB HOUSE, H		US	153,778	0
SPDR S AND P EMERG	CITIBANK N.A. CUSTODY SERVICES		US	141,548	0
WORLD EX U.S. TARGE	CITIBANK N.A. CUSTODY SERVICES		US	103,165	0
JOHN HANCOCK VARI	DEUTSCHE BANK AG, DB HOUSE H		US	95,724	

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	8
Members (other than promoters)	223,120	257,714
Debenture holders	4	4

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	0.36	0
B. Non-Promoter	0	6	0	6	0	0
(i) Non-Independent	0	3	0	3	0	0
(ii) Independent	0	3	0	3	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	0.36	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

(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 Pratap Shukl	00052977	Director	0	04/05/2021
Mahendra Nahata	00052898	Managing Director	4,560,091	
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	
Ramakrishna Eda	07677647	Nominee director	0	
Vijay Raj Jain	AALPJ8603K	CFO	0	
Manoj Baid	AHJPB7936Q	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 2

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)
Ranjeet Anandkumar S	07977478	Director	22/02/2021	Cessation
Ramakrishna Eda	07677647	Nominee director	22/02/2021	Appointed as Nominee Director (IDBI

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 1

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	28/09/2020	234,041	75	28.65

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/06/2020	8	7	87.5
2	17/08/2020	8	8	100
3	10/10/2020	8	6	75
4	14/01/2021	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

13

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	04/06/2020	4	4	100
2	Audit Committee	05/06/2020	4	4	100
3	Audit Committee	17/08/2020	4	4	100
4	Audit Committee	10/10/2020	4	4	100
5	Audit Committee	10/12/2020	4	4	100
6	Audit Committee	14/01/2021	4	4	100
7	Audit Committee	26/03/2021	4	4	100
8	Nomination, Remuneration & Corporate Governance Committee	05/06/2020	4	4	100
9	Nomination, Remuneration & Corporate Governance Committee	17/08/2020	4	4	100
10	Nomination, Remuneration & Corporate Governance Committee	10/10/2020	4	3	75

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	30/09/2021
								(Y/N/NA)
1	Mahendra Pra	4	3	75	6	5	83.33	Not Applicable
2	Mahendra Nahata	4	4	100	0	0	0	Yes
3	Arvind Kharab	4	4	100	12	12	100	Yes
4	Ranjeet Mal K	4	4	100	1	1	100	No
5	Surendra Sing	4	4	100	12	12	100	Yes
6	Tamali Sengul	4	4	100	8	8	100	Yes
7	Bharat Pal Sin	4	4	100	11	11	100	Yes
8	Ramakrishna	0	0	0	0	0	0	No

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	52,700,004	0	0	7,144,250	59,844,254
	Total		52,700,004	0	0	7,144,250	59,844,254

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	29,372,014	0	0	1,355,383	30,727,397
2	Manoj Baid	Company Secretary	8,524,028	0	0	375,484	8,899,512
	Total		37,896,042	0	0	1,730,867	39,626,909

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	Mahendra Pratap S	Non-executive Director	0	0	0	500,000	500,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	Arvind Kharabanda	Non-executive D	0	0	0	1,250,000	1,250,000
3	Ranjeet Mal Kastia	Non-executive D	0	0	0	600,000	600,000
4	Surendra Singh Sirc	Non-executive Ir	0	0	0	850,000	850,000
5	Tamali Sengupta	Non-executive Ir	0	0	0	650,000	650,000
6	Bharat Pal Singh	Non-executive Ir	0	0	0	800,000	800,000
7	Ranjeet Anandkuma	Director	0	0	0	100,000	100,000
8	Ramakrishna Eda	Nominee Directo	0	0	0	0	0
	Total		0	0	0	4,750,000	4,750,000

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

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

(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. ..

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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:

1. 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.
2. 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

5834

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 Attachement(s), if any

Attach**Attach****Attach****Attach****List of attachments**

NUMBER OF COMMITTEE MEETING HE
HFCL_FII_310321.pdf
Clarification Letter-RoC.pdf
HFCL_MGT-8_2021.pdf

Remove attachment

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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 Meeting	04.06.2020	4	4	100
2.	- do -	05.06.2020	4	4	100
3.	- do -	17.08.2020	4	4	100
4.	- do -	10.10.2020	4	4	100
5.	- do -	10.12.2020	4	4	100
6.	- do -	14.01.2021	4	4	100
7.	- do -	26.03.2021	4	4	100
8.	Nomination, Remuneration & Compensation Committee	05.06.2020	4	4	100
9.	- do -	17.08.2020	4	4	100
10.	- do -	10.10.2020	4	3	75
11.	- do -	14.01.2021	4	4	100
12.	Stakeholders-Relationship Committee	06.07.2020	4	4	100
13.	CSR Committee	05.06.2020	3	2	66.67



FORM NO. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records 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, 2021. 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 if any, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time;
 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 through postal ballot;
 5. Closure of Register of members: The register of Members of the Company and Share Transfer Books were closed from September 22, 2020 to September 28, 2020, for the purpose of annual general meeting;
 6. The provisions of Section 185 of the Act are not applicable to the Company during the year under review;
 7. Contracts/arrangements with related parties as specified in Section 188 of the Act;



ICSI – UDIN : F003616C001348531

Contd... P/2

8. Issue or transmission and issue of security certificates, in all instances and redemption of debentures;

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

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;
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;
13. Approvals required to be taken from the Central Government, Regional Director, Registrar, Court or such other authorities, if any, under the various provisions of the Act;
14. Borrowing from public financial institutions, banks and others and creation/ modification / satisfaction of charges in that respect, wherever applicable;
15. 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;
16. The Company has made the appointment of auditors as per the provisions of Section 139 of the Act;
17. The Company has not accepted any fixed Deposits during the year;
18. The Company has not altered the provisions of the Memorandum and / or Articles of Association of the Company during the year under review.

Place : New Delhi
Date : 01.11.2021



Signature : 
Name : **CS BALDEV SINGH KASHTWAL**
C. P. No. : **3169**
ICSI – UDIN : F003616C001348531
Peer Review Certificate No. : 1205/2021

HFCL LIMITED LIST OF FII AS ON 31/03/2021

FOLIO_NO/DPCLD	NAME
IN30371911052130	BELGRAVE INVESTMENT FUND
IN30005410013410	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAI
IN30005410040054	DIMENSIONAL EMERGING MARKETS VALUE FUND
IN30005410013268	THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY
IN30016710030167	CITY OF NEW YORK GORKP TRUST
IN30005410102206	WISDOMTREE INDIA INVESTMENT PORTFOLIO, INC.
IN30152430028831	INDIA OPPORTUNITIES GROWTH FUND LTD - PINWOOD STRATEGY
IN30016710045319	SPDR S AND P EMERGING MARKETS SMALL CAP ETF
IN30016710156689	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC
IN30005410017112	EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.
IN30330710001568	DOVETAIL INDIA FUND CLASS 8 SHARES
IN30016710021055	ALASKA PERMANENT FUND
IN30371911036358	RESONANCE OPPORTUNITIES FUND
IN30005410025384	T.A. WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.
IN30016710100587	EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS PLC
IN30005410074905	WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.
IN30016710100511	EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLIC LIMITED COMPANY
IN30005410067527	DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DIMENSIONAL EMERGING MARKETS TRUST
IN30016710159933	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS EQUITY ETF
IN30330710001592	DOVETAIL INDIA FUND CLASS 11 SHARES
IN30005410084844	QUEENSLAND INVESTMENT TRUST NO 2
IN30005410097678	EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO
IN30016710031513	SPDR S AND P EMERGING ASIA PACIFIC ETF
IN30005410074841	WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.
IN30005410078971	JOHN HANCOCK VARIABLE INSURANCE TRUST EMERGING MARKETS VALUE TRUST
IN30016710128022	DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND
IN30005410009298	LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM
IN30152430049717	DFA INTERNATIONAL CORE EQUITY FUND
IN300054100100216	EMERGING MARKETS TARGETED VALUE PORTFOLIO
IN30005410032536	CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN
IN30016710041027	SA EMERGING MARKETS VALUE FUND
IN30378610007557	SOCIETE GENERALE - ODI
IN30005410080999	JOHN HANCOCK FUNDS II EMERGING MARKETS FUND
IN30005410023614	UTAH STATE RETIREMENT SYSTEMS
IN30152430049709	DFA INTERNATIONAL VECTOR EQUITY FUND
IN30016710135343	OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM MANAGED THROUGH DIMENSIONAL FUND ADVISORS LP
IN30016710160958	AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARKETS EQUITY FUND
IN30134820037229	ASPIRE EMERGING FUND
IN30014210112884	ADVANTAGE ADVISERS INC A/C THE INDIA FUND
IN30005410112036	DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIMENSIONAL ETF TRUST
00035562	LYOYD GEORGE INVESTMENT MGT(BERMUDA) LTD
IN30014210448845	ASHMORE EQUITIES INVESTMENT MANAGEMENT (US) LLC A/C EMSAF-AUURITUS
00010903	BARING INTERNATIONAL INVESTMENT MGMT. LTD.
00011165	BUCHANAN PARTNERS LTD
00011796	ADVANTAGE ADVISERS INDIA FUND, INC.
00014842	FLEDGELING NOMINEES INTL. LTD
00035050	ILF MAURITIUS
00039656	MORGAN GRENFELL TRUST CORPORATION (C.I.) LTD
00016704	QUANTUM FUND N.V.
00051990	SMALLCAP WORLD FUND INC
00034954	BUCHANAN CAPITAL MANAGEMENT LIMITED-
00035322	SCHRODER CAPITAL MGMT.INTERNATIONAL LTD
00034876	JOHN GOVETT & CO., LTD.
00010555	CHASE MANHATTAN BANK (IRELAND) PLC AS TRUSTEE
00013205	FIDELITY INVESTMENT TRUST
00014313	BARING PEACOCK FUND (MAURITIUS) LTD
00015131	ROBERT FLEMING NOMINEES LTD
00034809	G T MGT.(ASIA) LTD.
00049901	MERRILL LYNCH INTERNATIONAL
00034955	BUCHANAN CAPITAL MANAGEMENT LIMITED-
00045249	GMO TRUST
TOTAL	

SHARES	%	ADDRESS
10000000	0.077559594	SUITE 208, 2ND FLOOR, NG TOWER EBENE CYBERCITY MAURITIUS 72201
4754140	0.036872917	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
3752356	0.029103121	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
2413643	0.018720117	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
711431	0.00551783	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001
699759	0.005427302	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
680000	0.004653576	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD Floor 23-25, MAHATMA GANDHI ROAD, FORT, MUMBAI 400001
415213	0.003230757	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001
399064	0.003095124	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001
362713	0.002813187	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
334000	0.00259049	DBS BANK LIMITED, GROUND FLOOR EXPRESS TOWERS, BLOCK III BACKBAY RECLAMATION NARIMAN POINT, MUMBAI 400021
313716	0.002433169	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001
300000	0.002326788	Tower 3, Wing B, Kohinoor City Mall, Kohinoor City,Kirori Road, Kurla(W), MUMBAI MAHARASHTRA 400070
296593	0.002300363	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
294493	0.002284076	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001
235479	0.001826366	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
125212	0.001648234	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001
198394	0.001538736	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
185580	0.001439351	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001
175000	0.001357293	DBS BANK LIMITED, GROUND FLOOR EXPRESS TOWERS, BLOCK III BACKBAY RECLAMATION NARIMAN POINT, MUMBAI 400021
157053	0.001218097	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
153778	0.001192696	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
141548	0.001097841	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001
103165	0.000800144	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
95724	0.000742431	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
90285	0.000700247	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001
83166	0.000645032	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
82406	0.000639138	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 M.G. ROAD FORT, MUMBAI 400001
77811	0.000603499	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
76785	0.000595541	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
69784	0.000541242	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001
67642	0.000524629	SBI-SG GLOBAL SECURITIES SERVICES PL JEEVAN SEVA EXTENSION BUILDING GROUND FLOOR S V ROAD SANTACRUZ WEST MUMBAI 400054
51247	0.00039747	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
41357	0.000320763	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
40176	0.000311603	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 M.G. ROAD FORT, MUMBAI 400001
34279	0.000265867	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001
28396	0.000220238	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001
5000	0	ICICI BANK LTD SMS DEPT 1ST FLOOR EMPIRE COMPLEX 5 B MARG LOWER PAREL MUMBAI MAHARASHTRA 400013
4200	0	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI 400063
1998	0	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098
1520	0	ANZ GRINDLAYS BANK LTD CUSTODIAL SERVICES DIVISION 132, MINT ROAD MUMBAI 400001
1000	0	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI 400063
600	0	C/O THE HONGKONG & SHANGHAI BANKING CORPN LTD, SECURITIES DIVISION 52/60, MAHATMA GANDHI ROAD MUMBAI 400001
500	0	CITY BANK N.A. (CUSTODY SERVICES) C/O SULTANALLY'S BUSINESS CENTRE BARODAWALA MANSION, DR. ANNIE BESANT RD WORLI MUMBAI 400018
400	0	STATE BANK OF INDIA - GLOBAL CUSTODIAL SERVICES, SECURITIES SERVICES BRANCH BOMBAY MAIN BRANCH BLDG. IIIND FLOOR BOMBAY SAMACHAR MARG, MUMBAI 400023
400	0	CITIBANK N.A. (CUSTODY SERVICES) C/O SULTANALLY'S BUSINESS CENTRE BARODAWALA MANSION, DR A.B. ROAD WORLI, MUMBAI 400018
310	0	CITIBANK N.A.(CUSTODY SERVICES), C/O SULTANALLY'S BUSINESS CENTRE, BARODAWALLA MANSION, DR. A.B. ROAD, WORLI, MUMBAI 400018
300	0	DEUTSCHE BANK AG. GROUND FLOOR MHATRE PEN BUILDING, TULSI PIPE ROAD,DADAR (W), MUMBAI 400028
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
200	0	THE HONGKONG AND SHANGHAI BANKING CORPN LTD CUSTODIAN SERVICES BUDAM KALLU AHIRE MARG WORLI MUMBAI 400025
180	0	CITY BANK N.A.(CUSTODY SERVICES), C/O SULTANALLY'S BUSINESS CENTRE, BARODAWALLA MANSION, DR ANNIE BESANT RD, WORLI, BOMBAY 400018
120	0	THE HONGKONG AND SHANGHAI BANKING CORPORATION LIMITED, C/O SEC DEPT 52/60 M G ROAD, POST BOX NO 128 MUMBAI 400001
100	0	HONGKONG & SHANGHAI BANKING CORP., LTD C/O SEC DEPARTMENT 52/60 MAHATMA GANDHI ROAD POST BOX NO. 128, BOMBAY 400001
100	0	THE HONGKONG & SHANGHAI BANKING CORPORATION LTD, C/O INV. DEPTT. 52/60, MAHATMA GANDHI ROAD POST BOX NO 128, MUMBAI 400001
100	0	THE HONGKONG AND SHANGHAI BANKING CORPN LTD., C/O SEC. DEPTT. 52/60, MAHATMA GANDHI ROAD POST BOX-128, MUMBAI 400001
100	0	C/O THE DEUTSCHE BANK SECURITIES & CUSTODY SERVICES MHATRE PEN BLDG., TULSI PIPE ROAD DADAR (WEST), MUMBAI 400028
100	0	CITIBANK N.A.(CUSTODY SERVICES) C/O SULTANALLY'S BUSINESS CENTRE BARODAWALA MANSION, DR ANNIE BESANT RD WORLI, MUMBAI 400018
100	0	THE HONGKONG AND SHANGHAI BANKING CORPORATION LIMITED C/O INV DEPT.,52/60, MAHATMA- GANDHI RD. P.B.NO.128 BOMBAY 400001
100	0	CITIBANK N.A., (CUSTODY SERVICES) C/O RAMNORD HOUSE 77 DR ANNIE BESANT ROAD WORLI, MUMBAI 400018
60	0	CITIBANK N.A.(CUSTODY SERVICES) C/O SULTANALLY'S BUSINESS CENTRE, BARODAWALLA MANSION, DR. A.B. ROAD, WORLI, BOMBAY 400018
50	0	CITIBANK N A (CUSTODY SERVICES) C/O RAMNORD HOUSE 77 DR ANNIE BESANT ROAD, WORLI MUMBAI 400018
28066506	0.22	

SEBI_REGIS_NO	COUNTRY_INC
INMUFP006919	MAURITIUS
IN-US-FP-0314-16	USA
IN-US-FP-0337-16	USA
IN-US-FP-0339-16	USA
INUSFP213516	USA
IN-MU-FP-0800-15	MAURITIUS
INMUFP226415	MAURITIUS
INUSFP131616	USA
INUKFP032216	UNITED KINGDOM
IN-US-FP-0315-16	USA
INMUFP037818	MAURITIUS
INUSFP117816	USA
INMUFP215716	MAURITIUS
IN-US-FP-0316-16	USA
INIRFP027616	IRELAND
IN-US-FP-0317-16	USA
INIRFP027716	IRELAND
IN-AU-FP-0321-16	AUSTRELIA
INUSFP083219	USA
INMUFP038118	MAURITIUS
IN-AU-FP-0712-16	AUSTRELIA
IN-US-FP-0240-18	USA
INUSFP131516	USA
IN-US-FP-0216-16	USA
IN-US-FP-0382-15	USA
INIRFP217115	IRELAND
IN-US-FP-1757-17	USA
INCAFP268915	CANADA
IN-US-FP-0735-18	USA
IN-US-FP-0652-14	USA
INUSFP116216	USA
INFRFP100119	FRANCE
IN-US-FP-1649-15	USA
IN-US-FP-2719-16	USA
INCAFP268815	CANADA
INUSFP014216	USA
INUSFP004020	USA
INMUFP061717	MAURITIUS
IN-US-FA-0137-94	USA
IN-US-FP-0827-20	USA
IN-US-FA-385-96	USA



HFCL Limited

(formerly Himachal Futuristic Communications Ltd.)

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

Date: November 01, 2021

To,

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: Clarification regarding difference in total number of shareholders in e-form MGT-7 and Shareholding Pattern as on 31.03.2021

Dear Sir,

We would like to inform you that total number of shareholders mentioned in e-form MGT-7 is 257722 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 31.03.2021 is 251132. Difference in total number of shareholders in list of Shareholder and Shareholding Pattern is 6590 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.

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