

Independent Auditors' Review Report on Standalone Unaudited Quarterly Financial Results of HFCL Limited ('the Company') pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

**To the Board of Directors of
HFCL Limited**

1. We have reviewed the accompanying Statement of the Unaudited Standalone Financial Results ('the Statement') of **HFCL Limited** ('the Company') for the quarter ended June 30, 2026, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations'), including relevant circulars issued by the SEBI from time to time. The Statement is the responsibility of the Company's Management and has been approved by the Company's Board of Directors. Our responsibility is to issue a report on the Statement based on our review of the Statement, which has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), specified under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian accounting standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, read with relevant rules issued there under and other recognised accounting practices and policies generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.

Other Matter

4. The Statement includes the results for the quarter ended March 31, 2026 being the balancing figure between the audited figures in respect of the full previous financial year ended March 31, 2026 and the published unaudited year-to-date figures up to the third quarter of the previous financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

For S BHANDARI & CO LLP
Chartered Accountants
Firm Registration No. 000560C/C400334



(J.S.P. Bansal)
Partner
Membership No. 070980
UDIN: 26070980KFGDYZ9132

Place: New Delhi
Date: July 22, 2026



For OSWAL SUNIL & COMPANY
Chartered Accountants
Firm Registration No. 016520N



(Nawin K Lahoty)
Partner
Membership No. 056931
UDIN: 26056931FGSYCG7719

Place: New Delhi
Date: July 22, 2026



Independent Auditors' Review Report on Consolidated Unaudited Quarterly Financial Results of HFCL Limited (the "Parent") pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

**To the Board of Directors of
HFCL Limited**

1. We have reviewed the accompanying Statement of the Unaudited Consolidated Financial Results ("the Statement") of **HFCL Limited** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), and its share of the net profit after tax and total comprehensive profit of its jointly controlled entities, for the quarter ended June 30, 2026, being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review of the Statement.

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

4. The Statement includes the results of following Subsidiaries and Jointly Controlled Entities:

i. Subsidiaries:

- a. HTL Limited;
- b. Polixel Security Systems Private Limited;
- c. Moneta Finance Private Limited;
- d. HFCL Advance Systems Private Limited;
- e. Raddef Private Limited;
- f. DragonWave HFCL India Private Limited;
- g. HFCL Technologies Private Limited;
- h. HFCL Inc. (United State of America); and
- i. HFCL B.V. (Netherlands) (As per consolidated financial results)

ii. Jointly Controlled Entities:

- a. Nimpaa Telecommunications Private Limited, and
- b. BigCat Wireless Private Limited

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 6, 7 and 8 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard ("Ind AS") specified under section 133 of the Companies Act 2013 as amended, read with relevant rules



issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. We did not review the interim financial information / financial results of two subsidiaries included in the consolidated unaudited financial results, whose interim financial information / financial results reflect total revenues of Rs. Nil, total net profit after tax of Rs. 0.01 Crore and total comprehensive income of Rs. 0.01 Crore for the quarter ended June 30, 2026, as considered in the Statement. The Statement also includes the Group's share of net profit/ (loss) after tax of Rs. (0.02) Crore and total comprehensive Income/(loss) of Rs. (0.02) Crore, for the quarter ended on 30 June 2026, as considered in the Statement, in respect of two jointly controlled entities, whose interim financial results have not been reviewed by us. These interim financial information / financial results have been reviewed by other respective auditors whose reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and jointly controlled entities, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

7. The interim financial information / financial results of five subsidiaries included in the unaudited consolidated financial results, whose interim financial information / financial results reflect total revenues of Rs. 549.21 Crore, total net profit/(loss) after tax of Rs. 84.92 Crore and total comprehensive income of Rs. 62.96 Crore for the quarter ended June 30, 2026, as considered in the Statement, have been reviewed by one of the joint auditors of the Parent and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of such joint auditor.

8. The interim financial information / financial results of two foreign subsidiaries (which includes consolidated financial results/ financial information of one of such foreign subsidiaries incorporating results of its step-down subsidiaries) which reflects total revenues of Rs. 712.85 Crore, total net profit/(loss) after tax of Rs. 30.38 Crore and total comprehensive income of Rs. 19.55 Crore for the quarter ended June 30, 2026, as considered in the Statement, have been reviewed by the independent auditors in accordance with the regulations of such foreign countries. Such reports have been furnished to us by the management. Financial information/ financial results of these subsidiaries have been converted by the holding company management as per accounting principal generally accepted in India which has been considered in the consolidated financial results solely based on such converted financial results.

Our conclusion on the Statement in respect of matters stated in paragraphs 6, 7 and 8 above is not modified.

Other Matter

9. The Statement includes the results for the quarter ended March 31, 2026 being the balancing figure between the audited figures in respect of the full previous financial year ended March 31, 2026 and the published unaudited year-to-date figures up to the third quarter of the previous financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

For S BHANDARI & CO LLP
Chartered Accountants
Firm Registration No. 000560C/C400334


(J.S.P. Bansal)
Partner
Membership No. 070980
UDIN: 26070980CFHVFF4134

Place: New Delhi
Date: July 22, 2026

For OSWAL SUNIL & COMPANY
Chartered Accountants
Firm Registration No. 016520N


(Nawin K Lahoty)
Partner
Membership No. 056931
UDIN: 26056931UQVRHO1743

Place: New Delhi
Date: July 22, 2026

HFCL LIMITED Regd. Office : 8, Electronics Complex, Chambaghat, Solan-173213 (Himachal Pradesh) Tel. : (+911792) 230644 , Fax No(+911792) 231902, E-mail: secretarial@hfcl.com Website: www.hfcl.com / Corporate Identity Number (CIN): L64200HP1987PLC007466 STATEMENT OF UN-AUDITED STANDALONE AND CONSOLIDATED FINANCIAL RESULTS FOR THE FIRST QUARTER ENDED 30TH JUNE, 2026									
(Rs. in Crore unless otherwise stated)									
Sl. No.	Particulars	Standalone				Consolidated			
		Three months ended	Preceding three months ended	Corresponding three months ended in the previous year	Previous Financial Year ended	Three months ended	Preceding three months ended	Corresponding three months ended in the previous year	Previous Financial Year ended
		June 30, 2026	March 31, 2026	June 30, 2025	March 31, 2026	June 30, 2026	March 31, 2026	June 30, 2025	March 31, 2026
		Un-audited	Audited	Un-audited	Audited	Un-audited	Audited	Un-audited	Audited
I	INCOME								
	Revenue from Operations	1,607.80	1,511.24	789.28	4,527.54	1,914.98	1,824.12	871.02	4,949.27
	Other Income	32.54	23.15	14.09	67.46	31.15	22.26	14.53	65.25
	Total Income	1,640.34	1,534.39	803.37	4,595.00	1,946.13	1,846.38	885.55	5,014.52
II	EXPENSES								
	Cost of materials/services consumed	725.17	655.97	422.59	1,907.10	969.22	629.87	447.80	1,903.15
	Purchases of stock-in-trade	365.44	463.40	234.77	1,623.03	370.87	474.72	219.38	1,756.74
	Change in inventories of finished goods, work-in progress and stock-in trade	(40.93)	(190.23)	(40.51)	(406.94)	(168.54)	64.26	(32.09)	(457.98)
	Employee benefits expense (Refer Note No. 4)	110.80	106.52	84.16	340.91	147.06	137.44	105.35	445.26
	Finance costs	53.21	54.51	47.74	209.97	62.48	62.78	55.62	242.06
	Depreciation, Impairment and Amortisation expenses	43.02	41.52	28.14	137.99	51.25	45.48	32.20	157.38
	Other expenses	143.51	186.32	89.37	460.80	182.25	203.16	102.18	540.60
	Total Expenses	1,400.22	1,318.01	866.26	4,272.86	1,614.59	1,617.71	930.44	4,587.21
III	Profit / (Loss) before exceptional items and tax (I-II)	240.12	216.38	(62.89)	322.14	331.54	228.67	(44.89)	427.31
IV	Share of net profits / (loss) of jointly controlled entities accounted for using equity method	-	-	-	-	(0.02)	(0.74)	0.19	0.37
V	Profit / (Loss) before exceptional items and tax (III+IV)	240.12	216.38	(62.89)	322.14	331.52	227.93	(44.70)	427.68
VI	Exceptional items	-	-	-	-	-	-	-	-
VII	Profit / (Loss) before tax (V-VI)	240.12	216.38	(62.89)	322.14	331.52	227.93	(44.70)	427.68
VIII	Tax expense								
	Current Tax	65.27	62.36	-	79.82	91.42	67.26	1.09	104.35
	Deferred Tax / (Benefits)	(4.36)	(23.56)	(20.55)	(10.55)	(5.54)	(23.78)	(16.49)	(6.11)
IX	Profit / (Loss) after tax for the period / year from continuing operations (VII- VIII)	179.21	177.58	(42.34)	252.87	245.64	184.45	(29.30)	329.44
X	Other Comprehensive Income / (Loss)								
	Items that will not be reclassified to profit or loss	74.24	(30.78)	39.05	(18.56)	74.49	(30.25)	38.73	(18.41)
	Income tax on above item	(0.69)	(0.13)	(0.33)	(0.49)	(0.75)	(0.27)	(0.27)	(0.54)
	Items that will be reclassified to profit or loss	0.29	1.22	0.83	1.87	(1.58)	(8.71)	0.46	(10.17)
	Other comprehensive income / (Loss) for the period / year after tax	73.84	(29.69)	39.55	(17.18)	72.16	(39.23)	38.92	(29.12)
XI	Total comprehensive income / (Loss) for the period / year (IX+X)	253.05	147.89	(2.79)	235.69	317.80	145.22	9.62	300.32
XII	Profit / (Loss) attributable to:								
	Owners of the Parent	-	-	-	-	228.60	178.50	(32.24)	311.74
	Non-controlling interests	-	-	-	-	17.04	5.95	2.95	17.70
XIII	Total comprehensive income / (Loss) attributable to:								
	Owners of the Parent	-	-	-	-	300.71	139.16	6.74	282.58
	Non-controlling interests	-	-	-	-	17.09	6.05	2.90	17.74
XIV	Paid-up Equity Share Capital (Face value of Re. 1/- each)	153.03	153.03	144.21	153.03	153.03	153.03	144.21	153.03
XV	Other Equity	-	-	-	4,574.41	-	-	-	4,795.56
XVI	Earnings / (Loss) per Share (face value of Re. 1/- each) -								
	Basic (Re / Rs.)	1.17	1.20	(0.29)	1.72	1.49	1.21	(0.22)	2.13
	Diluted (Re / Rs.)	1.17	1.20	(0.29)	1.72	1.49	1.21	(0.22)	2.13

Cont...



Sl. No.	Particulars	Standalone				Consolidated			
		Three months ended	Preceding three months ended	Corresponding three months ended in the previous year	Previous Financial Year ended	Three months ended	Preceding three months ended	Corresponding three months ended in the previous year	Previous Financial Year ended
		June 30, 2026	March 31, 2026	June 30, 2025	March 31, 2026	June 30, 2026	March 31, 2026	June 30, 2025	March 31, 2026
		Un-audited	Audited	Un-audited	Audited	Un-audited	Audited	Un-audited	Audited
1	Segment Revenue								
	a. Telecom Products	1,314.04	1,203.25	485.25	2,865.13	1,589.53	1,508.35	543.48	3,233.14
	b. Defence Product & Services	13.44	0.19	0.32	0.78	23.74	12.42	23.74	76.70
	c. Turnkey Contracts and Services	280.32	307.80	303.71	1,661.63	280.32	285.01	293.11	1,572.88
	d. Others	-	-	-	-	21.39	18.34	10.69	66.55
	Revenue from Operations	1,607.80	1,511.24	789.28	4,527.54	1,914.98	1,824.12	871.02	4,949.27
2	Segment Results - Profit/(Loss) before tax and interest from each segment								
	a. Telecom Products	381.65	360.59	31.06	634.57	483.92	383.00	55.76	763.92
	b. Defence Product & Services	(5.87)	(6.39)	(2.22)	(14.79)	(8.04)	(5.90)	(0.30)	(5.05)
	c. Turnkey Contracts and Services	(87.53)	(84.00)	(53.29)	(112.25)	(87.53)	(84.10)	(53.64)	(113.01)
	d. Others	-	-	-	-	0.68	(1.72)	(1.01)	(2.04)
	Total	288.25	270.20	(24.45)	507.53	389.03	291.28	0.81	643.82
	Less: i. Interest	53.21	54.51	47.74	209.97	62.48	62.78	55.62	242.06
	ii. Other un-allocable expenditure net off	3.18	6.74	0.04	7.30	3.18	6.75	0.04	7.30
	iii Un-allocable income	(8.26)	(7.43)	(9.33)	(31.88)	(8.15)	(6.18)	(10.15)	(33.22)
	Total Profit/(Loss) before Tax	240.12	216.38	(62.89)	322.14	331.52	227.93	(44.70)	427.68
3	Segment Assets								
	a. Telecom Products	3,947.33	3,419.79	2,786.57	3,419.79	5,042.76	3,977.84	3,115.09	3,977.84
	b. Defence Product & Services	213.83	180.61	112.62	180.61	306.45	256.95	196.24	256.95
	c. Turnkey Contracts and Services	3,567.80	3,767.28	3,503.66	3,767.28	3,565.77	3,765.29	3,505.36	3,765.29
	d. Others	-	-	-	-	40.26	33.92	36.60	33.92
	e. Un-allocated	887.13	763.75	781.21	763.75	971.52	833.57	826.79	833.57
	Total	8,616.09	8,131.43	7,184.06	8,131.43	9,926.76	8,867.57	7,680.08	8,867.57
4	Segment Liabilities								
	a. Telecom Products	1,152.24	961.54	1,221.21	961.54	1,942.96	1,306.06	1,406.06	1,306.06
	b. Defence Product & Services	47.13	43.99	2.55	43.99	68.53	59.09	22.90	59.09
	c. Turnkey Contracts and Services	1,087.40	1,321.50	1,099.35	1,321.50	1,088.47	1,322.58	1,100.33	1,322.58
	d. Others	-	-	-	-	22.94	22.06	13.01	22.06
	e. Un-allocated	1,210.07	1,076.95	901.20	1,076.95	1,398.73	1,209.19	1,008.83	1,209.19
	Total	3,496.84	3,403.98	3,224.31	3,403.98	4,521.63	3,918.98	3,551.13	3,918.98

Notes :

- The above Un-audited Standalone & Consolidated Financial Results of the Company for the first quarter ended 30th June, 2026 have been reviewed and recommended by the Audit Committee and were approved by the Board of Directors of the Company at their respective meetings held on 22nd July, 2026.
- The above Results are in compliance with the Indian Accounting Standards (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2021 (as amended).
- (i) During the previous year, the Company had issued 8,79,29,651, equity shares of face value of Re. 1 each at an issue price of Rs.62.55/- per equity share (including premium of Rs.61.55/- per equity share), aggregating to ~Rs. 550.00 Crore (including securities premium of Rs.541.21 Crore). The issue was made through eligible Qualified Institutions Placement ("QIP") in terms of chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended, Section 42 & 62 and other relevant provisions of the Companies Act, 2013. Out of the proceeds from QIP issue, the Company had utilized Rs. 513.72 Crore (including share issue expenses) towards purposes/objects specified in the placement document. The balance QIP proceeds amounting to Rs. 36.28 Crore remains invested in fixed deposit of Rs. 35.92 Crore and Rs. 0.36 Crore is lying in the monitoring account with scheduled commercial bank as an interim use of funds.

(ii) The Board of Directors and Shareholders of the Company at their meetings held on March 25, 2026 and April 24, 2026 respectively, have approved the raising of funds through the issuance of up to 7,50,00,000 (Seven crore fifty lakh) warrants convertible into 7,50,00,000 equity shares at a price of Rs.74/- per equity share to one of the Promoters and one of the members of the Promoter Group of the Company. Amount equivalent to 25% of the Warrant Exercise Price (i.e., Rs.18.50 per warrant) shall be payable at the time of subscription and allotment of each warrant. The balance consideration, being 75% of the Warrant Exercise Price (i.e. Rs.55.50 per warrant) shall be payable within 18 months from the allotment date, at the time of exercising the warrants to apply for fully paid-up equity share of Re.1/- each of the Company, against each warrant held by the warrant holders. The Company has already received the 25% of Warrant exercise price on May 25, 2026 amounting to Rs. 138.75 Crore. Out of these warrants proceeds, the Company has utilized Rs.48.75 crore towards the purposes/objects specified in the preferential document. The balance subscription amount of Rs. 90 Crore remains invested in fixed deposit with a scheduled commercial bank as an interim use of funds.
- The Consolidated financial results for the first quarter ended 30th June, 2026 includes the results of the following entities:
a. HFCL Limited (HFCL) (Holding Company)
b. HTL Limited (Subsidiary)
c. Raddef Private Limited (Subsidiary)
d. Moneta Finance Private Limited (Wholly owned Subsidiary)
e. Polixel Security Systems Private Limited (Wholly owned Subsidiary)
f. HFCL Advance Systems Private Limited (Wholly owned Subsidiary)
g. DragonWave HFCL India Private Limited (Wholly owned Subsidiary)
h. HFCL Technologies Private Limited (Wholly owned Subsidiary)
i. HFCL Inc. United States of America, (Wholly owned Subsidiary)
j. HFCL B.V. Netherlands, (Wholly owned Subsidiary)
k. Nimpaa Telecommunications Private Limited (Jointly Controlled Entity)
l. BigCat Wireless Private Limited (Jointly Controlled Entity)
m. HFCL Canada Inc. Canada, (Wholly owned Subsidiary of HFCL B.V.- Netherlands)
n. HFCL UK Limited, United Kingdom, (Wholly owned Subsidiary of HFCL B.V.- Netherlands)
o. HFCL Pty Limited, Australia, (Wholly owned Subsidiary of HFCL B.V.- Netherlands)
- Earning per share is not annualised for the Quarter ended 30th June, 2026, 31st March, 2026 and 30th June, 2025.
- The Figures of the quarter ended March 31, 2026 were balancing figures between audited figures in respect of the full financial year ended 31st March 2026 and the published year to date figures upto the third quarter of the respective financial year, which were subject to limited review by the Auditors.
- The figures of the previous periods have been re-grouped/ re-arranged wherever considered necessary.

Place : New Delhi
Date : 22nd July, 2026


(Mahendra Nahata)
Managing Director
DIN 00052898



