



## HFCL Limited

(formerly Himachal Futuristic Communications Ltd.)

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HFCL/SEC/21-22

July 12, 2021

<b>The BSE Ltd.</b> 1 <sup>st</sup> Floor, New Trading Wing, Rotunda Building Phiroze Jeejeebhoy Towers, Dalal Street, Fort Mumbai - 400001 <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a> <b>Security Code No.: 500183</b>	<b>The National Stock Exchange of India Ltd.</b> Exchange Plaza, 5 <sup>th</sup> Floor, C - 1, Block G Bandra - Kurla Complex, Bandra (E) Mumbai - 400051 <a href="mailto:cmllist@nse.co.in">cmllist@nse.co.in</a> <b>Security Code No.: HFCL</b>
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**RE: Disclosures under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").**

**Subject: Outcome of the meeting of the Board of Directors held on July 12, 2021.**

Time of Commencement: 01:00 P.M.

Time of Conclusion: 02:45 P.M.

Dear Sir(s)/ Madam,

This is in continuation to our earlier intimation dated July 02, 2021.

In terms of Regulation 30 read with Para A of Part A of Schedule III to the SEBI Listing Regulations, we wish to inform you that the **Board of Directors** of the Company has, at its meeting held today, *inter-alia*:-

- Considered and approved the Un-audited Financial Results** of the Company for the 1<sup>st</sup> Quarter ended June 30, 2021, of the Financial Year 2021-22, both on Standalone and Consolidated basis, in accordance with the provisions of Regulation 33 of the SEBI Listing Regulations, along with the Limited Review Reports thereon.

The aforesaid Financial Results have been duly reviewed by the Audit Committee and M/s S. Bhandari & Co., Chartered Accountants and M/s Oswal Sunil & Company, Chartered Accountants, Statutory Auditors of the Company.

The copies of the aforesaid Financial Results along with the Limited Review Reports thereon, both on Standalone and Consolidated basis, are enclosed herewith.

Please note that aforesaid Financial Results will also be available on the Company's website at [www.hfcl.com](http://www.hfcl.com).

Arrangements have also been made for publication of the aforesaid Financial Results in Newspapers, as per the requirements of Regulation 47 of the SEBI Listing Regulations.

We hereby submit a copy of **Press Release** on the **Un-audited Financial Results** of the Company for the **1<sup>st</sup> Quarter ended June 30, 2021**, of the Financial Year 2021-22, both on Standalone and Consolidated basis.

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ii. **Considered and approved the Re-appointment and Remuneration of Mr. Mahendra Nahata (DIN: 00052898) as a Managing Director and a Key Managerial Personnel**, on the recommendations of the Nomination, Remuneration & Compensation Committee and subject to the approval of shareholders of the Company by way of special resolution in the ensuing annual general meeting.

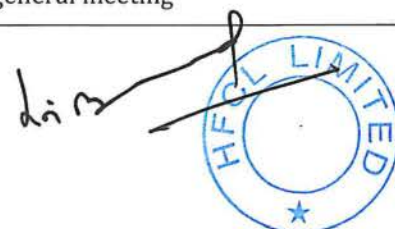
iii. **Considered and approved the Re-appointment of the following Independent Directors for the Second Term**, on the recommendations of the Nomination, Remuneration & Compensation Committee and subject to the approval of shareholders of the Company by way of special resolutions in the ensuing annual general meeting:

**A. Mr. Surendra Singh Sirohi (DIN: 07595264) as an Independent Director for Second Term of consecutive three years, commencing from August 27, 2021 up to August 26, 2024;**

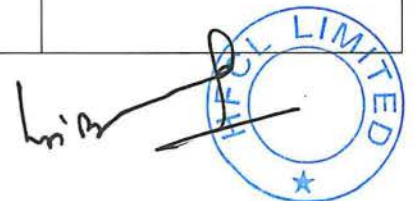
**B. Dr. (Ms.) Tamali Sen Gupta (DIN: 00358658) as an Independent Director for Second Term of consecutive three years, commencing from December 24, 2021 up to December 23, 2024.**

The details as required under Regulation 30 read with para A of Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD4/2015 dated 9<sup>th</sup> September, 2015, are as under:

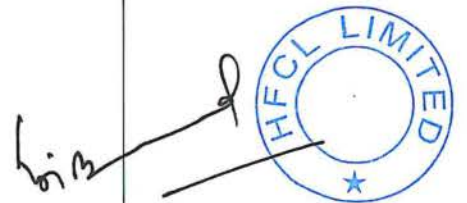
S. No.	Particulars	Details		
		Mr. Mahendra Nahata (DIN: 00052898)	Mr. Surendra Singh Sirohi (DIN: 07595264)	Dr. (Ms.) Tamali Sen Gupta (DIN: 00358658)
a)	Reason for change viz. appointment, resignation, removal, death or otherwise:	Re-appointment.	Re-appointment.	Re-appointment.
b)	Date of appointment/cessation (as applicable)	October 01, 2021	August 27, 2021	December 24, 2021
	Term of appointment	Consecutive Three Years commencing from October 01, 2021 up to September 30, 2024	Second Term of consecutive three years, commencing from August 27, 2021 up to August 26, 2024	Second Term of consecutive three years, commencing from December 24, 2021 up to December 23, 2024
Subject to the approval of shareholders of the Company by way of special resolutions in the ensuing annual general meeting				

*Signature*  


S. No.	Particulars	Details		
		Mr. Mahendra Nahata (DIN: 00052898)	Mr. Surendra Singh Sirohi (DIN: 07595264)	Dr. (Ms.) Tamali Sen Gupta (DIN: 00358658)
c)	<b>brief profile</b> (in case of appointment):	<p>Mr. Mahendra Nahata holds a Bachelor's degree in Commerce from St. Xavier's College, Kolkata and has business experience of over 35 years.</p> <p>Mr. Nahata's contribution to the telecom sector is commendable and many milestones in the sector have been achieved due to his initiatives and entrepreneurship.</p> <p>He leads the overall strategy and planning, business development and marketing activities of the HFCL Group. Mr. Mahendra Nahata is also on the Board of Reliance Jio Infocomm Limited, a subsidiary of Reliance Industries Limited.</p> <p>He is one of the pioneers in the New Age Telecom sector of India and has been associated with many esteemed forums related to the telecom industry.</p>	<p>Mr. Surendra Singh Sirohi holds a Bachelor's degree in Electrical Engineering from IIT, Kanpur. Mr. Sirohi had been Member (Technology), Telecom Commission and ex-officio Secretary to the Government of India in Ministry of Communication &amp; IT.</p> <p>As a Member (Technology) in Telecom Commission, he was instrumental in formulating several regulatory and strategic initiatives and key policies for an inclusive growth of all segments of the Telecom Sector.</p> <p>During his career in Indian Telecom Service, Mr. Sirohi held numerous techno-managerial senior leadership positions in various organizations in Telecom Sector viz. Department of Telecom, Government of India, Mahanagar Telephone Nigam Limited, Telecom Consultants India Ltd. (TCIL), Bharat Sanchar Nigam Limited (BSNL) and made a positive difference by providing dynamic and visionary leadership with pragmatic and strategic approach in his each assignment.</p>	<p>Dr. Tamali Sen Gupta completed Bachelor of Arts in Economics (Honours) from University of Delhi and LL.B from Law faculty, University of Delhi. She did her Doctorate and Masters in Law from the Stanford Law School, Stanford University, California.</p> <p>Dr. Sen Gupta has over 32 years' experience in the legal field and is a specialist in transnational legal transactions in media, real estate development, insurance and infrastructure.</p> <p>She is the Principal of T.SEN GUPTA &amp; ASSOCIATES, a corporate law firm based in New Delhi, which provides advice on corporate law, entertainment law, intellectual property, insurance, project finance, corporate governance, and privatization.</p> <p>Dr. Sen Gupta also has extensive experience in international joint-ventures, collaboration and licensing agreements, mergers and acquisitions. She has represented Indian companies in joint-ventures overseas and in relation to joint ventures in India with multinational corporations.</p>



S. No.	Particulars	Details		
		Mr. Mahendra Nahata (DIN: 00052898)	Mr. Surendra Singh Sirohi (DIN: 07595264)	Dr. (Ms.) Tamali Sen Gupta (DIN: 00358658)
		<p>In the past, Mr. Mahendra Nahata had been member of Board of Governors of the Indian Institute of Technology, Bombay and the Indian Institute of Technology, Madras.</p> <p>He had also been the Member of the Board of Governors of the Indian Institute of Information Technology, Allahabad and Member of the Council of Scientific &amp; Industrial Research, Government of India.</p> <p>Mr. Mahendra Nahata had been the President of the Telecom Equipment Manufacturers Association of India (TEMA), Co-Chairman of the Telecom Committee of the Federation of Indian Chamber of Commerce and Industry, Chairman-Telecom Committee of PHD Chamber of Commerce &amp; Industry.</p> <p>Mr. Mahendra Nahata had been awarded with "Telecom Man of the Millennium" award by Voice &amp; Data in 2003.</p>	<p>Mr. Sirohi has a rich experience of over 36 years in the field of telecommunication particularly in the area of National Policy, Sectoral-regulations, Planning &amp; Development, Corporate &amp; Business Strategy, Network Planning &amp; Operations, Research &amp; Development, Project Management, Management of Telecom Services Operations etc.</p> <p>Mr. Sirohi has widely travelled with varied international exposure and has represented India on global fora on several occasions.</p>	<p>She had advised on telecom Project for installing a fibre optic link throughout railway network of the Indian Railways and commercializing the service to provide basic telecom services to telecom companies.</p> <p>She is a widely published author and has written books on various subjects including Telecom.</p> <p>She is a Fellow of the Center of International Legal Studies at Salzburg.</p>
<p>For more details, please visit: <a href="http://www.hfcl.com/about-us/#AboutBod">http://www.hfcl.com/about-us/#AboutBod</a></p>				



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d)	<b>disclosure of relationships between directors</b> (in case of appointment of a director):	Nil	Nil	Nil

In compliance with the SEBI Order dated June 14, 2018 to the Stock Exchanges and further SEBI Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, this is to confirm that Mr. Mahendra Nahata (DIN: 00052898), Mr. Surendra Singh Sirohi (DIN: 07595264) and Dr. (Ms.) Tamali Sen Gupta (DIN: 00358658) are not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

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**

*(Formerly Himachal Futuristic Communications Limited)*



**(Manoj Baid)**

Senior Vice-President (Corporate) &  
Company Secretary



**Encl:** Un-audited Financial Results;  
Limited Review Reports;  
Press Release.