

**HCL TECHNOLOGIES LTD.**

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Technology Hub, Special Economic Zone

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June 27, 2018

**Mr. Girish Joshi** : **BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
**Mumbai 400001**

**Mr. Avinash Kharker** : **National Stock Exchange of India Ltd.**  
Exchange Plaza, 5th Floor  
Plot No. C/1, G Block  
Bandra Kurla Complex, Bandra (East)  
**Mumbai 400051**

**Sub: HCL acquires H&D International to enhance delivery capabilities in Germany and automotive expertise globally**

Dear Sir(s),

Enclosed please find a release on the captioned subject being issued by the Company today.

Further, in terms of Regulation 30(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed are the details of the aforesaid acquisition.

This is for your information and records.

Thanking you,

Yours faithfully,  
For **HCL Technologies Ltd.**



**Manish Anand**  
Company Secretary

Encl: a/a

## HCL Acquires H&D International to Enhance Delivery Capabilities in Germany and Automotive Expertise Globally

Noida, India & Wolfsburg, Germany, Wednesday 27<sup>th</sup> June 2018 - [HCL Technologies](#) (HCL), a leading global technology company, today announced that it has signed a definitive agreement to acquire Wolfsburg-based IT and engineering services provider, [H&D International Group](#). The acquisition is part of HCL's long-term growth plan in Germany. This landmark deal sees HCL attain significant in-country front office and delivery capabilities and will further enhance the company's domain expertise in the global automotive sector.

The H&D International Group is one of the largest IT service providers in the German automotive industry, and operates in over 20 locations globally including; Germany, the USA, the Czech Republic and Poland. H&D specialises in IT Infrastructure, application services particularly in R&D IT, shop floor IT and Industry 4.0 solutions and has extensive expertise in SAP, computer-aided technologies (CAx), engineering services and customer-specific product development.

H&D's existing delivery center in Gifhorn, Germany, will become part of HCL's global delivery footprint and will focus on IT and engineering services both in Germany and globally.

"Germany is a critical market for HCL as we continue to expand our business in Europe. We feel the German market is at an inflection point and it is the right time for HCL to expand and make significant investments here. H&D has a long-standing track record of high-quality service delivery and we are confident this will play a significant role in our continued growth in Germany." Said **Ashish Gupta, Corporate Vice President at HCL Technologies**.

Commenting on the investment, **Bernhard Hönigsberg, CEO of the H&D International Group**, said: "By combining H&D's delivery capabilities with those of HCL, we have an unprecedented opportunity to add tremendous value to the services we provide to support our clients' IT transformation ambitions. Furthermore, the experience and know-how of HCL and H&D complement each other perfectly and our employees are set to benefit significantly from the new opportunities that lie ahead."

**Klaus Holzhauser, Managing Director of leading independent European research and consulting firm, Pierre Audoin Consultants (PAC) Germany**, said: "HCL already has a strong presence in Germany and the automotive sector with its purchase and integration of Volvo II and Geometric Software. Its investment in H&D strengthens its capabilities and positioning even further in two crucial regions. H&D has established a strong footprint in the German and Central European automotive markets and is the IT services provider to one of Germany's biggest car manufacturers, making it a great investment for HCL. The portfolios of HCL and H&D are a winning combination, comprising of infrastructure and applications services as well as connected vehicle, Industry 4.0 solutions and embedded software in both the manufacturing and automotive sectors. The ability to flexibly offer onsite as well as global delivery capabilities enables HCL to effectively respond to individual client requests in the best possible way."



## About HCL Technologies

HCL Technologies (HCL) is a leading global technology company that helps forward looking enterprises re-imagine and transform their businesses. HCL operates out of 39 countries and has consolidated revenues of US\$ 7.8 billion, for 12 Months ended 31st March 2018. HCL focuses on providing an integrated portfolio of products, solutions and services underlined by its Mode 1–2–3 growth strategy. Mode 1 encompasses the core services in the areas of Applications, Infrastructure, BPO and Engineering & R&D services, leveraging DRYICE™ Autonomics to transform clients' business and IT landscape, making them 'lean' and 'agile'. Mode 2 focuses on experience-centric and outcome-oriented integrated offerings of Digital & Analytics, IoT WoRKs™, Cloud Native Services and Cybersecurity & GRC services to drive business outcomes and enable enterprise digitalization. Mode 3 strategy is ecosystem-driven, creating innovative IP-partnerships and Organic IP to build products and platforms business. HCL leverages its global network of integrated co-innovation labs and global delivery capabilities to provide holistic multi-service delivery in key industry verticals including Financial Services, Manufacturing, Telecommunications, Media, Publishing, Entertainment, Retail & CPG, Life Sciences & Healthcare, Oil & Gas, Energy & Utilities, Travel, Transportation & Logistics and Government. With 120,081 professionals from diverse nationalities, HCL focuses on creating real value for customers by taking 'Relationships Beyond the Contract'. For more information, please visit [HCL Technologies](#)

## About H&D

Hönigsberg & Düvel Datentechnik GmbH is an IT and engineering service provider headquartered in Wolfsburg, Germany, and forms the H&D International Group with its affiliated companies. Successful on the market since 1996, it now employs more than 1,400 people at over 20 locations worldwide. The services offered range from IT consulting to server, infrastructure and workplace management, offshore enabling, shop floor IT and industry 4.0 expertise to SAP, CAx and engineering services as well as proprietary, customer-specific product developments. We combine the experience background of an international conglomerate with the reaction speed of a medium-sized company. Hönigsberg & Düvel Datentechnik GmbH is certified according to ISO 9001:2015, ISO 20000-1:2011, ISO 14001:2004, ISO 50001:2011 and ISO/IEC 27001:2013.

## Forward-looking Statements

Certain statements in this release are forward-looking statements, which involve a number of risks, uncertainties, assumptions and other factors that could cause actual results to differ materially from those in such forward-looking statements. All statements, other than statements of historical fact are statements that could be deemed forward-looking statements, including but not limited to the statements containing the words 'planned', 'expects', 'believes', 'strategy', 'opportunity', 'anticipates', 'hopes' or other similar words. The risks and uncertainties relating to these statements include, but are not limited to, risks and uncertainties regarding impact of pending regulatory proceedings, fluctuations in earnings, our ability to manage growth, intense competition in IT services, business process outsourcing and consulting services including those factors which may affect our cost advantage, wage increases in India, customer acceptances of our services, products and fee structures, our ability to attract and retain highly skilled professionals, our ability to integrate acquired assets in a cost-effective and timely manner, time and cost overruns on fixed-price, fixed-timeframe contracts, client concentration, restrictions on immigration, our ability to manage our international operations, reduced demand for technology in our key focus areas, disruptions in telecommunication networks, our ability to successfully complete and integrate potential acquisitions, the success of our brand development efforts, liability for damages on our service contracts, the success of the

companies /entities in which we have made strategic investments, withdrawal of governmental fiscal incentives, political instability, legal restrictions on raising capital or acquiring companies outside India, and unauthorized use of our intellectual property, other risks, uncertainties and general economic conditions affecting our industry. There can be no assurance that the forward-looking statements made herein will prove to be accurate, and issuance of such forward-looking statements should not be regarded as a representation by the Company, or any other person, that the objective and plans of the Company will be achieved. All forward-looking statements made herein are based on information presently available to the Management of the Company and the Company does not undertake to update any forward-looking statement that may be made from time to time by or on behalf of the Company.

**For details contact**

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H&D International Group

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Disclosure under Reg. 30(4) of SEBI (LODR) Regulations, 2015

**Details of H&D acquisition**

<p>Name of the target entity, details in brief such as size, turnover etc.;</p>	<p>Hönigsberg &amp; Düvel Datentechnik GmbH ('H&amp;D')</p> <p>The Revenue for the Financial Year Ended December 2017 was EUR 74.1 million.</p> <p>The major operations of H&amp;D are located in Germany and Czech Republic.</p>
<p>Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length";</p>	<p>Not a Related Party Transaction</p>
<p>Industry to which the entity being acquired belongs;</p>	<p>IT and Engineering Services.</p>
<p>Objects and effects of acquisition (Including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);</p>	<p>Transaction would accelerate HCL's growth in Germany for IT and Engineering Services.</p>
<p>Brief details of any Governmental or regulatory approvals required for the acquisition;</p>	<p>Approval from Federal Cartel Office required in Germany.</p>
<p>Indicative time period for completion of the acquisition;</p>	<p>End of August 2018.</p>



Nature of consideration - whether cash consideration or share swap and details of the same;	All Cash consideration
Cost of acquisition or the price at which the shares are acquired;	EUR 30.0 million (including earn outs).
Percentage of shareholding / control acquired and / or number of shares acquired;	100%
Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years' turnover, country in which the acquired entity has presence and any other significant information (in brief);	<ul style="list-style-type: none"> <li>• Founded in 1996, H&amp;D is an integrated German IT and engineering service provider primarily active in the automotive industry. [SEP]</li> <li>• Turnover last 3 years: [SEP]</li> </ul> <p><b>FY ended</b></p> <p>December 2017 - EUR 74.1 million</p> <p>December 2016 - EUR 68.2 million</p> <p>December 2015 - EUR 86.0 million</p>

