April 17, 2019

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai-400 001.
Tel No. 22723121

Listing Department
The National Stock Exchange of India Limited
Bandra - Kurla Complex
Bandra – (East),
Mumbai – 400 051.
Tel No.: 022 – 26598235/36

Ref.:– BSE Scrip Code 532129 / NSE Symbol: HEXAWARE

Dear Sir,

Sub: - Reconciliation of Share Capital Audit Certificate in terms of Regulation 55A of SEBI (Depositories & Participants) Regulations, 1996.

In terms of Regulations 55A of SEBI (Depositories & Participants) Regulations, 1996, we are enclosing herewith the Reconciliation of Share Capital Audit Certificate issued by M/s. R & A Associates, Practicing Company Secretaries, certifying the compliance as required under the said Regulation for the quarter ended March 31, 2019.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For HEXAWARE TECHNOLOGIES LIMITED

Gunjan Methi
Company Secretary

Encl.: as above
# RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

<table>
<thead>
<tr>
<th></th>
<th>For the Quarter Ended</th>
<th>31st March, 2019</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>ISIN</td>
<td>INE093A01033</td>
</tr>
<tr>
<td>2</td>
<td>Face Value</td>
<td>Equity Shares of Rs. 2/- each</td>
</tr>
<tr>
<td>3</td>
<td>Name of the Company</td>
<td>Hexaware Technologies Limited</td>
</tr>
<tr>
<td>4</td>
<td>Registered Office Address</td>
<td>152, Millennium Business Park, Sector - III, ‘A’ Block, TTC Industrial Area, Mahape, Navi Mumbai – 400 710.</td>
</tr>
<tr>
<td>5</td>
<td>Correspondence Address</td>
<td>152, Millennium Business Park, Sector - III, ‘A’ Block, TTC Industrial Area, Mahape, Navi Mumbai – 400 710.</td>
</tr>
<tr>
<td>6</td>
<td>Telephone &amp; Fax Nos.</td>
<td>Tel: 022 6791 9595. Fax: 022 6791 9578</td>
</tr>
<tr>
<td>7</td>
<td>Email address</td>
<td><a href="mailto:gunjanm@hexaware.com">gunjanm@hexaware.com</a></td>
</tr>
<tr>
<td>8</td>
<td>Names of the Stock Exchanges where the Company’s securities are listed</td>
<td>a) BSE Limited, Mumbai (BSE) b) National Stock Exchange of India Limited, Mumbai (NSE)</td>
</tr>
</tbody>
</table>

## Number of Shares & % of Issued Capital

<table>
<thead>
<tr>
<th></th>
<th>Number of Shares</th>
<th>% of Issued Capital</th>
</tr>
</thead>
<tbody>
<tr>
<td>Issued Capital</td>
<td>29,77,03,269</td>
<td>100%</td>
</tr>
<tr>
<td>BSE Limited</td>
<td>29,77,03,269</td>
<td>100%</td>
</tr>
<tr>
<td>The National Stock Exchange of India Limited</td>
<td>29,77,03,269</td>
<td>100%</td>
</tr>
<tr>
<td>Held in dematerialized form in CDSL</td>
<td>76,65,507</td>
<td>2.57%</td>
</tr>
<tr>
<td>Held in dematerialized form in NSDL</td>
<td>28,79,37,468</td>
<td>96.72%</td>
</tr>
<tr>
<td>Physical</td>
<td>21,00,294</td>
<td>0.71%</td>
</tr>
<tr>
<td>Total No. of shares (12+13+14)</td>
<td>29,77,03,269</td>
<td>100%</td>
</tr>
</tbody>
</table>

## Reasons for difference if any, between (10 & 11), (10 & 15), (11 & 15)

NA

## Certifying the details of changes in share capital during the quarter under consideration as per Table below:

<table>
<thead>
<tr>
<th>Particulars</th>
<th>No. of Shares</th>
<th>Applied / Not Applied for listing</th>
<th>Listed on Stock Exchanges (Specify Names)</th>
<th>Whether intimated to CDSL</th>
<th>Whether intimated to NSDL</th>
<th>In-Prin. approval pending for SE (Specify Names)</th>
</tr>
</thead>
<tbody>
<tr>
<td>ESOP</td>
<td>3,42,280</td>
<td>Listed</td>
<td>BSE &amp; NSE</td>
<td>Yes</td>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>Register of Members is updated (Yes / No) if not, updated up to which date</td>
<td>Yes</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Reference of previous quarter with regards to excess dematerialized shares, if any</td>
<td>Nil</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Has the company resolved the matter mentioned above in point no.19 in the current quarter? If not, reason why?</td>
<td>NA</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mention the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Demar requests No. of requests | No. of shares | Reasons for delay
--- | --- | ---
Confirmed after 21 Days | 1 | 400 | This request was processed in 28 days and the same was within the extended timeline granted by SEBI vide letter dated January 24, 2019 in accordance to which dematerialization requests can be processed in 30 days till June 30, 2019 instead of 15 days pursuant to Regulation 74(5) of SEBI (Depository and Participants) Regulations 2018.

Pending for more than 21 days | Nil | N.A. | N.A.

**22** Name, Telephone & Fax No. of the Compliance Officer of the Co.

Mrs. Gunjan Methi, Company Secretary
152, Millennium Business Park, Sector - III, ‘A’ Block, TTC Industrial Area, Mahape, Navi Mumbai – 400 710.
Tel: 022 6791 8860. Fax: 022 6791 9578

**23** Name, Address, Tel. & Fax No., Regn. No. of the Company Secretary in Practice

G. Raghu Babu
C.P. No. 2820
Partner
Ph. +91-(40) 4003 2244-47
Email: raghu@rna-cs.com
Web site: www.rna-cs.com

**24** Appointment of common agency for share registry work. If yes name & address

Mr Anil Dalvi,
Manager,
M/s. Karvy Fintech Private Limited,
Karvy Selenium Tower B, Plot No.31-32,
Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032.
Phone No. +91-(40) 6716 1631
Email Id. dalvianil.shantaram@karvy.com
Website: www.karvyfintech.com

**25.** Any other detail the Practicing Company Secretary may like to provide (BIFR Company, applied for Delisting, change in name, etc.)

Nil.

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**For R & A Associates**

(G Raghu Babu)
Partner
FCS. No.# 4448, C.P. # 2820

Place : Hyderabad
Date : 17th April, 2019