January 18, 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
Sandra - 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 December 31, 2018.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For HEXAWARE TECHNOLOGIES LIMITED

[Signature]

Gunjan Methi
Company Secretary

Encl.: as above
RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

For the Quarter Ended 31st December, 2018

2 ISIN INE093A01033
3 Face Value Equity Shares of Rs. 2/- each
4 Name of the Company Hexaware Technologies Limited
5 Registered Office Address 152, Millennium Business Park, Sector - III, ‘A’ Block, TTC Industrial Area, Mahape, Navi Mumbai – 400 710.
6 Correspondence Address 152, Millennium Business Park, Sector - III, ‘A’ Block, TTC Industrial Area, Mahape, Navi Mumbai – 400 710.
7 Telephone & Fax Nos. Tel: 022 6791 9595. Fax: 022 6791 9578
8 Email address gunjanm@hexaware.com
9 Names of the Stock Exchanges where the Company’s securities are listed
   a) BSE Limited, Mumbai (BSE)
   b) National Stock Exchange of India Limited, Mumbai (NSE)
10 Issued Capital 29,73,60,989 100%
11 Listed Capital (Exchange-wise) (as per company records)
   BSE Limited 29,73,60,989 100%
   The National Stock Exchange of India Limited 29,73,60,989 100%
12 Held in dematerialized form in CDSL 70,08,219 2.36%
13 Held in dematerialized form in NSDL 28,81,53,986 96.90%
14 Physical 21,98,784 0.74%
15 Total No. of shares (12+13+14) 29,73,60,989 100%
16 Reasons for difference if any, between (10 & 11), (10 & 15), (11 & 15) NA
17 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>5,05,860</td>
<td>Listed</td>
<td>BSE &amp; NSE</td>
<td>Yes</td>
<td>Yes</td>
<td>No</td>
</tr>
</tbody>
</table>

18 Register of Members is updated (Yes / No) if not, updated upto which date Yes
19 Reference of previous quarter with regards to excess dematerialized shares, if any Nil
20 Has the company resolved the matter mentioned above in point no.19 in the current quarter? If not, reason why? NA
21 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:

<table>
<thead>
<tr>
<th>Demat requests</th>
<th>No. of requests</th>
<th>No. of shares</th>
<th>Reasons for delay</th>
</tr>
</thead>
<tbody>
<tr>
<td>Confirmed after 21 Days</td>
<td>Nil</td>
<td>N.A.</td>
<td>N.A.</td>
</tr>
<tr>
<td>------------------------</td>
<td>-----</td>
<td>------</td>
<td>------</td>
</tr>
<tr>
<td>Pending for more than 21 days</td>
<td>Nil</td>
<td>N.A.</td>
<td>N.A.</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Name</th>
<th>Telephone &amp; Fax No. of the Compliance Officer of the Co.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mrs. Gunjan Methi</td>
<td>152, Millennium Business Park, Sector - III, ‘A’ Block, TTC Industrial Area, Mahape, Navi Mumbai – 400 710. Tel: 022 6791 8860. Fax: 022 6791 9578</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
<th>Tel. &amp; Fax No.</th>
<th>Regn. No.</th>
</tr>
</thead>
</table>

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

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
<th>Tel. &amp; Fax No.</th>
<th>Regn. No.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mr. Anil Dalvi</td>
<td>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. <a href="mailto:dalvianil.shantaram@karvy.com">dalvianil.shantaram@karvy.com</a> Website: <a href="http://www.karvyfintech.com">www.karvyfintech.com</a></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

25. Any other detail the Practicing Company Secretary may like to provide (BIFR Company, Amalgamation Order of the Hyderabad Bench of the National Company Law Tribunal (NCLT Order), all the existing agreements to which M/s. Karvy Computershare Private Limited (KCPL), is a party including the agreements entered into by the Company shall be in full force and the operations of KCPL shall be vested with and transferred to M/s Karvy Fintech Private Limited with effect from 17th November, 2018.

Place: Hyderabad
Date: 17th January, 2019

For R & A Associates
(G Raghu Babu)
Partner
FCS. No.# 4448, C.P. # 2820