

General information about company	
Scr code	532129
NSE Symbol	HEXAWARE
MSEI Symbol	NIL
ISIN	INE093A01033
Name of the entity	HEXAWARE TECHNOLOGIES LIMITED
Date of start of financial year	01-01-2019
Date of end of financial year	31-12-2019
Reporting Quarter	Half Yearly
Date of Report	30-06-2019
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I																		
Annexure I to be submitted by listed entity on quarterly basis																		
I. Composition of Board of Directors																		
Disclosure of notes on composition of board of directors explanatory										Textual Information(1)								
Whether the listed entity has a Regular Chairperson										Yes								
Whether Chairperson is related to MD or CEO										No								
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee hold in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	ATUL KANTILAL NISHAR	AACP2193F	00307229	Non-Executive - Non Independent Director	Chairperson		25-08-1955	20-11-1992			1	0	1		1		
2	Mr	CHANDRASEKAR PERUVEMBA RAMACHANDRAN	AAWFC442P	02251080	Non-Executive - Independent Director	Not Applicable		28-09-1955	01-01-2018	01-01-2019		6	1	2		0		
3	Mr	R. SRIKRISHNA	AJAPR5685D	03160121	Executive Director	Not Applicable	CEO	12-08-1970	28-07-2014			1	0	0		0		
4	Mr	JIMMY MAHTANI	AJZPM223AQ	00996110	Non-Executive - Non Independent Director	Not Applicable		27-10-1976	11-10-2013			1	0	1		0		

I. Composition of Board of Directors													
Disclosure of notes on composition of board of directors explanatory													
Whether the listed entity has a Regular Chairperson													
Disclosure of notes on composition of board of directors explanatory										Textual Information(1)			
Whether the listed entity has a Regular Chairperson										Yes			
Whether Chairperson is related to MD or CEO										No			

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee hold in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	KOSMAS KALLIAREKOS	ZZZZ9999Z	03642933	Non-Executive - Non Independent Director	Not Applicable		01-01-1965	11-10-2013			1	0	0	0		Textual Information(2)	
6	Mr	BHARAT SHAH	AADPS445X	00136969	Non-Executive - Independent Director	Not Applicable		18-02-1947	17-10-2014	17-10-2016		32	5	5	8	1		
7	Mr	DILEEP CHOKSI	AAAPC266E	00016322	Non-Executive - Independent Director	Not Applicable		26-12-1949	17-10-2014	17-10-2016		32	6	6	8	2		
8	Mr	BASAB PRADHAN	AAUPB0143P	00892181	Non-Executive - Independent Director	Not Applicable		18-06-1965	09-06-2014	09-06-2016	08-06-2019	36	0	0	0	0		

I. Composition of Board of Directors													
Disclosure of notes on composition of board of directors explanatory													
Whether the listed entity has a Regular Chairperson													
Disclosure of notes on composition of board of directors explanatory										Textual Information(1)			
Whether the listed entity has a Regular Chairperson										Yes			
Whether Chairperson is related to MD or CEO										No			

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee hold in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	CHRISTIAN OECKING	ABYPO1921H	03090264	Non-Executive - Independent Director	Not Applicable		23-01-1962	26-06-2014	26-06-2016	25-06-2019	36	0	0	0	0		
10	Mrs	MEERA SHANKAR	BCIP8461H	06374957	Non-Executive - Independent Director	Not Applicable		09-10-1950	11-04-2016	11-04-2018		15	4	4	2	0		

Text Block	
Textual Information(1)	<p>1. Mr. Bharat Shah : - Total Tenure 10.11 Years. Under Companies Act, 1956 First Appointed on 29.07.2008 then Under Companies Act, 2013 Appointed as ID w.e.f. 17.10.2014 for two years and on 17.10.2016 re-appointed for three years.</p> <p>2. Mr. Dileep Choksi : - Total Tenure 5.09 Years. Under Companies Act, 1956 appointed as ID on 11.10.2013 and under Companies Act, 2013 appointed as ID w.e.f. 17.10.2014 for Two Years and re-appointed for second term w.e.f. 17.10.2016 for three years.</p> <p>3. Mr. Basab Pradhan : - Total Tenure 5.00 Years. On 09.06.2014 Appointed as ID for a term of Two Years and now re-appointed w.e.f. 09.06.2016 for second term of three Years. Ceased to be ID w.e.f. 08-06-2019 on completion of Second Tenure of ID.</p> <p>4. Mr. Christian Oecking : - Total Tenure 5.00 Years. On 26.06.2014 appointed as ID for two years and re-appointed in second term of three years w.e.f. 26.06.2016. Ceased to be ID w.e.f. 25-06-2019 on completion of Second Tenure of ID.</p> <p>5. Mrs. Meera Shankar : - Total Tenure 3.03 Years. She was appointed as ID w.e.f. 11.04.2016 and was re-appointed for a period of two years w.e.f. 11.04.2018.</p> <p>6. Mr. P.R Chandrasekar : - Total Tenure 1.06 Year (18 Months). In a First Term Appointed as ID w.e.f. 01.01.2018 for one year and in a second term re-appointed as ID w.e.f. 01.01.2019 for a period of three years.</p> <p>7. Mr. R Srikrishna was appointed as CEO w.e.f. 28-07-2014 and as Executive Director w.e.f. 17-10-2014 to hold office up to 27-07-2019.</p>
Textual Information(2)	Foreign Director

Annexure I	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	
Textual Information(1)	

Annexure I Text Block	
Textual Information(1)	Company had Strategy And Risk Committee w.e.f. 25th October, 2016. Since Risk Management Committee became applicable w.e.f. 1st April, 2019 the same committee will function as Risk Management Committee.

Whether the Audit Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00016322	DILEEP CHOKSI	Non-Executive - Independent Director	Chairperson	11-10-2013	
2	06374957	MEERA SHANKAR	Non-Executive - Independent Director	Member	25-10-2016	
3	00996110	JIMMY MAHTANI	Non-Executive - Non Independent Director	Member	09-11-2013	
4	03090264	CHRISTIAN OECKING	Non-Executive - Independent Director	Member	26-06-2014	25-06-2019
5	02251080	CHANDRASEKAR PERUVEMBA RAMACHANDRAN	Non-Executive - Independent Director	Member	25-10-2016	

Whether the Nomination and remuneration committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00892181	BASAB PRADHAN	Non-Executive - Independent Director	Chairperson	25-06-2016	08-06-2019
2	03090264	CHRISTIAN OECKING	Non-Executive - Independent Director	Member	26-06-2014	25-06-2019
3	03642933	KOSMAS KALLIAREKOS	Non-Executive - Non Independent Director	Member	29-04-2014	
4	00996110	JIMMY MAHTANI	Non-Executive - Non Independent Director	Member	29-04-2014	
5	00136969	BHARAT SHAH	Non-Executive - Independent Director	Member	25-10-2016	

Whether the Stakeholders Relationship Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00307229	ATUL KANTILAL NISHAR	Non-Executive - Non Independent Director	Chairperson	09-11-2013	
2	00892181	BASAB PRADHAN	Non-Executive - Independent Director	Member	25-10-2016	08-06-2019
3	02251080	CHANDRASEKAR PERUVEMBA RAMACHANDRAN	Non-Executive - Independent Director	Member	25-10-2016	
4	00016322	DILEEP CHOKSI	Non-Executive - Independent Director	Member	25-10-2016	

Whether the Risk Management Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00307229	ATUL KANTILAL NISHAR	Non-Executive - Non Independent Director	Chairperson	25-10-2016	
2	00996110	JIMMY MAHTANI	Non-Executive - Non Independent Director	Member	25-10-2016	
3	03642933	KOSMAS KALLIAREKOS	Non-Executive - Non Independent Director	Member	25-10-2016	
4	02251080	CHANDRASEKAR PERUVEMBA RAMACHANDRAN	Non-Executive - Independent Director	Member	25-10-2016	
5	00892181	BASAB PRADHAN	Non-Executive - Independent Director	Member	25-10-2016	08-06-2019
6	00136969	BHARAT SHAH	Non-Executive - Independent Director	Member	25-10-2016	

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00136969	BHARAT SHAH	Non-Executive - Independent Director	Chairperson	29-04-2014	
2	00307229	ATUL KANTILAL NISHAR	Non-Executive - Non Independent Director	Member	29-04-2014	
3	06374957	MEERA SHANKAR	Non-Executive - Independent Director	Member	25-10-2016	
4	03090264	CHRISTIAN OECKING	Non-Executive - Independent Director	Member	25-10-2016	25-06-2019

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						

Annexure I							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	12-03-2019				Yes		
2		24-04-2019	42		Yes	10	6
3		20-05-2019	25		Yes	6	2
4		12-06-2019	22		Yes	4	2
5		13-06-2019	0		Yes	4	3

Annexure I								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	30-01-2019				Yes		
2	Audit Committee	23-04-2019	82			Yes	4	4
3	Nomination and remuneration committee	30-01-2019				Yes		
4	Nomination and remuneration committee	24-04-2019	83			Yes	5	3
5	Stakeholders Relationship Committee	30-01-2019				Yes		
6	Stakeholders Relationship Committee	24-04-2019	83			Yes	3	3

Annexure I								
IV. Meeting of Committees								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
7	Risk Management Committee	30-01-2019				Yes		
8	Risk Management Committee	24-04-2019	83			Yes	6	3
9	Corporate Responsibility Committee	30-01-2019				Yes		
10	Corporate Social Responsibility Committee	24-04-2019	83			Yes	4	3

Annexure I			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			Textual Information(1)
Disclosure of notes of material transaction with related party			Textual Information(2)

Text Block	
Textual Information(1)	Related Party Transactions are entered with wholly Owned Subsidiaries which are exempt except one for which the approval of the Audit Committee and Board is obtained.
Textual Information(2)	Material Related Party Transactions entered with wholly Owned Subsidiaries, which are exempt.

Annexure I			
VI. Affirmations			
Sr	Subject	Compliance status (Yes/No)	Remarks
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes	
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes	
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes	
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes	
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	Yes	
6	The committee members have been made aware of their roles, powers and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes	
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes	
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes	

Annexure I		
Sr	Subject	Compliance status
1	Name of signatory	Gunjan Methi
2	Designation	Company Secretary and Compliance Officer

Text Block	

Annexure III				
Annexure III to be submitted by listed entity at the end of financial year along with second quarter report of next financial year				
I. Affirmations				
Sr	Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, and responsibility report displayed on website	46(2)		
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)		
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)		
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V		

Annexure III				
1	Name of signatory			
2	Designation			

Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, and responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	Due to Pre-occupation could not attend the AGM
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
			- Add Notes	

Annexure III		
1	Name of signatory	Gunjan Methi
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Gunjan Methi
Design	