

General information about company

Scrip code	532129
NSE Symbol	HEXAWARE
MSEI Symbol	NOTLISTED
ISIN	INE093A01033
Name of the entity	HEXAWARE TECHNOLOGIES LIMITED
Date of start of financial year	01-01-2020
Date of end of financial year	31-12-2020
Reporting Quarter	Half Yearly
Date of Report	30-06-2020
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	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	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 held 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	NA		20-11-1992				1	0	1	1		
2	Mr	R. SRIKRISHNA	AJAPR5685D	03160121	Executive Director	Not Applicable	CEO	12-08-1970	NA		28-07-2014				1	0	0	0		
3	Mr	JIMMY MAHTANI	AJZPM2234Q	00996110	Non-Executive - Non Independent Director	Not Applicable		27-10-1976	NA		11-10-2013				1	0	2	0		
4	Mr	KOSMAS KALLIAREKOS	ZZZZZ9999Z	03642933	Non-Executive - Non Independent Director	Not Applicable		01-01-1965	NA		11-10-2013				1	0	0	0	Textual Information(2)	

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson

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	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	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 held 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	CHANDRASEKAR PERUVEMBA RAMACHANDRAN	AAWPC4142P	02251080	Non-Executive - Independent Director	Not Applicable		28-09-1955	NA		01-01-2018	01-01-2019		18	1	1	2	0		
6	Mrs	MEERA SHANKAR	BCIPS4161H	06374957	Non-Executive - Independent Director	Not Applicable		09-10-1950	NA		11-04-2016		10-04-2020	24	0	0	0	0		
7	Mr	MILIND SHRIPAD SARWATE	AAOPS7258N	00109854	Non-Executive - Independent Director	Not Applicable		23-09-1959	NA		25-04-2020			2	4	4	8	5		
8	Mrs	MADHU KHATRI	AAKPK5484G	00480442	Non-Executive - Independent Director	Not Applicable		13-07-1963	NA		25-04-2020			2	2	2	1	0		

Text Block	
Textual Information(1)	<p>1. Mrs. Meera Shankar : - Total Tenure 4.00 Years. She was appointed as ID w.e.f. 11.04.2016 and was reappointed for a period of two years w.e.f. 11.04.2018. She Ceased to be Directr w.e.f. 10.04.2020.</p> <p>2. Mr. P R Chandrasekar : - Total Tenure 2.06 Year (30 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>3. Mr. Milind Shripad Sarwate : Total Tenure 0.02 Years (Two Months) Appointed as ID w.e.f. 25.04.2020 for a period of Three Years.</p> <p>4. Ms. Madhu Khatri : Total Tenure 0.02 Years (Two Months) Appointed as ID. w.e.f. 25.04.2020 for a period of Three Years</p>
Textual Information(2)	FOREIGN DIRECTOR

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02251080	CHANDRASEKAR PERUVEMBA RAMACHANDRAN	Non-Executive - Independent Director	Member	25-10-2016		
2	06374957	MEERA SHANKAR	Non-Executive - Independent Director	Member	25-10-2016	10-04- 2020	Textual Information(1)
3	00996110	JIMMY MAHTANI	Non-Executive - Non Independent Director	Member	09-11-2013		
4	00109854	MILIND SHRIPAD SARWATE	Non-Executive - Independent Director	Chairperson	25-04-2020		
5	00480442	MADHU KHATRI	Non-Executive - Independent Director	Member	25-04-2020		

Sr Text Block

Textual Information(1)

Ceased to be ID w.e.f. 20-April-2020

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06374957	MEERA SHANKAR	Non-Executive - Independent Director	Member	13-07-2019	10-04-2020	
2	02251080	CHANDRASEKAR PERUVEMBA RAMACHANDRAN	Non-Executive - Independent Director	Chairperson	13-07-2019		
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	00480442	MADHU KHATRI	Non-Executive - Independent Director	Member	25-04-2020		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00307229	ATUL KANTILAL NISHAR	Non-Executive - Non Independent Director	Chairperson	09-11-2013		
2	02251080	CHANDRASEKAR PERUVEMBA RAMACHANDRAN	Non-Executive - Independent Director	Member	25-10-2016		
3	00996110	JIMMY MAHTANI	Non-Executive - Non Independent Director	Member	19-12-2019		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
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		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06374957	MEERA SHANKAR	Non-Executive - Independent Director	Member	25-10-2016	10-04-2020	
2	00307229	ATUL KANTILAL NISHAR	Non-Executive - Non Independent Director	Member	29-04-2014		
3	00996110	JIMMY MAHTANI	Non-Executive - Non Independent Director	Member	19-12-2019		
4	00480442	MADHU KHATRI	Non-Executive - Independent Director	Chairperson	25-04-2020		
5	00109854	MILIND SHRIPAD SARWATE	Non-Executive - Independent Director	Member	25-04-2020		

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

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
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)				
1	20-03-2020				Yes		
2		29-04-2020	39		Yes	7	3
3		12-06-2020	43		Yes	7	3
4		20-06-2020	7		Yes	7	3
5		23-06-2020	2		Yes	5	3

Annexure 1

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	11-02-2020				Yes		
2	Audit Committee	29-04-2020	77			Yes	4	3
3	Audit Committee	23-06-2020	54			Yes	4	3
4	Corporate Social Responsibility Committee	11-02-2020				Yes		
5	Corporate Social Responsibility Committee	18-05-2020	96			Yes	4	2
6	Nomination and remuneration committee	11-02-2020				Yes		

Annexure 1**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	11-02-2020				Yes		
8	Stakeholders Relationship Committee	11-02-2020				Yes		

Annexure 1

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

Annexure 1**VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
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 500 listed entities)	Yes
6	The committee members have been made aware of their powers, role 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 1

Sr	Subject	Compliance status
1	Name of signatory	GUNJAN METHI
2	Designation	Company Secretary and Compliance Officer

Text Block

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, business 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)	Yes	
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	
Any other information to be provided				

Annexure III

Annexure III		
1	Name of signatory	GUNJAN METHI
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	GUNJAN METHI
Designation of person	Company Secretary and Compliance Officer
Place	NAVI MUMBAI
Date	14-07-2020

