



Date: June 12, 2020

To,  
**Bombay Stock Exchange Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Fort,  
Mumbai – 400023  
**Scrip Code: 532129**

To,  
**National Stock Exchange of India Limited**  
Exchange Plaza,  
Plot no. C/1, G Block,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400051  
**Scrip Code: HEXAWARE**

Dear Madam/ Sir,

**Subject: Outcome of the meeting of the Board of Directors of Hexaware Technologies Limited (“Company”) in accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

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1. This is with reference to the captioned subject and in continuation of our intimation dated June 5, 2020 (“**Intimation**”), with respect to the receipt of a letter from HT Global IT Solutions Holdings Limited (“**Promoter**”), wherein the Promoter has expressed its intention to make a voluntary delisting offer to, either individually, or together with one or more members of the promoter group including its subsidiaries (“**Promoter Group**”) acquire all fully paid-up equity shares of the Company (“**Equity Shares**”) that are held by the Company’s public shareholders as defined under the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 as amended from time to time (“**Delisting Regulations**”) (“**Public Shareholders**”); and consequently voluntarily delist the Equity Shares from the recognized stock exchanges where the Equity Shares are presently listed i.e. BSE Limited (“**BSE**”) and the National Stock Exchange of India Ltd. (“**NSE**”), in accordance with the Delisting Regulations (the “**Delisting Proposal**”).
2. As stated in the Intimation, the meeting of the Board of Directors of the Company (“**Board**”) was convened today, i.e. June 12, 2020, to *inter alia* consider the Delisting Proposal. The Board *inter alia* noted that as per the Delisting Regulations:
  - (i) The Delisting Proposal is required to be approved by the Board and the shareholders of the Company, in accordance with Regulations 8(1)(a) and 8(1)(b) of the Delisting Regulations respectively; and



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HEXAWARE TECHNOLOGIES LTD.

Regd. office: Bldg No. 152, Millennium Business Park, Sector - III, 'A' Block, TTC Industrial Area, Mahape,  
Navi Mumbai 400710. (INDIA). Tel.: +91 22 6791 9595, Fax: +91 22 6791 9500  
(CIN) : L72900MH1992PLC069662 URL : [www.hexaware.com](http://www.hexaware.com)



- (ii) The Delisting Proposal is required to be approved by the Board only after receipt of a due diligence report from a merchant banker appointed by the Board in this regard.
3. In view of the above, the Board transacted the following:
- (i) Considered and took on record the Delisting Proposal;
  - (ii) approved the appointment of ICICI Securities Limited, having SEBI Registration INM000011179 (“**Merchant Banker**”), in accordance with Regulation 8(1A)(ii) of the Delisting Regulations, for the purposes of carrying out the due diligence in accordance with Regulation 8(1A)(iii), Regulation 8(1A)(iv), Regulation 8(1D) and other relevant provisions of the Delisting Regulations (“**Due Diligence**”); and
  - (iii) authorized identified personnel to take all necessary steps to procure from the Stock Exchanges details of trading in shares of the Company for a period of 2 years prior to the date of this board meeting by the top 25 shareholders, along with details of off-market transactions by such shareholders for a period of 2 years and any other necessary information, as the Merchant Banker deems fit in connection with the Due Diligence and provide the same to the Merchant Banker.

After the receipt of the due diligence report by the Merchant Banker, the Board will meet again to discuss and take a decision on the Delisting Proposal.

The meeting of the Board commenced at 8 a.m. and concluded at 10.50 a.m.

We request you to kindly take the above on record.

Yours faithfully,

For **Hexaware Technologies Limited**

**Gunjan Methi**  
Company Secretary



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