

HEXT/SE/2025/133

Date: November 21, 2025

To,  
The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400 051  
Symbol: HEXT

The General Manager  
Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001  
Scrip Code:544362

Dear Sir/ Madam,

**Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

The Board of Directors of the Company have approved following matters vide Circular Resolution passed on November 21, 2025:

**1. Allotment of Shares**

Allotment of 20,00,000 equity shares having face value of INR 1/- each at issue price of INR 382.5 per share to Hexaware Employees Stock Option Trust 2024 ("Trust"). These shares will be transferred by the Trust to employees on exercise of options under Hexaware Employees Stock Option Plan 2024.

**2. Modification to the Trust Deed consequent to the change in composition of the Trustees of Hexaware Employees Stock option Trust 2024**

Pursuant to Regulation 3 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the trust deed of Hexaware Employees Stock Option Trust 2024 has been modified to the extent of change in the composition of the trustees.

Accordingly, we are enclosing herewith the copy of Deed of Variation.

The aforesaid information will also be available on Company's website at [www.hexaware.com](http://www.hexaware.com).

Yours faithfully,

**For Hexaware Technologies Limited**

**Gunjan Methi**

**Company Secretary and Compliance Officer**

**HEXAWARE TECHNOLOGIES LIMITED**

Regd. Office: 8th Floor, 13th Level, Q1, Loma Co-Developers1 Private Limited, Plot No.Gen-4/1, TTC Industrial Area, Ghansoli, Navi Mumbai-400710, Maharashtra, India | Tel: +91 022 3326 8585 | Email: [investor@hexaware.com](mailto:investor@hexaware.com)  
CIN: L72900MH1992PLC069662 | URL: [www.hexaware.com](http://www.hexaware.com)



महाराष्ट्र MAHARASHTRA

2025

EE 074652



19 NOV 2025

### Deed of Variation

THIS AMENDMENT TO HEXAWARE EMPLOYEES STOCK OPTION TRUST 2024 made at Mumbai, India this 21st day of November, 2025, (herein after referred to as the "Deed of Variation").





By and between

- 1) **Hexaware Technologies Limited**, a company incorporated under the laws of India with corporate identification number L72900MH1992PLC069662 and whose registered office is at 8th floor, 13th Level, Q1, Loma Co- Developers1 Private Limited, Plot no. Gen-4/1, TTC Industrial Area, Ghansoli, Navi Mumbai, Thane, Maharashtra, India, 400710, (hereinafter referred to as the "Settlor", which expression shall, unless the context otherwise requires, mean and include its successors and permitted assigns) of the ONE PART;

And

- 2) Ms. Uma Thomas, Chief Risk Officer bearing permanent account number AAGPT1874P, residing at 10 Cascade Co-operative Housing Society, Kaspate Vasti, Near Whistling Palms & Mankar Chowk, Wakad, Pune - 411027,
- 3) Mr. Riten Gosar, VP - Finance bearing permanent account number AHPPG0111Q, residing at; C-704, Sai Aashish CHS, Village Road, Bhandup West, Mumbai 400078,
- 4) Mr. Jacob P, Sr. VP – HR bearing permanent account number ABOPJ6805H, residing at; 104, Individual Co-operative House Society, Plot no.32, Sector 40, Nerul, Navi Mumbai 400706,

(hereinafter referred to as the "Trustees" of Hexaware Employees Stock Option Trust 2024) of the OTHER PART

**WHEREAS:**

- (A) By a deed of Trust dated February 24, 2025 (herein after referred as the "Original Deed") Hexaware Technologies Limited, established Hexaware Employees Stock Option Trust 2024 in order to incentivize, reward, retain and attract critical employees and key talents of the Settlor and its Subsidiary Company(ies) by way of alignment of their interest with that of Settlor and entitling the Option Grantee to obtain Shares of the Settlor upon exercise of vested Options with a view to share the value they create for the organisation as well as to give them an opportunity to reap value out of organisational growth in future through Hexaware Employees Stock Option Plan 2024.
- (B) The Board of Trustees now proposes the appointment of Mr. Jacob P, U residing at 104, Individual Co-operative House Society, Plot no.32, Sector 40, Nerul, Navi Mumbai 400706 as a member of the Board of Trustees effective from 21<sup>st</sup> November, 2025 and record resignation of Ms. Nita Nambiar as a Trustee effective from November 15, 2025 by way of this deed of variation.
- (C) Pursuant to the terms of clause 28 of the Original Deed and resolution dated 21<sup>st</sup> November, 2025 of the Board of Directors of Hexaware Technologies Limited, the Board of Directors has accorded its approval for the amendment to the Original Deed. Accordingly Board of Trustees are now desirous of entering into this deed of variation to effect the amendments in the Original Deed.



**NOW ACCORDINGLY, THIS DEED OF VARIATION HEREBY WITNESSES AS FOLLOWS:**

**1. DEFINITIONS**

All Capitalized terms used but not defined herein shall have the same meaning as provided respectively in the Original Deed, unless specified otherwise. Other capitalized terms used in this deed of Variation shall have such meaning given under this deed of variation.

**2. AMENDMENTS**

2.1 The names of the Trustees stated in the Original Deed shall stand modified as follows:

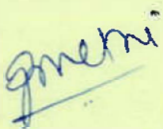
1. Ms. Uma Thomas
2. Mr. Riten Gosar
3. Mr. Jacob P U

This deed of variation is supplemental to the Original Deed and shall form an integral part of the Original Deed, which shall continue to have effect, and be of binding nature in accordance with its terms, as supplemented and / or modified hereby.

IN WITNESS WHEREOF the Settlor has caused this deed of variation to be executed the day and year first hereinabove written.

Signed and Delivered:

By Hexaware Technologies Limited, being the Settlor

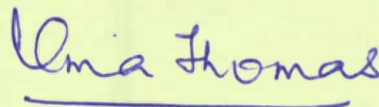


Gunjan Methi  
Company Secretary




By Trustees:

1. Ms. Uma Thomas



2. Riten Gosar

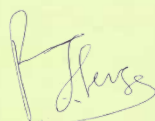


3. Jacob P U



In the presences of:

1. Prafull Terse



2. Bhairavi Kulkarni

