

**HEXT/SE/2026/22**

**Date: February 23, 2026**

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

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

Dear Sir,

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

In compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR) read with Schedule III of the SEBI LODR, we hereby inform you about the following changes in the composition of the Board of Directors of the Company, committees of the Board and addition in role of a Senior Management Personnel:

**a) Appointment of Mr. Alok Chandra Misra (DIN: 01542028), as Additional Director in the capacity of Non-Executive Independent Director**

The Board of Directors based on the recommendation of the Nomination and Remuneration Committee, have today approved the appointment of Mr. Alok Chandra Misra (DIN: 01542028) as an Additional Director in the capacity of Non-Executive Independent Director of the Company for a term of 3 years commencing from February 23, 2026 to February 22, 2029, subject to approval of the shareholders of the Company.

Mr. Alok Chandra Misra is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other such authority.

With reference to above, please find appended herewith **Annexure A** for information pursuant to SEBI Circular No.SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

**b) Resignation of Mr. Vivek Sharma (DIN: 10741746) as an Independent Director of the Company.**

Mr. Vivek Sharma has tendered his resignation as an Independent Director of the Company, with effect from close of business hours on February 23, 2026, due to other professional commitments. Consequently, Mr. Vivek Sharma shall also cease to be a member of the Stakeholders Relationship Committee and Corporate Social Responsibility Committee of the Company.

**HEXAWARE TECHNOLOGIES LIMITED**

8th floor, 13th Level, Q1, Loma Co- Developers1 Private Limited, Plot no. Gen-4/1, TTC Industrial Area, Ghansoli, Navi Mumbai, Maharashtra, India, 400710 | Email: [investori@hexaware.com](mailto:investori@hexaware.com) | CIN: L72900MH1992PLC069662 | URL: [www.hexaware.com](http://www.hexaware.com)

With reference to above, please find appended herewith **Annexure B** for information pursuant to SEBI Circular No.SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

The letter of resignation received from Mr. Vivek Sharma is enclosed herewith as **Annexure B1**. Further, in his letter, he has confirmed that there is no other material reason for his resignation other than those mentioned in his resignation letter.

## **c) Reconstitution of Committees of the Board**

The Board has approved appointment of Mr. Alok Chandra Misra as a member of the following committees:

- i. Audit Committee
- ii. Nomination & Remuneration Committee
- iii. Risk Management Committee
- iv. Environmental, Social & Governance Committee
- v. Cybersecurity Committee (a sub committee of the Audit Committee)

The details of revised composition of the committees are given in **Annexure C**

## **d) Appointment of Mr. Shantanu Baruah, President & Global Head – Healthcare & Insurance (H&I) Vertical for an additional role of North America – Hunting Head w.e.f. February 23, 2026.**

The Board of Directors based on the recommendation of the Nomination and Remuneration Committee, have today approved the appointment of Mr. Shantanu Baruah, President & Global Head – H & I Vertical for an additional role of North America – Hunting Head.

With reference to above, please find appended herewith **Annexure D** for information pursuant to SEBI Circular No.SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

Kindly take the above information on record.

This information will also be hosted on the Company's website at [www.hexaware.com](http://www.hexaware.com).

Thanking you,

For **HEXAWARE TECHNOLOGIES LIMITED**

**Gunjan Methi**  
**Company Secretary & Compliance Officer**

## **HEXAWARE TECHNOLOGIES LIMITED**

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## Annexure A

### Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr.no.	Particulars	Details
1.	Reason for Change viz. appointment, reappointment, resignation, removal, death or otherwise	Appointment of Mr. Alok Chandra Misra (DIN: 01542028) as an Additional Director in the capacity of Non-Executive Independent Director of the Company.
2.	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment	3 (Three) years commencing from February 23, 2026.
3.	Brief profile (in case of appointment);	Alok Misra recently co-founded Guvrn ( <a href="http://www.guvrn.com">www.guvrn.com</a> ) along with three others as India's first curated board network to connect independent directors with progressive companies looking to improve their governance. Until June 2024 Alok Misra served as Operating Partner and Chief Operating Officer of India at General Atlantic (GA), where he provided financial expertise to the firm and its portfolio companies with a focus on GA's investments in India and ASEAN. General Atlantic is leading global growth equity investment firm providing capital and strategic support for growth companies. Prior to joining General Atlantic, Mr. Misra had extensive experience as a public company CFO. He was most recently Group Chief Financial Officer with WNS Group, a leading global outsourcing company, where he helped lead the company through significant expansion and transformation. Prior to that, he was the Group Chief Financial Officer of Mphasis BFL Group and served a number of accounting and finance roles at other firms, including ITC Limited and PwC. Alok also serves as a non-executive / independent director on the boards of various private and public companies. Alok is a Fellow member of the Institute of Chartered Accountants of India and holds an honours degree in commerce from Calcutta University.
4.	Disclosure of relationships between directors (in case of appointment of a director).	There is no relationship inter-se between Mr. Alok Chandra Misra and any other director.

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## Annexure B

### Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr.no.	Particulars	Details
1.	Reason for Change viz. <del>appointment, reappointment, resignation, removal, death or otherwise</del>	Resignation of Mr. Vivek Sharma (DIN: 10741746) as an Independent Director of the Company due to his other professional commitments
2.	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment	With effect from close of business hours on February 23, 2026
3.	Brief profile (in case of appointment);	Not Applicable
4.	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable
Additional Information in case of resignation of an Independent Director (Schedule III - Para A(7B) of Part A of SEBI LODR)		
1.	Letter of Resignation along with detailed reason for resignation.	Resignation letter received from Mr. Vivek Sharma is enclosed as <b>Annexure B1</b> .
2.	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	NIL
3.	The independent director shall, along with the detailed reasons, also provide confirmation that there is no other material reasons other than those provided.	The required confirmation has been provided in the enclosed resignation letter.

#### HEXAWARE TECHNOLOGIES LIMITED

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**Annexure B1**

Date: February 23, 2026

To,

The Board of Directors

Hexaware Technologies Limited

8th floor, 13th Level, Q1, Loma Co-Developers1 Private Limited,

Plot no. Gen-4/1, TTC Industrial Area, Ghansoli, Navi Mumbai 400710

Dear Sir/Madam,

Subject: Resignation from the Board of Directors of Hexaware Technologies Limited

I, Vivek Sharma (DIN: 10741746) hereby tender my resignation as an Independent Director of the company, from close of business hours on February 23, 2026 due to other professional commitments. Consequently, I will also be stepping down as the member of the Stakeholders Relationship Committee and Corporate Social Responsibility Committee of the Company.

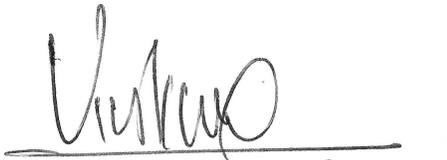
I would like to express my gratitude to Board of Directors and the entire management team for the support extended to me during my tenure as an Independent Director.

Further, I confirm that there are no other material reasons for my resignation other than those mentioned above. I do not hold directorship and membership of Board Committee(s) of any other publicly listed entity in India.

Please request the Company to file the necessary forms (DIR-12) with the Registrar of Companies and notify the Stock Exchanges in compliance with the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I wish the Company continued success in the future.

Thanks



23 Feb, 2026

Vivek Sharma

DIN: 10741746

California, USA

**Annexure C**

<b>Sr.no.</b>	<b>Name of the committee</b>	<b>Name of the members</b>
1.	Audit Committee	<ul style="list-style-type: none"><li>• Milind Sarwate (Independent Director) - Chairman</li><li>• Sukanya Kripalu (Independent Director)</li><li>• Alok Misra (Independent Director)</li><li>• Kapil Modi</li></ul>
2.	Nomination and Remuneration Committee	<ul style="list-style-type: none"><li>• Milind Sarwate (Independent Director) - Chairman</li><li>• Sukanya Kripalu (Independent Director)</li><li>• Jospeh McLaren Quinlan (Independent Director)</li><li>• Alok Misra (Independent Director)</li><li>• Kapil Modi</li></ul>
3.	Risk Management Committee	<ul style="list-style-type: none"><li>• Jospeh McLaren Quinlan (Independent Director) - Chairman</li><li>• Milind Sarwate (Independent Director)</li><li>• Alok Misra (Independent Director)</li><li>• Kapil Modi</li><li>• Shawn Devilla</li></ul>
4.	Environmental, Social and Governance Committee	<ul style="list-style-type: none"><li>• Milind Sarwate (Independent Director) - Chairman</li><li>• Sukanya Kripalu (Independent Director)</li><li>• Alok Misra (Independent Director)</li><li>• Neeraj Bharadwaj</li></ul>
5.	Cybersecurity Committee (Sub committee of Audit Committee)	<ul style="list-style-type: none"><li>• Lucia Soares- Chairperson</li><li>• Milind Sarwate (Independent Director)</li><li>• Jospeh McLaren Quinlan (Independent Director)</li><li>• Alok Misra (Independent Director)</li></ul>

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**Annexure D****Appointment of Mr. Shantanu Baruah, President & Global Head – Healthcare & Insurance (H&I) Vertical for an additional role of North America – Hunting Head.**

Sr.no.	Particular	Details of Change
(a)	Reason for change viz. appointment, reappointment, resignation, removal, death or otherwise	Shantanu Baruah, President & Global Head – Healthcare & Insurance (H&I) Vertical for an additional role of North America – Hunting Head
(b)	Date of appointment/reappointment/ Cessation (as applicable) & term of appointment/re-appointment	February 23, 2026
(c)	Brief profile (in case of appointment)	<p>With over 25 years of experience in the healthcare and life sciences industry, with a strong track record in building high-performing global teams and leading complex client transformations. Prior to joining our Company, he served as Executive Vice President at HCL Tech, where he led the Healthcare business in North America.</p> <p>In addition to his executive roles, Shantanu is a published author of several papers and books on healthcare, technology, knowledge management, digital experience, and the impact of big data on payers and providers.</p> <p>He holds a bachelor’s degree in zoology and a master’s degree in computer applications.</p>
(d)	disclosure of relationships between directors (in case of appointment of a director).	Not Applicable

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