

**General information about company**

Scrip code	532129
Name of the entity	Hexaware Technologies Limited
Date of start of financial year	01-01-2016
Date of end of financial year	31-12-2016
Reporting Quarter	Quarterly
Date of Report	30-09-2016
Risk management committee	Not Applicable

## 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

Is there any change in information of board of directors compare to previous quarter

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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
1	Mr	ATUL KANTILAL NISHAR	AACPN2193F	00307229	Non-Executive - Non Independent Director	Chairperson		20-11-1998			1	1	1	
2	Mr	RAMAKARTHIKEYAN SRIKRISHNA	AJAPR5685D	03160121	Executive Director	Not Applicable		28-07-2014			1	0	0	
3	Mr	JIMMY LACHMANDAS MAHTANI	AJZPM2234Q	00996110	Non-Executive - Non Independent Director	Not Applicable		11-10-2013			1	2	0	
4	Mr	KOSMAS KALLIAREKOS	ZZZZZ9999Z	03642933	Non-Executive - Non Independent Director	Not Applicable		11-10-2013			1	0	0	Textual Information(1)

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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
5	Mr	BHARAT DHIRAJLAL SHAH	AADPS4345K	00136969	Non-Executive - Independent Director	Not Applicable		17-10-2014		98	5	8	1	
6	Mr	DILEEP CHINUBHAI CHOKSI	AAAPC8266E	00016322	Non-Executive - Independent Director	Not Applicable		17-10-2014		36	6	7	4	
7	Mr	BASAB PRADHAN	AAUPB0143P	00892181	Non-Executive - Independent Director	Not Applicable		09-06-2016		28	1	1	0	
8	Mr	CHRISTIAN THEODOR OECKING	ABYPO1921H	03090264	Non-Executive - Independent Director	Not Applicable		26-06-2016		27	1	1	0	

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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
9	Mrs	MEERA SHANKAR	BCIPS4161H	06374957	Non-Executive - Independent Director	Not Applicable		11-04-2016		6	4	1	0	
10	Mr	CHANDRASEKAR PERUVEMBA RAMACHANDRAN	AAWPC4142P	02251080	Non-Executive - Non Independent Director	Not Applicable		01-01-2016			1	0	0	

**Text Block**

Textual Information(1)

MR.KOSMAS KALLIAREKOS BEING FOREIGN DIRECTOR DOES NOT HOLD PAN

**Annexure 1**

**Annexure 1**

**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)
1	04-05-2016		
2		28-07-2016	84

**Annexure 1****IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	28-07-2016	Yes	All the Committee members were present in the meeting	04-05-2016	84	
2	Nomination and remuneration committee	28-07-2016	Yes	All the Committee members were present in the meeting	04-05-2016	84	
3	Nomination and remuneration committee	30-08-2016	Yes	Quoram was present			

**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	NA	
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)



**Text Block**

Textual Information(1)

Related Party Transactions entered with Wholly Owned Subsidiaries only which is 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 100 listed entities)	NA
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

**Text Block**

**Signatory Details**

Name of signatory	Gunjan Methi
Designation of person	Company Secretary
Place	Navi Mumbai
Date	14-10-2016

**ANNEXURE I**

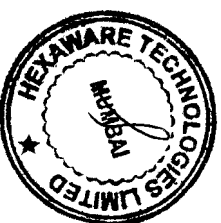
**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - Hexaware Technologies Limited
2. Quarter ending - 30-Sep-2016

I. Composition of Board of Directors										
Title (Mr./ Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	ATUL KANTILAL NISHAR	00307229	AACP2193F	C & NED				1	1	1
Mr.	CHANDRASEKAR PERUVEMBA RAMACHANDRAN	02251080	AAWPC4142P	NED				1	0	0
Mr.	R SRIKRISHNA	03160121	AJAPR5685D	ED				1	0	0
Mr.	JIMMY MAHTANI	00996110	AZPM2234Q	NED				1	2	0
Mr.	KOSMAS KALLIAREKOS	03642933	ZZZZZ9999Z	NED				1	0	0
Mr.	BHARAT SHAH	00136969	AADPS4345K	ID	17-Oct-2014		8.02	5	8	1
Mr.	DILEEP CHOKSI	00016322	AAAPC8266E	ID	17-Oct-2014		2.11	6	7	4
Mr.	BASAB PRADHAN	00892181	AAUPB0143P	ID	09-Jun-2016		2.04	1	1	0
Mr.	CHRISTIAN OECKING	03090264	ABYPO1921H	ID	26-Jun-2016		2.03	1	1	0
Mrs.	Meera Shankar	06374957	BCIPS4161H	ID	11-Apr-2016		0.06	4	1	0

**II. Composition of Committees**

Audit Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	JIMMY MAHTANI	NED	Member
2	BHARAT SHAH	ID	Member
3	DILEEP CHOKSI	ID	Chairperson
4	BASAB PRADHAN	ID	Member
5	CHRISTIAN OECKING	ID	Member



**Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	ATUL KANTILAL NISHAR	C & NED	Chairperson
2	JIMMY MAHTANI	NED	Member

**Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership
	Not Applicable		

**Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	ATUL KANTILAL NISHAR	C & NED	Member
2	JIMMY MAHTANI	NED	Member
3	KOSMAS KALLIAREKOS	NED	Member
4	BHARAT SHAH	ID	Chairperson
5	BASAB PRADHAN	ID	Member
6	CHRISTIAN OECKING	ID	Member

**III. Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
04-May-2016	28-Jul-2016	84

**IV. Meeting of Committees**

Name of the committee	Date(s) of meeting of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Maximum gap between any two consecutive (in number of days)
Audit Committee	04-May-2016	28-Jul-2016	YES	84
Nomination and Remuneration Committee	04-May-2016	28-Jul-2016	YES	
Nomination and Remuneration Committee		30-Aug-2016	YES	



V. Related Party Transactions		Compliance status (Yes/No/NA)
Subject		
Whether prior approval of audit committee obtained		Not Applicable
Whether shareholder approval obtained for material RPT		Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Not Applicable

Company Remark :

**Related Party Transactions entered with Wholly Owned Subsidiaries only, which is exempt.**

#### VI. Affirmations

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**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. 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**
4. 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**
  - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
  - b. Any comments/observations/advice of Board of Directors may be mentioned here:
 

NIL

**For Hexaware Technologies Limited**

Name : Gunjan Methi  
 Designation : Company Secretary

