

April 13, 2017

**Listing Department**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai-400 001.  
Tel No. 22723121  
Fax No. 022-22723121/22723719

**Listing Department**  
**The National Stock Exchange of India Limited**  
Bandra Kurla Complex  
Bandra East  
Mumbai – 400 051.  
Tel No.: 022 - 26598100  
Fax No. 022 - 26598237/26598238

**Ref.:- BSE Script Code 532129 / NSE Symbol: HEXAWARE**

Dear Sir,

**Sub : - Reconciliation of Share Capital Audit Certificate in terms of Regulation 55A of SEBI (Depositories & Participants) Regulations, 1996.**

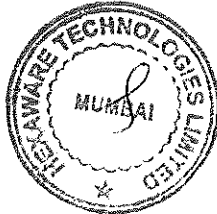
In terms of Regulations 55A of SEBI (Depositories & Participants) Regulations, 1996, we are enclosing herewith the Reconciliation of Share Capital Audit Certificate issued by M/s. R & A Associates, Practicing Company Secretaries, certifying the compliance as required under the said Regulation for the quarter ended March 31, 2017.

Kindly take the same on record.

Thanking you,

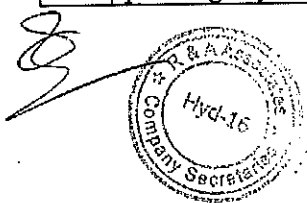
Yours faithfully,  
For **HEXAWARE TECHNOLOGIES LIMITED**

  
**Gunjan Methi**  
**Company Secretary**



Encl.: as above

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT							
1.	For the Quarter Ended	31 <sup>st</sup> March, 2017					
2.	ISIN	INE093A01033					
3.	Face Value	Equity Shares of Rs. 2/- each					
4.	Name of the Company	Hexaware Technologies Limited					
5.	Registered Office Address	152, Millennium Business Park, Sector-III, 'A' Block, TTC Industrial Area, Mahape, Navi, Mumbai-400710.					
6.	Correspondence Address	152, Millennium Business Park, Sector-III, 'A' Block, TTC Industrial Area, Mahape, Navi, Mumbai-400710.					
7.	Telephone & Fax Nos.	Tel: 022 6791 9595. Fax: 022 6791 9578					
8.	Email address	gunjanm@hexaware.com					
9.	Names of the Stock Exchanges where the Company's securities are listed	a) BSE Limited, Mumbai (BSE) b) National Stock Exchange of India Limited, Mumbai (NSE)					
10.	Issued Capital	Number of Shares		% of Issued Capital			
		29,63,33,360		100.00%			
11.	Listed Capital (Exchange-wise) (as per company records)						
	BSE Limited		29,63,33,360		100.00%		
	The National Stock Exchange of India Limited		29,63,33,360		100.00%		
12.	Held in dematerialized form in CDSL	57,06,636		1.93%			
13.	Held in dematerialized form in NSDL	28,66,36,524		96.73%			
14.	Physical	39,90,200		1.34%			
15.	Total No. of shares (12+13+14)	29,63,33,360		100.00%			
16.	Reasons for difference if any, between (10 & 11), (10 & 15), (11 & 15)	Not Applicable					
17.	Certifying the details of changes in share capital during the quarter under consideration as per Table below:						
	Particulars	No. of Shares	Applied / Not Applied for listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In-Prin. approval pending for SE (Specify Names)
	Buy Back	56,94,835	NA	NA	YES	YES	NO
18.	Register of Members is updated (Yes / No) if not, updated upto which date				Yes		
19.	Reference of previous quarter with regards to excess dematerialized shares, if any				Nil		
20.	Has the company resolved the matter mentioned above in point no.19 in the current quarter? If not, reason why?				N.A.		
21.	Mention the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:						





R & A Associates.  
T 202, Technopolis, 1-10-74/B  
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Chikoti Gardens, Begumpet  
Hyderabad - 500016  
+91 040 400 32244 - 47  
Info@RnA-cs.com | www.RnA-cs.com

Hyderabad | Gurgaon | Chennai | Mumbai

	Demat requests	No. of requests	No. of shares	Reasons for delay
	Confirmed after 21 Days	Nil	N.A.	N.A.
	Pending for more than 21 days	Nil	N.A.	N.A.
22	Name, Telephone & Fax No. of the Compliance Officer of the Co.		Mr. Gunjan Methi, Company Secretary 152, Millennium Business Park, Sector-III, 'A' Block, TTC Industrial Area, Mahape, Navi, Mumbai-400710. Tel: 022 6791 8860. Fax: 022 6791 9578	
23	Name, Address, Tel. & Fax No., Regn. No. of the Company Secretary in Practice		G.Raghu Babu C.P.No. 2820 Partner R & A Associates, Company Secretaries, Office No. T 202, Technopolis, 1-10-74/B, Above Ratnadeep Super Market, Chikoti Gardens, Begumpet, Hyderabad - 500 016. Ph. +91-(40) 4003 2244-47 Email: <a href="mailto:raghu@rna-cs.com">raghu@rna-cs.com</a> Web site: <a href="http://www.rna-cs.com">www.rna-cs.com</a>	
24	Appointment of common agency for share registry work. If yes name & address		Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot No.31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032.	
25.	Any other detail the Practicing Company Secretary may like to provide (BIFR Company, applied for Delisting, change in name, etc.)		Company had obtained the approval of the shareholders for the Buyback process on 22 <sup>nd</sup> December, 2016, under the tender offer route according to the provisions given in the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 (as amended) ('Buyback Regulation'). During the quarter ended 31 <sup>st</sup> March, 2017, the Company bought back and extinguished 56,94,835 equity shares according to the provisions of Buyback Regulations.	

Place: Hyderabad  
Date: April 12, 2017

For R & A Associates

(G Raghu Babu)  
Partner  
FCS. No.# 4448, C.P.# 2820

