

**ANNEXURE I**

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

1. Name of Listed Entity - **Hexaware Technologies Limited**  
 2. Quarter ending - **30-Jun-2017**

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	Remark
Mr.	ATUL KANTILAL NISHAR	00307229	AACPN2193F	C & NED				1	1	1	
Mr.	CHANDRASEKAR PERUVEMBA RAMACHANDRAN	02251080	AAWPC4142P	NED				1	2	0	
Mr.	R SRIKRISHNA	03160121	AJAPR5685D	ED				1	0	0	
Mr.	JIMMY MAHTANI	00996110	AJZPM2234Q	NED				1	1	0	
Mr.	KOSMAS KALLIAREKOS	03642933	ZZZZ9999Z	NED				1	0	0	FOREIGN DIRECTOR
Mr.	BHARAT SHAH	00136969	AADPS4345K	ID	17-Oct-2016		0.08	5	7	1	Total Tenure 8.11 Years. Under Companies Act, 1956 First Appointed on 29.07.2008 then Under Companies Act, 2013 Appointed as ID w.e.f. 17.10.2014 for two years and on 17.10.2016 re-appointed for three years.
Mr.	DILEEP CHOKSI	00016322	AAAPC8266E	ID	17-Oct-2016		0.05	6	8	4	Total Tenure 3.08 Years. Under Companies Act, 1956 appointed as ID on 11.10.2013 and under Companies Act, 2013 appointed as ID w.e.f. 17.10.2014 for Two Years and re-appointed for second term w.e.f. 17.10.2016 for three years.
Mr.	BASAB PRADHAN	00892181	AAUPB0143P	ID	09-Jun-2016		0.10	1	1	0	Total Tenure 3.01 Years. On 09.06.2014 Appointed as ID for a term of Two Years and now re-appointed w.e.f. 09.06.2016 for second term of three Years.
Mr.	CHRISTIAN OECKING	03090264	ABYPO1921H	ID	26-Jun-2016		0.09	1	1	0	Total Tenure 3.00 Years. On 26.06.2014 appointed as ID for two years and re-appointed in second term of three years w.e.f. 26.06.2016.
Mrs.	Meera Shankar	06374957	BCIPS4161H	ID	11-Apr-2016		1.00	4	2	0	



## II. Composition of Committees

<b>Audit Committee</b>			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	JIMMY MAHTANI	NED	Member
2	DILEEP CHOKSI	ID	Chairperson
3	CHRISTIAN OECKING	ID	Member
4	Meera Shankar	ID	Member
5	CHANDRASEKAR PERUVEMBA RAMACHANDRAN	NED	Member

<b>Stakeholders Relationship Committee</b>			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	ATUL KANTILAL NISHAR	C & NED	Chairperson
2	CHANDRASEKAR PERUVEMBA RAMACHANDRAN	NED	Member
3	DILEEP CHOKSI	ID	Member
4	BASAB PRADHAN	ID	Member

<b>Risk Management Committee</b>			
Sr. No.	Name of the Director	Category	Chairperson/Membership
		NOT APPLICABLE	

<b>Nomination and Remuneration Committee</b>			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	JIMMY MAHTANI	NED	Member
2	KOSMAS KALLIAREKOS	NED	Member
3	BHARAT SHAH	ID	Member
4	BASAB PRADHAN	ID	Chairperson
5	CHRISTIAN OECKING	ID	Member

<b>III. Meeting of Board of Directors</b>		
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)
07-Feb-2017	24-Apr-2017	46
08-Mar-2017		



IV. Meeting of Committees				
Name of the committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
Audit Committee	24-Apr-2017	Yes	06-Feb-2017	76
Nomination & Remuneration Committee	25-Apr-2017	Yes	06-Feb-2017	

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
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**
5. 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



## ANNEXURE III

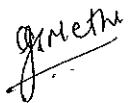
## Affirmations

Broad Heading	Regulation Number	Compliance Status
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

## Note:

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here. : - Chairperson of Nomination and remuneration committee was not present in the Annual General Meeting held on April 24, 2017 due to pre occupation, however he has authroised Chairman of Company Mr. Atul Nishar to answer the queries of shareholders.
- If the Listed Entity would like to provide any other information the same may be indicated here.

For Hexaware Technologies Limited



Name : Gunjan Methi  
Designation : Company Secretary

