Hexaware TECHNOLOGIES
YOUR SUCCESS IS OUR FOCUS

October 16, 2013

National Stock Exchange of India Limited
Exchange Plaza, 5th floor
Plot No. C/1, G Block
Bandra Kurla Complex,
Bandra (East)
Mumbai 400 051

Kind Attn: Mr. Hari

Dear Sir,

Sub: Disclosure by the Company under Regulation 13(6) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and forwarding disclosure received under regulation 18(6), 29(2) and 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We hereby attach the disclosures received from HT Global IT Solutions Holdings Limited under Regulation 13(1) and 13 (2A) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992. Kindly treat it as intimation by the Company under regulation 13(6) of the Insider Trading Regulations. Also attached are the disclosures received from HT Global IT Solutions Holdings Limited under regulation 18 (6), 29 (2) and 31 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, regarding acquisition of shares by HT Global IT Solutions Holdings Limited in the Company.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For Hexaware Technologies Limited

Gunjan Methi
Company Secretary

Encl: as above

HT Global IT Solutions Holdings Limited
3rd Floor, 355 NeXTeracom Tower 1, Cybercity, Ebene, Mauritius

October 15, 2013

Hexaware Technologies Limited
152, Millennium Business Park,
Sector -III, 'A' Block, TTC Industrial Area,
Mahape, Navi
Mumbai – 400 710
India

Attention: Mr. Gunjan

Dear Sirs,

Disclosure in terms of Regulation 18(6) and 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Disclosure in terms of Regulation 13(1) and 13(2A) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

Please find enclosed herewith Disclosure in terms of Regulation 18(6) and 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Disclosure in terms of Regulation 13(1) and 13(2A) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 in respect of acquisition of shares in Hexaware Technologies Limited by HT Global Solutions Holdings Limited.

Yours faithfully

For HT Global Solutions Holdings Limited

Christian Wang Yuen

Encl: a/a

Disclosure by acquirer for shares/ voting rights acquired during the offer period under Regulation 18(6) in terms of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

(i)	**Name of the Target Company (TC)**	Hexaware Technologies Limited
(ii)	**Name of the acquirers / PAC**	**Acquirer:** • HT Global IT Solutions Holdings Limited **PAC:** • Parel Investment Holdings Limited • The Baring Asia Private Equity Fund V, L.P.
(iii)	**Name of the persons/ entities who acquired shares in the TC**	HT Global IT Solutions Holdings Limited
(iv)	**Whether disclosure about the persons/ entities stated at (iii) was given in the detailed public announcement as either Acquirer or Persons acting in concert with Acquirer (Yes/No)** **If no, provide** **(a) Reasons for non-disclosure** **(b) Relationship of the entity with the Acquirer / PAC**	Yes

Details of acquisition – for each person mentioned at (iii)

Number of Shares / Voting Rights Acquired (No.)	Date of Acquisition	Mode of Acquisition	Person from whom Shares / Voting Rights Acquired	Purchase Price per Share (Rs)	Shareholding of person who acquired the shares (% w.r.t. total share Capital/ voting capital of Target Company)	
					Before acquisition	After acquisition
52,154,456	11 October 2013	Off market purchase through private arrangement	Elder Infosystems Private Limited	134.4106^	0.00	41.48@
30,568,000	11 October 2013	Off market purchase through private arrangement	Elder Venture LLP	134.4106^		
2,11,39,580	11 October 2013	Off market purchase through private arrangement	GA Global Holdings Limited	134.3786@@		
2,11,11,400*	11 October 2013	Off market purchase	GA Global Holdings	134.3786@@		

		through private arrangement	Limited			
Total shareholding of acquirer and PACs before the acquisitions (number as well as % of total share capital of TC)					26,388,827 and 8.76%[@$]	
Total shareholding of acquirer and PACs after the acquisitions (number as well as % of total share capital of TC)					15,13,62,263[#] and 50.24%[@]	

[^] Aggregate purchase consideration for shares purchased from Elder Infosystems Private Limited and Elder Venture LLP was Rs 1116,75,31,560 equating to Rs 135 per share. This amount was adjusted to an extent of USD 7,90,010 (converted into Indian Rupees at an exchange rate of Rs 61.72 for 1 USD) as agreed amongst the acquirer and sellers. The net purchase consideration is, therefore, Rs 1111,87,72,143 equating to Rs 134.4106 per share.

* ADRs representing 2,11,11,400 shares (amounting to 7.01% of the fully diluted equity capital) of the Target Company. The ADRs have voting rights.

[#] This includes ADRs representing 2,11,11,400 shares (amounting to 7.01% of the fully diluted equity capital) of the Target Company. The ADRs have voting rights.

[@]Percentages have been provided on a fully diluted basis.

[@@] Aggregate purchase consideration for shares and ADRs purchased from GA Global Holdings Limited was Rs 570,38,82,300 equating to Rs 135 per share and per ADR. This amount was adjusted to an extent of USD 4,25,390 (converted into Indian Rupees at an exchange rate of Rs 61.72 for 1 USD) as agreed between the acquirer and seller. The net purchase consideration is, therefore, Rs 567,76,27,229 equating to Rs 134.3786 per share. The net purchase consideration transferred in USD. Exchange Rate of Rs 61.72 for 1 USD used for the purposes of converting the Indian Rupee amount into USD.

[$] Shares held by Parel Investment Holdings Limited.

I/We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

Signature:

Date: 15 October 2013

Place: Mauritius

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Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	Hexaware Technologies Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	**Acquirer:** • HT Global IT Solutions Holdings Limited **PAC:** • Parel Investment Holdings Limited • The Baring Asia Private Equity Fund V, L.P.		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes[1]		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	The BSE Limited and the National Stock Exchange of India Limited		
5. Details of the acquisition ~~/ disposal /~~ holding of shares / voting rights / holding of the Acquirer and PAC	**Number**	**% w.r.t. total share / voting capital wherever applicable**	**% w.r.t. total diluted share / voting capital of the TC(*)**
Before the acquisition ~~/ disposal~~ under consideration, holding of			
(a) Shares carrying voting rights	(a) 26,388,827	(a) 8.81	(a) 8.76
(b) Voting rights (VR) otherwise than by shares	(b) NIL	(b) NIL	(b) NIL
(c) Warrants / convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	(c) NIL	(c) NIL	(c) NIL
Total (a+b+c)	**26,388,827**	**8.81**	**8.76**
Details of acquisition ~~/ sale~~			
(a) Shares carrying voting rights acquired ~~/ sold~~	(a) 10,38,62,036	(a) 34.67	(a) 34.47
(b) VRs acquired ~~/ sold~~ otherwise than by shares	(b) 2,11,11,400[2]	(b) 7.05	(b) 7.01
(c) Warrants / convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired / sold	(c) NIL	(c) NIL	(c) NIL
Total (a+b+c)	**12,49,73,436**	**41.72**	**41.48**
After the acquisition ~~/ sale~~, holding of			
(a) Shares carrying voting rights	(a) 13,02,50,863	(a) 43.47	(d) 43.23
(b) VRs otherwise than by shares	(b) 2,11,11,400[3]	(b) 7.05	(e) 7.01
(c) Warrants / convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	(c) NIL	(c) NIL	(f) NIL
Total (a+b+c)	**15,13,62,263**	**50.52**	**50.24**
6. Mode of acquisition / sale (e.g. open	Off market purchases via share purchase		

[1] The Acquirer and PAC were previously categorized as part of the public shareholders. Pursuant to this acquisition, the Acquirer and Parel Investment Holdings Limited will be the new promoters of the TC. The Baring Asia Private Equity Fund V, L.P. has been mentioned as part of PAC in this disclosure as it is acting as a PAC in the open made by the Acquirer to the public shareholders of the TC.

[2] ADRs representing 2,11,11,400 shares (amounting to 7.01% of the fully diluted equity capital) of the TC. The ADRs carry voting rights.

[3] ADRs representing 2,11,11,400 shares (amounting to 7.01% of the fully diluted equity capital) of the TC. The ADRs carry voting rights.

market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc)	agreements entered into with the erstwhile promoters of the TC and an existing financial investor
7. Date of acquisition ~~/ sale~~ of shares / VR ~~or date of receipt of intimation of allotment of shares, whichever is applicable~~	11 October 2013
8. Equity share capital / total voting capital of the TC before the said acquisition ~~/ sale~~	Rs 59,92,06,194 consisting of 29,96,03,097 equity shares of Rs 2 each
9. Equity share capital / total voting capital of the TC after the said acquisition ~~/ sale~~	Rs 59,92,06,194 consisting of 29,96,03,097 equity shares of Rs 2 each
10. Total diluted share / voting capital of the TC after the said acquisition ~~/ sale~~	Rs 60,26,90,944 consisting of 30,13,45,472 equity shares of Rs 2 each

(*) Diluted share / voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities / warrants into equity shares of the TC.

For HT Global IT Solutions Holdings Limited

Place: Mauritius

Date: 15 October 2013

Disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares ~~/ invocation of encumbrance/ release of encumbrance~~, in terms of Regulation 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	
Name of the Target Company (TC)	Hexaware Technologies Limited
Name of the Promoter(s) on whose shares encumbrance was created~~/ invoked/ released~~ (tick the relevant one)	HT Global IT Solutions Holdings Limited
Date of reporting	15 October 2013
Names of the stock exchanges where the shares of the TC are listed	The BSE Limited and the National Stock Exchange of India Limited

Details of the promoters' holding:

(The term "event" indicates creation~~/ invocation/ release~~ of encumbrance, as the case may be)

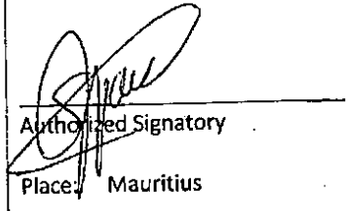
Promoter(s) or PACs with him	**Pre-event holding**		**Details of events pertaining to encumbrance**		**Post event holding (encumbered shares to be excluded)**		**(*) Details of encumbrance (pledge/lien or others- give details)**
Names	**Number**	**% of total share capital**	**Type – creation~~/ invocation/ release~~**	**Date(s)**	**Number**	**% of total share capital**	**Pledge over**
Promoter: HT Global IT Solutions Holdings Limited	12,49,73,436[1]	41.48	Creation of charge	7 October 2013[2]	NIL	NIL	Charge over share capital of HT Global IT Solutions Holdings Limited in favour of financial institutions/banks
PACs: • Parel Investment Holdings Limited	2,63,88,827	8.76	NA	NA	2,63,88,827	8.76	
• The Baring Asia Private Equity Fund V, L.P.	NIL	NIL	NA	NA	NIL	NIL	
TOTAL	15,13,62,263	50.24			2,63,88,827	8.76	

[1] This includes ADRs representing 2,11,11,400 shares (amounting to 7.01% of the fully diluted equity capital) of the Target Company.

[2] Control of the TC was acquired on 11 October 2013 and HT Global IT Solutions Holdings Limited became the promoter of the TC on such date.

(*) Details shall include the details regarding the person(s) on whose favour the encumbrance has been created and other important features of such encumbrance.

For HT Global IT Solutions Holdings Limited



Authorized Signatory

Place: Mauritius

Date: 15 October 2013

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FORM A

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

[Regulation 13 (1) and (6)]

Regulation 13(1) – Details of acquisition of 5% or more shares in a listed company

Name, PAN No. & address of shareholder with telephone number	Shareholding prior to acquisition	No. and percentage of shares / voting rights acquired	~~Date of receipt of allotment / advice.~~ Date of acquisition~~(specify)~~	Date of intimation to Company	Mode of acquisition ~~(market purchase / public / rights / preferential offer etc.)~~	Shareholding subsequent to acquisition	Trading Member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value
HT Global IT Solutions Holdings Limited PAN:	0.00	10,38,62,036 equity shares and 2,11,11,400 ADRs[1] aggregating	11 October 2013	15 October 2013	Off market purchases	10,38,62,036 equity shares and 2,11,11,400 ADRs[2] aggregating	N/A	N/A	10,38,62,036 equity shares and 2,11,11,400 ADRs[3]	Rs 1679,63,99,372[4]

[1] The ADRs have voting rights.

[2] The ADRs have voting rights.

[3] The ADRs have voting rights.

[4] Aggregate purchase consideration computed as follows: (a) for shares purchased from Elder Infosystems Private Limited and Elder Venture LLP, the aggregate purchase consideration was Rs 1116,75,31,560 equating to Rs 135 per share. This amount was adjusted to an extent of USD 7,90,010 (converted into Indian Rupees at an exchange rate of Rs 61.72 for 1 USD) as agreed amongst the acquirer and sellers. The net purchase consideration is, therefore, Rs 1111,87,72,143 equating to Rs 134.4106 per share; and (b) for shares and ADRs purchased from GA Global Holdings Limited, the aggregate purchase consideration was Rs 570,38,82,300 equating to Rs 135 per share and per ADR. This amount was adjusted to an extent of USD 4,25,390 (converted into Indian Rupees at an

AADCH2363K C/o Orangefield (Mauritius) Limited, 3rd Floor, 355 NeXTeracon Tower 1, Cybercity, Ebene, Mauritius, Telephone: +230 464 7275		to 41.48% (calculated on fully diluted basis)				to 41.48% (calculated on fully diluted basis)				

For HT Global IT Solutions Holdings Limited

Authorised Signatory

Date: 15 October 2013

exchange rate of Rs 61.72 for 1 USD) as agreed amongst the acquirer and seller. The net purchase consideration is, therefore, Rs 567,76,27,229 equating to Rs 134.3786 per share. The aggregate net purchase consideration is, therefore, Rs 1679,63,99,372.

FORM B

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

[Regulations 13(2), 13(2A) and 13(6)]

Details of shares or voting rights held by ~~Director or Officer and his dependants or~~ Promoter ~~or Person who is part of Promoter Group~~ of a listed company~~, or positions taken in derivatives by Director or Officer of a listed company and his dependents~~.

Name, PAN No. & Address of Promoter~~/Person who is part of Promoter Group / Director/ Officer~~	~~Date of assuming office of Director / Officer OR~~ Date of becoming Promoter~~/part of Promoter Group~~	No. & % of shares / voting rights held at the time of becoming Promoter~~/part of Promoter Group/ Director / Officer~~	Date of intimation to company	Mode of acquisition (market purchase / public / rights / preferential offer etc.)	Trading Member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value
HT Global IT Solutions Holdings Limited PAN: AADCH2363K	11 October 2013	10,38,62,036 equity shares and 2,11,11,400 ADRs[1] aggregating to	15 October 2013	Off market purchases	N/A	N/A	10,38,62,036 equity shares and 2,11,11,400 ADRs[2]	Rs 1679,63,99,372[3]

[1] The ADRs have voting rights.

[2] The ADRs have voting rights.

[3] Aggregate purchase consideration computed as follows: (a) for shares purchased from Elder Infosystems Private Limited and Elder Venture LLP, the aggregate purchase consideration was Rs 1116,75,31,560 equating to Rs 135 per share. This amount was adjusted to an extent of USD 7,90,010 (converted into Indian Rupees at an exchange rate of Rs 61.72 for 1 USD) as agreed amongst the acquirer and sellers. The net purchase consideration is, therefore, Rs 1111,87,72,143 equating to Rs 134.4106 per share; and (b) for shares and ADRs purchased from GA Global Holdings Limited, the aggregate purchase consideration was Rs 570,38,82,300 equating to Rs 135 per share and per ADR. This amount was adjusted to an extent of USD 4,25,390 (converted into Indian Rupees at an exchange rate of Rs 61.72 for 1 USD) as agreed between the acquirer and seller. The net purchase consideration is, therefore, Rs 567,76,27,229 equating to Rs 134.3786 per share. The aggregate net purchase consideration is, therefore, Rs 1679,63,99,372.

C/o Orangefield (Mauritius) Limited, 3rd Floor, 355 NeXTeracon Tower 1, Cybercity, Ebene, Mauritius		41.48% (calculated on fully diluted basis)						

Note: The above table shall be applicable with suitable modifications to disclosures for position taken in derivatives also.

For HT Global IT Solutions Holdings Limited

Authorised Signatory

Date: 15 October 2013