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HINDUJA GLOBAL SOLUTIONS

May 10, 2016

BSE Limited
Corporate Relation Dept.
P. J. Towers, Dalal Street
Mumbai 400 001.
Scrip Code : 532859

National Stock Exchange of India Ltd.
"Exchange Plaza",
Bandra Kurla Complex, Bandra (East)
Mumbai - 400 051.
Scrip Code : HGS

Dear Sirs,

Sub: i) Intimation of Non-Renewal of Agreement with Sharepro Services (India) Private Ltd. - Erstwhile R & T Agent of the Company

ii) Appointment of Karvy Computershare Pvt. Ltd. as Registrar and Share Transfer Agent (R & T Agent) of the Company

This has reference to our letter dated March 30, 2016 addressed to you and to Sharepro Services (India) Private Ltd. ("Sharepro"), erstwhile R & T Agent of the Company. Enclosed is the copy of the said letter.

Pursuant to the said letter, the Company had intimated that - in light of Ex-parte-Ad Interim Order dated March 22, 2016 passed by the Securities and Exchange Board of India (SEBI) against Sharepro and its certain executives, the Board of Directors of the Company at its meeting held on March 30, 2016 had decided not to renew the R & T Agreement with Sharepro, which was due to expire on March 31, 2016.

The said letter *inter-alia* stated as under:

"The Company is in the process of evaluating other Registrar and Transfer Agents and will finalize the appointment of the new R & T Agent. Further, in terms of the aforesaid order, Sharepro is under obligation to provide requisite cooperation for smooth transition. In the interim period the Company has asked Sharepro to provide requisite support for smooth functioning till the time the Company appoints a new R & T Agent. This temporary period will not exceed 90 days from April 01, 2016 and will not amount to a renewal or extension of the existing Agreement, nor will this constitute a new Agreement. This arrangement with Sharepro will stand terminated on completion of a smooth transition."

Having regard to the above and in terms of the authority delegated by the Board of Directors of the Company to the Stakeholders Relationship and Share Allotment Committee, the said Committee at their meeting held yesterday evening have approved the appointment of Karvy Computershare Pvt. Ltd., having its Registered Office at "Karvy House" 46, Avenue 4, Street No. 1, Banjara Hills, Hyderabad - 500 034, as the R & T Agent of the Company with effect from May 16, 2016.

Requisite documents as may be required on appointment of R & T Agent would be executed by the Company with Karvy Computershare Pvt. Ltd. and also to ensure that the transition from Sharepro to Karvy Computershare Pvt. Ltd. is smooth. In terms of the aforesaid letter, arrangement with

Sharepro would stand terminated on completion of a smooth transition to Karvy Computershare Pvt. Ltd.

You are requested to take this letter on record.

Thanking you.

Yours faithfully,
For **Hinduja Global Solutions Limited**

Makarand Dewal
Company Secretary

Encl: a/a

CC:

National Securities Depository Limited
Trade World, A Wing, 4th & 5th Floors, Kamala Mills Compound, Lower Parel, Mumbai - 400013.

Central Depository Services (India) Limited
17th floor, P J Towers, Dalal Street, Mumbai - 400001.

Sharepro Services (India) Pvt. Ltd
Samhita Warehousing Complex, Gala No - 52 to 56, Bldg No. 13 A-B, Sakinaka Telephone Exchange Lane, Andheri - Kurla Road, Sakinaka
Mumbai - 400072.

Karvy Computershare Private Limited
- Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad, Telangana - 500 032.
- 7th floor, 701, Hallmark Business Plaza, Sant Dnyaneshwar Marg, Off Bandra Kurla Complex, Bandra (East), Mumbai - 400051.

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March 30, 2016

BSE Limited
Corporate Relation Dept.
P. J. Towers, Dalal Street
Mumbai 400 001.
Scrip Code : 532859

National Stock Exchange of India Ltd.
"Exchange Plaza",
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051.
Symbol : HGS

Dear Sirs,

Sub: **Intimation of Non-Renewal of Agreement with Sharepro Services (India) Pvt. Ltd. - R & T Agent of the Company**

The Agreement with Sharepro Services (India) Pvt. Ltd.- R & T Agent of the Company will be expiring on March 31, 2016. In the light of Ex-parte-Ad Interim Order dated March 22, 2016 passed by the Securities and Exchange Board of India (SEBI) against Sharepro and its certain executives, the Board of Directors of the Company at its meeting held today has decided not to renew the aforesaid Agreement. This is without prejudice to the Company's right to initiate appropriate civil and criminal proceedings, if necessary, against Sharepro Services (India) Pvt. Ltd. - R & T Agent.

Further, in terms of the aforesaid SEBI Order, the Company will soon conduct a thorough audit of records and systems of Sharepro with respect to dividends paid and transfer of securities to determine whether dividends have been paid to actual/beneficial holders and whether the securities of the Company have been transferred as per the provisions of the law.

The Company is in the process of evaluating other Registrar and Transfer Agents and will finalize the appointment of the new R & T Agent. Further, in terms of the aforesaid order, Sharepro is under obligation to provide requisite cooperation for smooth transition. In the interim period the Company has asked Sharepro to provide requisite support for smooth functioning till the time the Company appoints a new R & T Agent. This temporary period will not exceed 90 days from April 01, 2016 and will not amount to a renewal or extension of the existing Agreement, nor will this constitute a new Agreement. This arrangement with Sharepro will stand terminated on completion of a smooth transition.

Notice of the aforesaid matters is being sent to Sharepro by our letter of even date.

Thanking you,

Yours truly,
For Hinduja Global Solutions Limited

Makarand Dewal
Company Secretary

CC : Sharepro Services (India) Pvt. Ltd.

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March 30, 2016

Sharepro Services (India) Pvt. Ltd
Samhita Warehousing Complex
Gala No-52 to 56, Bldg No.13 A-B
Sakinaka Telephone Exchange Lane
Andheri -Kurla Road, Sakinaka
Mumbai - 400072.

Kind Attn : Mr. Damodar Kedlaya

Sub : Registrar and Transfer Agent (R & T) Agreement dated April 28, 2014 of Sharepro Services (India) Pvt. Ltd. (Sharepro) with the Company expiring on March 31, 2016 - Non Renewal of the Agreement

Dear Mr. Damodar,

The existing R & T Agreement dated April 28, 2014 with Sharepro will be expiring on March 31, 2016. In the light of Ex-parte-Ad Interim Order dated March 22, 2016 passed by the Securities and Exchange Board of India (SEBI) against Sharepro and certain of its executives, the Company has decided not to renew the aforesaid Agreement.

Further, in terms of the aforesaid SEBI Order, the Company will soon conduct a thorough audit of records and systems of Sharepro with respect to dividends paid and transfer of securities to determine whether dividends have been paid to actual/beneficial holders and whether the securities of the Company have been transferred as per the provisions of the law.

The Company is in the process of evaluating other Registrar and Transfer Agents and will finalize the appointment of the new R & T Agent. Further, in terms of the aforesaid order, Sharepro is under obligation to provide requisite cooperation for a smooth transition. In the interim period you will continue to provide requisite support for smooth functioning till the time the Company appoints a new R & T Agent. This temporary period will not exceed 90 days from April 01, 2016 and will not amount to a renewal or extension of the existing Agreement, nor will this constitute a new Agreement. This arrangement will stand terminated on completion of a smooth transition.

This intimation is without prejudice to the Company's rights to initiate appropriate civil and criminal proceedings against Sharepro and its employees, if required.

Thanking you,

Yours faithfully,
For **Hinduja Global Solutions Limited**

Makarand Dewal
Company Secretary

CC : National Stock Exchange of India Limited
BSE Limited