Hexaware
TECHNOLOGIES
YOUR SUCCESS IS OUR FOCUS

Date: 1st September, 2016

To,
The Manager Listing,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort,
Mumbai – 400 023

To,
The Manager Listing,
National Stock Exchange of India Limited
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051

Subject: Report of Scrutinizer and Voting results of 23rd Annual General Meeting held on August 30, 2016 pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Regulations"), enclosed herewith please find voting results on remote e-voting and voting at the AGM, on the agenda items transacted at the 23rd Annual General Meeting held on August 30, 2016 at 3.00 pm at M. C. Ghia Hall, Bhogilal Hargovinddas Building, 18/20, K. Dubhash Marg, Behind Prince of Wales Museum/Kala Ghoda, Mumbai-400 001.

Further enclosed herewith please find report of Scrutinizer on remote e-voting and voting at the AGM.

This is also being made available at the website of the Company i.e www.hexaware.com

Thanking you,
Yours faithfully,
For **Hexaware Technologies Limited**

Gunjan Methi
Company Secretary

HEXAWARE TECHNOLOGIES LIMITED MUMBAI

Hexaware TECHNOLOGIES
YOUR SUCCESS IS OUR FOCUS

NAME: **HEXAWARE TECHNOLOGIES LTD**

SLNO	DESCRIPTION					
A	DATE OF AGM			**30-08-2016**		
B	BOOK CLOSURE DATE			**23-08-2016** TO **23-08-2016** (BOTH DAYS INCLUSIVE)		
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE			**94926**		
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY			**133**		
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY/AR	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	**0**	**0**	**0**	**0**	**0.00000**
	PUBLIC	**123**	**10**	**133**	**6779535**	**2.24607**
	TOTAL	**123**	**10**	**133**	**6779535**	**2.24607**
E	No. of shareholders attended the meeting through Video conferencing : - No video conferencing facility was made available.					

For Hexaware Technologies Limited

HEXAWARE TECHNOLOGIES LIMITED MUMBAI

Gunjan Methi
Company Secretary

	HEXAWARE TECHNOLOGIES LTD
Date of the AGM/EGM	30-08-2016
Total number of shareholders on record date	94926
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	133
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Balance Sheet as at December 31, 2015 and the Audited Profit and Loss Account for the financial year ended as on that date together with the Reports of the Board of Directors and the Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	215047193	215047193	100.0000	215047193	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		215047193	100	215047193	0	100	0
Public- Institutions	E-Voting	53387465	44562510	83.4700	44562510	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		44562510	83.47	44562510	0	100	0
Public- Non Institutions	E-Voting	33405689	18175	0.0544	17435	740	95.9284	4.0715
	Poll		45567	0.1364	45567	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		63742	0.1908	63002	740	98.8391	1.1609
	Total	301840347	259673445	86.0301	259672705	740	99.9997	0.0003

HEXAWARE TECHNOLOGIES LIMITED MUMBAI

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm the Interim Dividend aggregating to INR 8.65/- per equity share of INR 2/- each, already paid for the financial year ended December 31, 2015							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	215047193	215047193	100.0000	215047193	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		215047193	100	215047193	0	100	0
Public- Institutions	E-Voting	53387465	44895526	84.0938	44895526	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		44895526	84.0938	44895526	0	100	0
Public- Non Institutions	E-Voting	33405689	18225	0.0546	17485	740	95.9396	4.0603
	Poll		45567	0.1364	45567	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		63792	0.191	63052	740	98.84	1.16
	Total	301840347	260006511	86.1404	260005771	740	99.9997	0.0003



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint a Director in place of Mr. Jimmy Mahtani, (DIN: 00996110), who retires by rotation, and being eligible, seeks re-appointment							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	215047193	215047193	100.0000	215047193	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		215047193	100	215047193	0	100	0
Public- Institutions	E-Voting	53387465	44895526	84.0938	23515745	21379781	52.3788	47.6211
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		44895526	84.0938	23515745	21379781	52.3788	47.6212
Public- Non Institutions	E-Voting	33405689	18065	0.0541	17019	1046	94.2097	5.7902
	Poll		45567	0.1364	45567	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		63632	0.1905	62586	1046	98.3562	1.6438
	Total	301840347	260006351	86.1404	238625524	21380827	91.7768	8.2232

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Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint a Director in place of Mr. Kosmas Kalliarekos (DIN: 03642933), who retires by rotation, and being eligible, seeks re-appointment							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	215047193	215047193	100.0000	215047193	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		215047193	100	215047193	0	100	0
Public- Institutions	E-Voting	53387465	44895526	84.0938	21889203	23006323	48.7558	51.2441
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		44895526	84.0938	21889203	23006323	48.7559	51.2441
Public- Non Institutions	E-Voting	33405689	18125	0.0543	16879	1246	93.1255	6.8744
	Poll		45567	0.1364	45567	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		63692	0.1907	62446	1246	98.0437	1.9563
	Total	301840347	260006411	86.1404	236998842	23007569	91.1512	8.8488



Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Statutory Auditors							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	215047193	215047193	100.0000	215047193	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		215047193	100	215047193	0	100	0
Public- Institutions	E-Voting	53387465	44881526	84.0675	43553341	1328185	97.0406	2.9593
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		44881526	84.0675	43553341	1328185	97.0407	2.9593
Public- Non Institutions	E-Voting	33405689	18225	0.0546	17492	733	95.9780	4.0219
	Poll		45567	0.1364	45567	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		63792	0.191	63059	733	98.851	1.149
	Total	301840347	259992511	86.1358	258663593	1328918	99.4889	0.5111



Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Basab Pradhan as a Non-Executive Independent director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	215047193	215047193	100.0000	215047193	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		215047193	100	215047193	0	100	0
Public- Institutions	E-Voting	53387465	44895526	84.0938	21889203	23006323	48.7558	51.2441
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		44895526	84.0938	21889203	23006323	48.7559	51.2441
Public- Non Institutions	E-Voting	33405689	18225	0.0546	16792	1433	92.1371	7.8628
	Poll		45567	0.1364	45567	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		63792	0.191	62359	1433	97.7536	2.2464
	Total	301840347	260006511	86.1404	236998755	23007756	91.1511	8.8489



Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Christian Oecking as a Non-Executive Independent director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	215047193	215047193	100.0000	215047193	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		215047193	100	215047193	0	100	0
Public- Institutions	E-Voting	53387465	44895526	84.0938	44211704	683822	98.4768	1.5231
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		44895526	84.0938	44211704	683822	98.4769	1.5231
Public- Non Institutions	E-Voting	33405689	18225	0.0546	17151	1074	94.1069	5.8930
	Poll		45567	0.1364	45567	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		63792	0.191	62718	1074	98.3164	1.6836
	Total	301840347	260006511	86.1404	259321615	684896	99.7366	0.2634



Resolution No.	8							
Resolution required: (Ordinary/ Special)	Ordinary - Appointment of Mrs.Meera Shanker as a Non-Executive Independent director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	215047193	215047193	100.0000	215047193	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		215047193	100	215047193	0	100	0
Public- Institutions	E-Voting	53387465	44895526	84.0938	44556012	339514	99.2437	0.7562
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		44895526	84.0938	44556012	339514	99.2438	0.7562
Public- Non Institutions	E-Voting	33405689	18225	0.0546	16719	1506	91.7366	8.2633
	Poll		45567	0.1364	45567	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		63792	0.191	62286	1506	97.6392	2.3608
	Total	301840347	260006511	86.1404	259665491	341020	99.8688	0.1312



Resolution No.	9							
Resolution required: (Ordinary/ Special)	SPECIAL - Change in Place of keeping the Register of Members, Index of Members etc.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	215047193	215047193	100.0000	215047193	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		215047193	100	215047193	0	100	0
Public- Institutions	E-Voting	53387465	44895526	84.0938	44895526	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		44895526	84.0938	44895526	0	100	0
Public- Non Institutions	E-Voting	33405689	18225	0.0546	17567	658	96.3895	3.6104
	Poll		45567	0.1364	45567	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		63792	0.191	63134	658	98.9685	1.0315
	Total	301840347	260006511	86.1404	260005853	658	99.9997	0.0003



S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 email sna@snaco.net : website:www.snaco.net

To,

The Chairman

Hexaware Technologies Limited

CIN: L72900MH1992PLC069662

152, Millennium Business Park,

Sector- III, 'A'Block, TTC Industrial Area,

Mahape, Navi Mumbai- 400710.

Dear Sir,

We would like to thank you for appointing us as the Scrutinizer for the remote e-Voting and voting by your members, at the 23rd Annual General Meeting (AGM) of your Company held on Tuesday, 30th August, 2016 at 3:00 p.m.

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

Malati A. Kumar

Malati Kumar

Partner

Date : 30th August, 2016

Place : Mumbai

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SCRUTINIZER'S REPORT

NAME OF THE COMPANY	**Hexaware Technologies Limited**
MEETING	**23rd Annual General Meeting**
DAY, DATE & TIME	**Tuesday, 30th August 2016 at 3:00 p.m.**
VENUE	**M. C. Ghia Hall, Bhogilal Hargovinddas Building, 18/20, K. Dubhash Marg, Behind Prince Of Wales Museum/ Kala Ghoda, Mumbai- 400001.**

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-Voting as well as the e-Voting conducted at the 23rd Annual General Meeting (23rd AGM) of **Hexaware Technologies Limited** (hereinafter referred to as **the Company**) held on Tuesday, 30th August, 2016 at 3:00 p.m. at M.C. Ghia Hall, Bhogilal Hargovinddas Building, 18/20, K. Dubhash Marg, Behind Prince of Wales Museum/ Kala Ghoda, Mumbai- 400001.

2. Dispatch of Notice convening the Meeting

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the AGM as under:

- On **6th August, 2016** by e-mail to **48,787 members** who have registered their e-mail Ids with the Company/ Depositories.

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- On **6th August, 2016** by Registered Post to **11,091 members** and by Courier to **34,762 members** in physical form.

3. Cut-off date

The Voting rights were reckoned as on **Tuesday, 23rd August 2016**, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and e-Voting at the Meeting.

4. Remote e-Voting

4.1 Agency

The Company had appointed **National Securities Depository Limited (NSDL)** as the agency for providing the remote e-Voting platform.

4.2 Remote e-Voting

Remote e-Voting platform was open from **9:00 a.m. on Saturday, 27th August, 2016 till 5:00 p.m. on Monday, 29th August, 2016** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on the remote e-Voting platform provided by NSDL.

5. Voting at the AGM

5.1 As prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the General Meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-Voting, such as their names, DP Id and Client Id/

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folios, number of shares held but not the manner in which they have voted.

5.2 NSDL, the remote e-Voting Agency provided us with the names, DP Id & Client Id / folios and shareholding of the members who had cast their votes through remote e-Voting.

5.3 NSDL provided electronic voting facility to members who attended the meeting.

6. Counting Process

6.1 On completion of voting at the Meeting, NSDL provided us with the List of Members who had cast their votes at the AGM with their holding details and details of vote cast on the Resolutions.

6.2 The votes were reconciled with the records maintained by the Company and M/s Karvy Computershare Private Limited, the Registrar and Share Transfer Agents of the Company with respect to the authorizations / proxies lodged with the Company.

6.3 We unblocked the remote e-Voting results on the NSDL e-Voting platform before Mr. Aditya Ambastha and Ms. Shivani Abhyankar and downloaded the remote e-Voting results.

HEXAWARE TECHNOLOGIES LIMITED MUMBAI

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

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7. **Results**

7.1 We observed that

a) **70** members had cast their votes at the AGM; and

b) **195** members had cast their votes through remote e-Voting.

7.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice of the 23rd AGM dated 23rd June, 2016 is enclosed.

7.3 Based on the aforesaid results, we report that, **Six Ordinary Resolutions** as contained in **Item No. 1 to 5 & 8** and **Three Special Resolutions** as contained in **Item No.6,7 & 9** of the Notice of the 23rd AGM dated 23rd June, 2016 have been **passed with requisite majority.**

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

Malati A. Kumar

Malati Kumar
Partner
C.P No. 10980

Date : 30th August, 2016
Place : Mumbai

HEXAWARE TECHNOLOGIES LIMITED MUMBAI

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 email sna@snaco.net : website:www.snaco.net

Consolidated Results

Item No. 1: Adoption of the Audited Financial Statements for the year ended 31st December, 2015 and the Report of the Directors and Auditors thereon.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	190	25,96,27,138	70	45,567	260	25,96,72,705	99.87
Dissent	3	740	0	0	3	740	0.00
Abstain	2	3,33,066	0	0	2	3,33,066	0.13
Total	195	25,99,60,944	70	45,567	265	26,00,06,511	100.00

Based on the aforesaid results, **Ordinary Resolution** as contained in **Item No. 1** of the Notice of the 23rd AGM dated 23rd June, 2016 has been passed with **requisite majority.**

Malati A. Kumar

Malati Kumar
Partner
C.P. No. 10980

Date : 30th August, 2016
Place : Mumbai

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 email sna@snaco.net : website:www.snaco.net

Item No. 2: Confirmation of the Interim Dividend.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	192	25,99,60,204	70	45,567	262	26,00,05,771	100.00
Dissent	3	740	0	0	3	740	0.00
Abstain	0	0	0	0	0	0	0.00
Total	195	25,99,60,944	70	45,567	265	26,00,06,511	100.00

Based on the aforesaid results, **Ordinary Resolution** as contained in **Item No. 2** of the Notice of the 23rd AGM dated 23rd June, 2016 has been passed with **requisite majority.**

Malati A. Kumar

Malati Kumar
Partner
C.P. No. 10980

Date : 30th August, 2016
Place : Mumbai

HEXAWARE TECHNOLOGIES LIMITED MUMBAI

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 email sna@snaco.net : website:www.snaco.net

Item No. 3: Re-appointment of Mr. Jimmy Mahtani (DIN: 00996110) as a Director of the Company.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	133	23,85,79,957	70	45,567	203	23,86,25,524	91.78
Dissent	61	2,13,80,827	0	0	61	2,13,80,827	8.22
Abstain	1	160	0	0	1	160	0.00
Total	195	25,99,60,944	70	45,567	265	26,00,06,511	100.00

Based on the aforesaid results, **Ordinary Resolution** as contained in **Item No. 3** of the Notice of the 23rd AGM dated 23rd June, 2016 has been passed with **requisite majority.**

Malati A. Kumar

Malati Kumar
Partner
C.P. No. 10980

Date : 30th August, 2016
Place : Mumbai

HEXAWARE TECHNOLOGIES LIMITED MUMBAI

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 email sna@snaco.net : website:www.snaco.net

Item No. 4: Re-appointment of Mr. Kosmas Kalliarekos (DIN: 03642933) as a Director of the Company.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	120	23,69,53,275	70	45,567	190	23,69,98,842	91.15
Dissent	73	2,30,07,569	0	0	73	2,30,07,569	8.85
Abstain	2	100	0	0	2	100	0.00
Total	195	25,99,60,944	70	45,567	265	26,00,06,511	100.00

Based on the aforesaid results, **Ordinary Resolution** as contained in **Item No. 4** of the Notice of the 23rd AGM dated 23rd June, 2016 has been passed with **requisite majority.**

Malati A. Kumar

Malati Kumar
Partner
C.P. No.10980

Date : 30th August, 2016
Place : Mumbai

HEXAWARE TECHNOLOGIES LIMITED MUMBAI

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 email sna@snaco.net : website:www.snaco.net

Item No. 5: Re-appointment of M/s Deloitte Haskins & Sells LLP, Chartered Accountants, Mumbai as the Statutory Auditors of the Company.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	185	25,86,18,026	70	45,567	255	25,86,63,593	99.48
Dissent	9	13,28,918	0	0	9	13,28,918	0.52
Abstain	1	14,000	0	0	1	14,000	0.00
Total	195	25,99,60,944	70	45,567	265	26,00,06,511	100.00

Based on the aforesaid results, **Ordinary Resolution** as contained in **Item No. 5** of the Notice of the 23rd AGM dated 23rd June, 2016 has been passed with **requisite majority.**

Malati A. Kumar

Malati Kumar
Partner
C.P. No. 10980

Date : 30th August, 2016
Place : Mumbai

HEXAWARE TECHNOLOGIES LIMITED MUMBAI

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 email sna@snaco.net : website:www.snaco.net

Item No. 6: Re-appointment of Mr. Basab Pradhan (DIN: 00892181) as a Non- Executive Independent Director of the Company.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	125	23,69,53,188	70	45,567	195	23,69,98,755	91.15
Dissent	70	2,30,07,756	0	0	70	2,30,07,756	8.85
Abstain	0	0	0	0	0	0	0.00
Total	195	25,99,60,944	70	45,567	265	26,00,06,511	100.00

Based on the aforesaid results, **Special Resolution** as contained in **Item No. 6** of the Notice of the 23rd AGM dated 23rd June, 2016 has been passed with **requisite majority.**

Malati A. Kumar

Malati Kumar
Partner
C.P. No. 10980

Date : 30th August, 2016
Place : Mumbai

HEXAWARE TECHNOLOGIES LIMITED MUMBAI

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 email sna@snaco.net : website:www.snaco.net

Item No. 7: Re-appointment of Mr. Christian Oecking (DIN: 03090264) as a Non- Executive Independent Director of the Company.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	181	25,92,76,048	70	45,567	251	25,93,21,615	99.73
Dissent	14	6,84,896	0	0	14	6,84,896	0.27
Abstain	0	0	0	0	0	0	0.00
Total	195	25,99,60,944	70	45,567	265	26,00,06,511	100.00

Based on the aforesaid results, **Special Resolution** as contained in **Item No. 7** of the Notice of the 23rd AGM dated 23rd June, 2016 has been passed with **requisite majority.**

Malati A. Kumar

Malati Kumar
Partner
C.P. No. 10980

Date : 30th August, 2016
Place : Mumbai

HEXAWARE TECHNOLOGIES LIMITED MUMBAI

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 email sna@snaco.net : website:www.snaco.net

Item No. 8: Appointment of Mrs. Meera Shankar (DIN: 06374957) as a Non- Executive Independent Director of the Company.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	184	25,96,19,924	70	45,567	254	25,96,65,491	99.87
Dissent	11	3,41,020	0	0	11	3,41,020	0.13
Abstain	0	0	0	0	0	0	0.00
Total	195	25,99,60,944	70	45,567	265	26,00,06,511	100.00

Based on the aforesaid results, **Ordinary Resolution** as contained in **Item No. 8** of the Notice of the 23rd AGM dated 23rd June, 2016 has been passed with **requisite majority.**

Malati A. Kumar

Malati Kumar
Partner
C.P. No. 10980

Date : 30th August, 2016
Place : Mumbai

HEXAWARE TECHNOLOGIES LIMITED MUMBAI

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 email sna@snaco.net : website:www.snaco.net

Item No. 9: Change in the Place of keeping the Register of Members, Index of Members, etc.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	189	25,99,60,286	70	45,567	259	26,00,05,853	100.00
Dissent	6	658	0	0	6	658	0.00
Abstain	0	0	0	0	0	0	0.00
Total	195	25,99,60,944	70	45,567	265	26,00,06,511	100.00

Based on the aforesaid results, **Special Resolution** as contained in **Item No. 9** of the Notice of the 23rd AGM dated 23rd June, 2016 has been passed with **requisite majority.**

For HEXAWARE TECHNOLOGIES LIMITED

Malati A. Kumar

Malati Kumar
Partner
C.P. No. 10980

Atul K. Nishar
Chairman.

Date : 30th August, 2016
Place : Mumbai

HEXAWARE TECHNOLOGIES LIMITED MUMBAI