February 15, 2011

Hexaware TECHNOLOGIES
YOUR SUCCESS IS OUR FOCUS

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

Kind Attn. : - Mr. Hari K.

Dear Sir,

Sub : - Decisions/Outcome at the Extra – Ordinary General Meeting
Clause – 16, Record date for Bonus issue and Final Dividend, Clause 25

Please note that at today's Extra-Ordinary General Meeting following items of business as mentioned in the Notice were transacted : -

1. Alteration of the Articles of Association of the Company to enable reclassification of shares.
2. Alteration of the Article 47 of the Articles of Association of the Company to enable increase of capital by passing an ordinary resolution.
3. Reclassification of the Authorised Share Capital, 30,00,000 (Thirty Lakhs) Preference Shares of Rs. 100/- (Rupees One Hundred) into 15,00,00,000 (Fifteen Crores) Equity Share of Rs. 2/- (Rupees Two) each, aggregating to Rs.30,00,00,000/- (Rupees Thirty Crores Only) and Alteration of the Memorandum of Association of the Company.
4. Alteration of the Articles of Association of the Company upon reclassification of Authorised Share Capital
5. Issue of Bonus Shares in the ratio of 1:1
6. Alteration of the Articles of Association of the Company to authorise Board of Directors to capitalise Reserves of the Company.
7. Appointment of Mr. R V Ramanan as the Whole- time Director of the Company.

Also please note that pursuant to the provisions of Clause 20 of the Listing Agreement, the **record date** for ascertaining the shareholders entitled for **bonus issue** is fixed as **February 25, 2011.**

Please note the same date i.e **February 25, 2011,** shall be the **record date for the final dividend**, if any, to be declared at the Board Meeting tomorrow, February 16, 2011.

Please note that the **bonus shares** shall rank pari passu in all respects with and carry the same rights as the existing equity shares but shall **not be entitled to final dividend** to be declared for the financial year ended on December 31, 2010.

Pursuant to the provisions of clause 25 of the listing agreement, please note that the Remuneration & Compensation Committee of the Board at its meeting held today considered and approved the exercise of 52,750 options by employees under the Employee Stock Option Scheme 2002 and 2007.

The Committee also considered and approved the grant of 1,09,000 options under Employee Stock Option Scheme 2007 at a price of Rs. 103.95, the closing price on the National Stock Exchange recording the highest volume of trade on the day before the date of the Committee Meeting i. e. closing price on January 14, 2011 on the National Stock Exchange which was Rs. 103.95. These options are convertible into equivalent number of equity shares of the company with equal vesting over four years @ 25% at the end of each year and first vesting at the end of first year as per the scheme. The options shall be exercised over a period of 7 years from the date of grant.

The Committee has also decided to double the number of employee stock options (unvested and vested but not exercised and in-force as on the Record Date i.e. February 25, 2011) and halve the exercise price on account of issuance and allotment of Bonus Equity Shares in the proportion of 1:1.

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For Hexaware Technologies Limited

Gunjan Methi
Asst. Company Secretary