April 27, 2011

Hexaware TECHNOLOGIES
YOUR SUCCESS IS OUR FOCUS

The Stock Exchange, Mumbai.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 023.

Kind Attn. : - Mr. K. Gopalkrishnan Iyer – GM -

Dear Sir,

Sub : - Decisions/Outcome at the Annual General Meeting

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

1) Audited Accounts, Report of Directors and Auditors thereon for the Financial Year ending 31st December 2010 were received, considered and adopted.
2) Final Dividend 2010 @ Rs. 1.40 (70%) on equity shares of Rs. 2/- each was declared on Equity Shares and Interim Dividends paid @ Rs. 0.60 (30%) and Re 1 (50%) on equity shares of Rs. 2/- each was confirmed.
3) Mr. P R Chandrasekar, Dr. (Mrs.) Alka Nishar, Mrs. Preeti Mehta and Mr. Bharat Shah, Directors retiring by rotation were reappointed.
4) M/s. Deloitte Haskins & Sells – Statutory Auditors of the Company were re-appointed.
5) A Special Resolution was passed for ratification of the increase in / revision of remuneration (Personal allowance & Variable/Performance pay) paid to Mr. R.V. Ramanan, Executive Director & President - Global Delivery, during his tenure as Manager of the Company under the Companies Act, 1956, from July 1, 2010 to October 27, 2010.
6) A Special Resolution was passed for fixing the limits for the maximum number of Stock Options including equity linked instruments, Restricted Stock Units, Performance Options/shares etc. as defined under the Employee Stock Option Schemes that can be granted to the Non–Executive Directors, including Independent Directors at any point of time, under the Employee Stock Option Scheme 2007, 2008 and under any other scheme to come into force in future and ratification of grants made to the four independent directors earlier, namely Mr. L S Sarma, Mr. Shailesh Haribhakti, Mr. S K Mitra and Mrs. Preeti Mehta.
7) The Remuneration & Compensation Committee of the Board at its meeting held today considered and approved the exercise of 15,23,172 options by employees under the Employee Stock Option Scheme 2002, 2007 and 2008. The members also approved the grant of 60,000 options under Employee Stock Option Scheme 2007 at a price of Rs. 69.95, 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 April 26, 2011, 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.

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For **Hexaware Technologies Limited**

Gunjan Methi
Asst. Company Secretary