



April 28, 2016

Bombay Stock Exchange Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 023.

National Stock Exchange of India Limited

Exchange Plaza, 5th floor
Plot No. C/1, G Block,
Bandra - Kurla Complex, Bandra (East),
Mumbai 400 051.

Dear Sir,

Sub : Certificate under Clause 47 (c) of Listing Agreement / Certificate under Regulation 40(9) of the SEBI (LODR) Regulations, 2015

We are enclosing herewith the certificate required under Clause 47(c) of the listing agreement / Regulation 40(9) of SEBI (LODR) Regulations, 2015 for the period from October 1, 2015 to March 31, 2016.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For Hexaware Technologies Limited

Gunjan Methi
Company Secretary

Encl.: - As Above.

Company Secretaries

Ref: _____

**CERTIFICATE UNDER CLAUSE 47(C) / REGULATION 40(9) OF THE LISTING
AGREEMENT / SEBI (LISTING OBLIGATIONS AND DISCLOSURE
REQUIREMENTS) REGULATIONS, 2015**

FOR THE HALF YEAR ENDED 31.03.2016

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to **HEXAWARE TECHNOLOGIES LIMITED** maintained by M/s Sharepro Services (India) Private Limited pertaining to transfer of equity shares of the company for the period from 1st October, 2015 to 31st March, 2016 for the purpose of issuing a Certificate as per Clause 47(C) of the Listing Agreement entered into by Hexaware Technologies Limited with Stock Exchange(s) which was applicable for the First two months of the period under review and Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which was applicable for the remaining four months for the period under review, and based on the information provided by the Company, I hereby certify that the Company has delivered during half year ended on 31st March, 2016:

A) Save and except the Share Certificates covered under the Transfer Deed No. 4105 to 4115, 4117 to 4141 containing 7475 Shares which were delivered after the period of Fifteen days (which were covered under Seller's Notice and were duly transferred within stipulated time for cases covered under Seller's Notice under Clause B(1)(a) of Schedule VII of LODR), rest all the Share Certificate(s) relating to the transfer of Shares received during the period from 01st October, 2015 to 31st March, 2016 as entered in the Memorandum of Transfers have been issued within fifteen days of the date of lodgment for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies from respective date of lodgment of each deed excepting those rejected on technical grounds.

Date: 28/4/16

Place: Mumbai

Signature: _____

NILESH G. SHAH.
Company Secretary
C. P. No: 2631

