

Form No. MGT-7**Annual Return (other than OPCs and Small Companies)**

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi**I REGISTRATION AND OTHER DETAILS**

i *Corporate Identity Number (CIN)

L72900MH1992PLC069662

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/01/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/12/2025

(c) *Type of Annual filing

☒ Original☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	HEXAWARE TECHNOLOGIES LIMITED	HEXAWARE TECHNOLOGIES LIMITED
Registered office address	8th floor, 13th Level, Q1, Loma Co- Developers1 Private Limited,Plot no. Gen-4/1, TTC Industrial Area, Ghansoli, Navi Mumbai,Thane,Thane,Thane,Maharashtra,India, 400710	8th floor, 13th Level, Q1, Loma Co- Developers1 Private Limited,Plot no. Gen-4/1, TTC Industrial Area, Ghansoli, Navi Mumbai,Thane,Thane,Thane,Maharashtra,India, 400710
Latitude details	73.011263	73.011263
Longitude details	19.121759	19.121759

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Picture.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****3F

(c) *e-mail ID of the company

*****nm@hexaware.com

(d) *Telephone number with STD code

02*****85

(e) Website	www.hexaware.com									
iv *Date of Incorporation (DD/MM/YYYY)	20/11/1992									
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	Public company									
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	Company limited by shares									
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	Indian Non-Government company									
vi *Whether company is having share capital (as on the financial year end date)	☒ Yes ☐ No									
vii (a) Whether shares listed on recognized Stock Exchange(s)	☒ Yes ☐ No									
(b) Details of stock exchanges where shares are listed										
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> <tr> <td style="text-align: center;">2</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code	1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)	2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
S. No.	Stock Exchange Name	Code								
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)								
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)								
viii Number of Registrar and Transfer Agent	1									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 20%;">Name of the Registrar and Transfer Agent</th> <th style="width: 30%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 30%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">L72400MH2017PLC444072</td> <td style="text-align: center;">KFIN TECHNOLOGIES LIMITED</td> <td>301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Mumbai, Maharashtra, India, 400070</td> <td style="text-align: center;">INR000000221</td> </tr> </tbody> </table>		CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Mumbai, Maharashtra, India, 400070	INR000000221	
CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent							
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Mumbai, Maharashtra, India, 400070	INR000000221							
ix * (a) Whether Annual General Meeting (AGM) held	☒ Yes ☐ No									
(b) If yes, date of AGM (DD/MM/YYYY)	05/05/2026									
(c) Due date of AGM (DD/MM/YYYY)	30/06/2026									
(d) Whether any extension for AGM granted	☐ Yes ☒ No									
(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension										

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	62	Computer programming, consultancy and related activities	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

35

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		C165769	CA Magnum Holdings	Holding	74.3
2		0100581338	Hexaware Technologies Inc	Subsidiary	100
3		03647007	Hexaware Technologies UK Limited	Subsidiary	100
4		20974	Hexaware Technologies, Mexico S.De. R.L. De. C.V	Subsidiary	100
5	U72200TN2002PTC049611		Softcrylic Technology Solutions India Private Limited	Subsidiary	100

6		199700887D	Hexaware Technologies Asia Pacific Pte Limited	Subsidiary	100
7		HRB52325	Hexaware Technologies GmbH	Subsidiary	100
8		3963004	Hexaware Technologies Canada Limited	Subsidiary	100
9		1010464758	Hexaware Technologies Saudi LLC	Subsidiary	100
10		2529487	Hexaware Technologies Hong Kong Limited	Subsidiary	100
11		59124-4065	Hexaware Technologies Nordic AB	Subsidiary	100
12		91310115MA	Hexaware Information Technologies (Shanghai) Company Limited	Subsidiary	100
13		101096687	Mobiquity Inc	Subsidiary	100
14		34270669	Mobiquity BV	Subsidiary	100
15		50459767	Mobiquity Consulting BV	Subsidiary	100
16		597814/07	Hexaware Technologies South Africa (Pty) Ltd	Subsidiary	100
17		89427117	Hexaware Technologies ARG SAS	Subsidiary	100
18		0765203009	Hexaware Technologies Belgium SRL	Subsidiary	100
19	U72200GJ2010PTC062188		Mobiquity Softech Priavte Limited	Subsidiary	100
20		17-2556-36	Hexaware AI Balagh Technologies LLC	Subsidiary	65
21		PV00295369	Hexaware Technologies SL Private Limited	Subsidiary	100
22		C00019930	SMC Squared LLC	Subsidiary	100
23		0600122237	Softcrylic LLC	Subsidiary	100

24		130195436	Mobiquity Velocity Solutions Inc	Subsidiary	100
25		58875506	Mobiquity Cooperative UA (Netherlands)	Subsidiary	100
26		18227	Hexaware Novelty Technologies Limited	Subsidiary	70
27		04017162	Hexaware Colombia SAS	Subsidiary	100
28		202401052870	Hexaware Information Technologies SDN BHD	Subsidiary	100
29		261816	Hexaware Technologies Services	Subsidiary	100
30	U74999KA2021PTC143857		TECH SMC SQUARE INDIA PRIVATE LIMITED	Subsidiary	100
31	U72900KA2018FTC116038		TECH SMCSQUARED (GCC) INDIA PRIVATE LIMITED	Subsidiary	100
32	U72900DL2019PTC348699		CYBERSOLVE (I) PRIVATE LIMITED	Subsidiary	100
33		0400068012	IT Glitterz LLC	Subsidiary	100
34		788759108	Identity And Access Solutions Canada, Inc	Subsidiary	100
35		102655578100F	Identity and Access solutions LLC	Subsidiary	100

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	1050000000.00	611015992.00	611015992.00	611015992.00
Total amount of equity shares (in rupees)	1050000000.00	611015992.00	611015992.00	611015992.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	1050000000	611015992	611015992	611015992
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	1050000000.00	611015992.00	611015992	611015992

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	1100000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	1563100000.00	0.00	0.00	0.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
preference shares				
Number of preference shares	1100000	0	0	0
Nominal value per share (in rupees)	1421	1421	1421	1421
Total amount of preference shares (in rupees)	1563100000.00	0.00	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	1416201	606128467	607544668.00	607544668	607544668	
Increase during the year	0.00	3471324.00	3471324.00	3471324.00	3471324.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	3471324	3471324.00	3471324	3471324	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify NA	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NA	0	0	0.00	0	0	
At the end of the year	1416201.00	609599791.00	611015992.00	611015992.00	611015992.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify NA	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NA	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE093A01041

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☐ Nil

Number of transfers

404

Attachments:

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

73888000000

ii * Net worth of the Company

32592000000

VI SHARE HOLDING PATTERN**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	453988884	74.30	0	0.00

10	Others 	0	0.00	0	0.00
	Total	453988884.00	74.3	0.00	0

Total number of shareholders (promoters)

1

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	19162919	3.14	0	0.00
	(ii) Non-resident Indian (NRI)	27523	0.00	0	0.00
	(iii) Foreign national (other than NRI)	8795951	1.44	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	2108902	0.35	0	0.00
4	Banks	3450	0.00	0	0.00
5	Financial institutions	100	0.00	0	0.00
6	Foreign institutional investors	49791285	8.15	0	0.00
7	Mutual funds	66075837	10.81	0	0.00
8	Venture capital	9	0.00	0	0.00
9	Body corporate (not mentioned above)	649126	0.11	0	0.00

10	Others Others	10412006	1.70	0	0.00
	Total	157027108.00	25.7	0.00	0

Total number of shareholders (other than promoters)

113625

Total number of shareholders (Promoters + Public/Other than promoters)

113626.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	18744
2	Individual - Male	46144
3	Individual - Transgender	47915
4	Other than individuals	823
	Total	113626.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CARLSON INVESTMENT MANAGEMENT (MAURITIUS) LTD	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	28/11/1996	India	960	8.15

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	41688	113625
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	0	6	0	6	0	0
B Non-Promoter	1	4	1	4	0.46	0.00
i Non-Independent	1	0	1	0	0.46	0
ii Independent	0	4	0	4	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	1	10	1	10	0.46	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

14

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
NEERAJ BHARADWAJ	01314963	Director	0	
SRIKRISHNA RAMAKARTHIKEYAN	AJAPR5685D	CEO	0	
VIKASH KUMAR JAIN	AEHPJ1199Q	CFO	131115	
GUNJAN SUMIT METHI	AGUPG7129C	Company Secretary	2184	

JULIUS MICHAEL GENACHOWSKI	09365873	Director	0	
LUCIA DE FATIMA SOARES	09374169	Director	0	
MILIND SHRIPAD SARWATE	00109854	Director	0	24/04/2026
SANDRA JOY HORBACH	09383306	Director	0	
JOSEPH MCLAREN QUINLAN	09477487	Director	0	
SUKANYA KRIPALU	06994202	Director	0	
SHAWN ALBERT DEVILLA	09699900	Director	0	
VIVEK SHARMA	10741746	Director	0	23/02/2026
SRIKRISHNA RAMAKARTHIKEYAN	03160121	Whole-time director	2831496	
KAPIL MODI	07055408	Director	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	30/04/2025	122864	56	74.15

B BOARD MEETINGS

*Number of meetings held

13

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/01/2025	11	9	81.82
2	24/01/2025	11	8	72.73
3	05/02/2025	11	7	63.64
4	14/02/2025	11	9	81.82
5	06/03/2025	11	11	100
6	04/04/2025	11	8	72.73
7	28/04/2025	11	10	90.91
8	30/06/2025	11	11	100
9	17/07/2025	11	6	54.55
10	24/07/2025	11	11	100
11	01/10/2025	11	9	81.82
12	06/11/2025	11	10	90.91
13	18/12/2025	11	11	100

C COMMITTEE MEETINGS

Number of meetings held

23

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	24/01/2025	3	3	100
2	Audit Committee	24/01/2025	3	3	100
3	Audit Committee	05/02/2025	3	3	100

4	Audit Committee	06/03/2025	3	3	100
5	Audit Committee	04/04/2025	3	3	100
6	Audit Committee	28/04/2025	3	3	100
7	Audit Committee	28/08/2025	3	3	100
8	Audit Committee	05/11/2025	3	3	100
9	Audit Committee	18/12/2025	3	3	100
10	Nomination & Remuneration Committee	08/09/2025	4	4	100
11	Nomination & Remuneration Committee	20/11/2025	4	4	100
12	Nomination & Remuneration Committee	05/03/2025	4	3	75
13	Nomination & Remuneration Committee	04/04/2025	4	3	75
14	Nomination & Remuneration Committee	25/06/2025	4	4	100
15	Corporate Social Responsibility Committee	11/04/2025	3	3	100
16	Corporate Social Responsibility Committee	25/11/2025	4	4	100
17	Stakeholders Relationship Committee	24/06/2025	4	4	100
18	Stakeholders Relationship Committee	03/11/2025	4	3	75
19	Risk Management Committee	11/04/2025	4	3	75
20	Risk Management Committee	31/10/2025	4	3	75
21	ESG Committee	11/04/2025	3	3	100
22	ESG Committee	29/10/2025	3	2	66.67
23	Audit Committee	24/07/2025	3	3	100

D ATTENDANCE OF DIRECTORS

S. N o	Name of the Director	Board Meetings	Committee Meetings	Whether attended AGM held on
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		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	05/05/2026 (Y/N/NA)
1	NEERAJ BHARADWAJ	13	10	76	9	8	88	Not applicable
2	JULIUS MICHAEL GENACHOWSKI	13	10	76	2	2	100	No
3	LUCIA DE FATIMA SOARES	13	10	76	0	0	0	Yes
4	MILIND SHRIPAD SARWATE	13	13	100	19	19	100	No
5	SANDRA JOY HORBACH	13	6	46	0	0	0	No
6	JOSEPH MCLAREN QUINLAN	13	12	92	9	7	77	Yes
7	SUKANYA KRIPALU	13	13	100	9	9	100	No
8	SHAWN ALBERT DEVILLA	13	10	76	4	3	75	Not applicable
9	VIVEK SHARMA	13	13	100	12	12	100	Not applicable
10	SRIKRISHNA RAMAKARTHIKEYAN	13	10	76	0	0	0	Yes
11	KAPIL MODI	13	13	100	14	11	78	No

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Srikrishna Ramakarthikeyan	Whole-time director	5755512	0	66659089	8753196	81167797.00
	Total		5755512.00	0.00	66659089.00	8753196.00	81167797.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Vikash Kumar Jain	CFO	44548912	0	0	0	44548912.00
2	Gunjan Methi	Company Secretary	5000000	0	0	0	5000000.00
	Total		49548912.00	0.00	0.00	0.00	49548912.00

C *Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Milind Sarwate	Director	0	8700000	0	3600000	12300000.00
2	Sukanya Kripalu	Director	0	8700000	0	2900000	11600000.00
3	Vivek Sharma	Director	0	21800000	0	2400000	24200000.00
4	Joseph McLaren Quinlan	Director	0	35300000	0	2100000	37400000.00
	Total		0.00	74500000.00	0.00	11000000.00	85500000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS

☐ Nil

4

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

Hexaware Technologies Limited	Registrar Of Companies, Mumbai	16/09/2025	Section 450 of The Companies Act 2013	Penalty Paid INR 66000	NA
Srikrishna Ramakarthikeyan	Registrar Of Companies, Mumbai	16/09/2025	Section 450 of The Companies Act 2013	Penalty Paid INR 50000	NA
Gunjan Methi	Registrar Of Companies, Mumbai	16/09/2025	Section 450 of The Companies Act 2013	Penalty Paid INR 50000	NA
Vikash Kumar Jain	Registrar Of Companies, Mumbai	16/09/2025	Section 450 of The Companies Act 2013	Penalty Paid INR 50000	NA

B *DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

113626

XIV Attachments

(a) List of share holders, debenture holders

Format-MGT7.xlsm

(b) Optional Attachment(s), if any

MGT-8_Hexaware Technologies Ltd_FY 25_Signed.pdf
Clarification Letter.pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

HEXAWARE TECHNOLOGIES LIMITED

 as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY)

31/12/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the

provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Deepti Joshi

Date (DD/MM/YYYY)

02/07/2026

Place

Mumbai

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

8*6*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

16317

*(b) Name of the Designated Person

GUNJAN SUMIT METHI

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 10 dated*

(DD/MM/YYYY) 12/03/2019 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

*To be digitally signed by

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*1*0*2*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

1*3*7

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AC4321091

eForm filing date (DD/MM/YYYY)

03/07/2026

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company