

About Hexaware

Hexaware's commitment to ethical and lawful business conduct is a fundamental value of our Board of Directors, management and employees and is critical to the company's success. We strive to uphold ethical and legal standards at all costs. We will continuously build value for customers through innovative use of technology and talent without compromising on our core values such as honesty and integrity.#

Fast Facts

"Rated amongst the Top 25 for Excellence in Corporate Governance by ICSI* for 3 years in a row"

- Hexaware emerged as one of the Top 25 Companies in ICSI National Award for Excellence in Corporate Governance by the Institute of Company Secretaries of India for three consecutive years
 - 2006 • 2007 • 2008
- Hexaware works with two of the big four auditors
 - Statutory Auditors: Deloitte, Haskins & Sells (Deloitte)
 - Internal Auditors: KPMG
- 55 % of the Board committee comprises of independent directors heading major committees
- Hexaware Technologies Limited has been ranked third among 30 surveyed companies for adopting best Corporate Governance Practices by Medium Sized Family Managed Public Limited Companies, a study done by S. P. Jain Institute of Management & Research, Mumbai funded by National Foundation for Corporate Governance

Independent Directors

- **Shailesh Haribhakti**
Audit Committee
Foreign Exchange Committee
- **Preeti Mehta**
Capital Issue Committee
- **Bharat Shah**
- **L S Sarma**
Remuneration Committee
Investor Grievance Committee
- **S K Mitra**
Banking, Investments & Operations Committee
- **S. Doreswamy**

Non - Independent Directors

- **Atul K Nishar**
Founder and Chairman
- **P R Chandrasekar**
CEO and Vice Chairman
- **Ashish Dhawan**
Senior Managing Director, Chrys Capital
- **Dr. Alka A. Nishar**
Entrepreneur
- **Sunish Sharma**
Managing Director, General Atlantic

Brief bios of a few of our Directors**

Shailesh Haribhakti

- He is the Chairman of **Financial Planning Standards Board (FPSB)**, the Indian affiliate of the Certified Financial Planner™ Board of Standards (CFP™ Board)
- He is the only Indian member of reconstituted Standards Advisory Council (SAC) of the **International Accounting Standards Board (IASB)**
- Best Independent Director 2007- IMC & Asia Centre for Corporate Governance

Sunish Sharma – Managing Director, General Atlantic

- Sunish Sharma is Managing Director at General Atlantic, a global growth equity firm which holds approx 15% of the paid up share capital of Hexaware Technologies Limited.

Financial Health^

Solid Liquidity

- Cash in bank – 95.9 mn \$
- Shareholder's funds/ Net worth – USD 199.4 mn
- Low Days Sale Outstanding (DSO) – 53 days

* The Institute of Company Secretaries of India (ICSI) is an apex body of company secretaries – a statutory entity set-up under an Act of the Indian Parliament.

** Brief Bios of the Directors can be found at: http://www.hexaware.com/bo_director.html. # Our code of conduct can be viewed at <http://www.hexaware.com/inv-govern.htm>

^ All financial details as on June 2010

Key Figures

2009 - 2010 Revenue \$ 218 mn

Global Work Force

Around 6000

Stock Exchange Listing

- BSE – HEXT.BO
- NSE - HEXT.NS
- LSE – HEXD

Year Of Incorporation

1990

Global Delivery Centers

- **North America**
New Jersey
- **Mexico**
Mexico
- **India**
Mumbai, Chennai, Bangaluru, Pune & Nagpur

Corporate Fact Sheet

Committee Key Features

- The Banking, Investments and Operations Committee approves the investment policies of the company
- The cash and bank balances are verified by the Statutory Auditors directly with the respective banks
- Hexaware has separated the role of the Chairman and the CEO (as recommended by the Cadbury committee on Corporate Governance).
- The company has the presence of an institutional investor on the Board of Directors – General Atlantic which owns 14.6% equity stake in the company
- Hexaware enjoys the confidence of approximately a hundred thousand retail shareholders
- Risk Management - The in-house risk management team reports to the Executive Chairman and the Risk Management Committee reports to the Board of Directors
- Audit Committee: Hexaware Board has an active Audit Committee consisting of 4 independent directors, a majority out of total 5 members. The only non – independent director of the committee is a representative of GA, a leading private equity firm. The chairman Mr. Shailesh Haribhakti is an accomplished Chartered Accountant apart from being an acclaimed Independent Director
- The Audit Committee
 - Reviews internal controls
 - Appoints internal auditors
 - Recommends statutory auditors
 - Observes accounting standards
 - Reviews and approves accounts
 - Reviews financial management
- Audit compliance: The scope and audit plan of KPMG is driven by the Audit Committee

Marquee Shareholders

- Promoter: 28.42%
- Foreign Institutional Investors(FII) / American Depository receipt / Global Depository receipt: 44.20%
- General Atlantic – 14.59%
- Fidelity / FID Funds – 8.96%
- ChrysCapital – 9.88%
- Financial Institutions / Mutual Funds / Corporates : 12.46 %
- These FII / Domestic Institutional Investors are committed, long-only and strategic investors. We expect continued interest and participation from them over the medium to long term

Information Security / Controls at Hexaware

- Hexaware is an ISO 27001 compliant certified by Det Norske Veritas AS (DNV)
- CMMI – 5 by Software Engineering Institute, Carnegie Mellon
- ISO 9001-2000 - Tick IT, awarded by Det Norske Veritas for Analysis, Design, Construction, Testing, Delivery and Maintenance of Commercial Application Software
- PCI DSS 1.2 (Payment Card Industry Data Security Standard) certified

Facilities and Infrastructure

Land Ownership (approximate worth)

- 27 acres in Chennai SEZ Campus (\$16.38 mn)
- 25 acres in Pune SEZ (\$6.7 mn)
- 20 acres in Nagpur SEZ (\$2.4 mn)
- Mumbai - Millennium Business Park (\$6.3 mn)

Business Strength

- High quality clientele and reliable assets



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