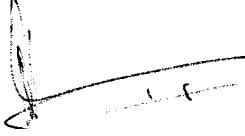






**FORM A**

**Format of covering letter of the annual audit report to be filed with the stock exchanges**

<b>1</b>	<b>Name of the Company:</b>	<b>Hexaware Technologies Limited</b>
<b>2</b>	<b>Annual financial statements for the year ended</b>	<b>December 31, 2014</b>
<b>3</b>	<b>Type of Audit observation</b>	<b>Un-qualified</b>
<b>4</b>	<b>Frequency of observation</b>	<b>NA</b>
<b>5</b>	<b>To be signed by-</b> <input type="checkbox"/> <b>CEO/Managing Director</b>  <input type="checkbox"/> <b>CFO</b>  <input type="checkbox"/> <b>Audit Committee Chairman</b>  <input type="checkbox"/> <b>Auditor of the company</b>	      <div style="text-align: right;"> <b>For Deloitte Haskins &amp; Sells LLP</b>            Chartered Accountants            (Firm's Registration No. 117366W / W = 100018)     <b>Abhijit A. Damle</b>            Partner            (Membership No. 102912)            Mumbai, April 9, 2015         </div>
	Refer our audit reports dated 10 <sup>th</sup> February, 2015 on the standalone and consolidated financial statements of the Company	

CIN No. L72900MH1992PLC069662

# Deloitte Haskins & Sells LLP

Chartered Accountants  
Indiabulls Finance Centre  
Tower 3, 27th - 32nd Floor  
Senapati Bapat Marg  
Elphinstone Road (West)  
Mumbai - 400 013  
Maharashtra, India

Tel: +91 (022) 6185 4000  
Fax: +91 (022) 6185 4501/4601

## **Auditors' Certificate on compliance of conditions of Corporate Governance as per Clause 49 of the Listing Agreement of the Stock Exchange**

To the members of Hexaware Technologies Limited

We have examined the compliance of conditions of Corporate Governance by Hexaware Technologies Limited, for the year ended 31<sup>st</sup> December, 2014, as stipulated in clause 49 of the Listing Agreement of the said company with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring compliance of conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For DELOITTE HASKINS & SELLS LLP  
Chartered Accountants  
(Firm Registration No. 117366 W / W-100018)



A handwritten signature in black ink, appearing to read "Abhijit A. Damle".

**Abhijit A. Damle**  
Partner  
(Membership No. 102912)

MUMBAI, 2<sup>nd</sup> April, 2015





# Contents

## **BUSINESS OVERVIEW**

Chairman's Message	2
CEO's Communique	4
The Board of Directors	6
Delivering Value Together	8
Business Model	9
2014 in Retrospect	10
Performing with customer-first approach	12
A Step Forward in Innovation	14
Winning Big with Passion	16
Differentiate and Delight	18
Performance Review	20
Sustainability at Hexaware	28
Awards and Recognition	30
The Management Team	31
Ten Year Consolidated Financial Highlights	32

## **STATUTORY REPORTS**

Notice	33
Directors' Report	43
Report on Corporate Governance	55
Management Discussion and Analysis	73

## **FINANCIAL STATEMENTS**

Consolidated Financial Statements	85
Standalone Financial Statements	107



A group of people are seated at a table in a meeting room, looking towards a whiteboard. The whiteboard has the title "TEAM BUILDING" and a list of activities. The people are diverse in age and ethnicity. The room is brightly lit with large windows in the background.

## TEAM BUILDING

- Company Trip
- Sports
- Holiday parties
- Friday Potluck
- Sporting Event

### **How do we create an outstanding client experience at Hexaware?**

There are several ingredients in it. But first comes passion. Passion to understand the client's requirements with sensitivity and bring to life technology-driven innovations that deliver value with speed. We help global customers to improve processes, reduce cost and elevate their level of efficiency. The result is 'differentiation' that is essential for businesses to survive and grow in a complex world.

Our ecosystem focuses on simplicity at all levels. Such an approach is reshaping the way we take decisions, work together internally, partner with clients and at the end of the day give them a great reason to smile.

As a multi-cultural company with a presence around the world, we are driven by three overriding objectives:

**"Offer a suite of product & services that delight customers"**

**"Deliver solutions that are innovative and globally acclaimed"**

**"Become a great place to work, where people are full of passion and enthusiasm"**

These tenets best define us and infuse dynamism into our operations. Every single day.

# Chairman's Message



## DEAR SHAREHOLDERS,

I am pleased to report yet another year of healthy performance for Hexaware in 2014. In a rapidly changing environment, we endeavour to constantly review and transform our portfolio and competencies. This means delighting our customers beyond their expectations, finding innovative solutions to create benefits for them and making Hexaware a great place to work.

### IT industry overview

SMAC (Social, Mobile, Analytics and Cloud) and IoT (Internet of Things) are disrupting traditional service delivery models. We view the opportunity from this as an ability to bring greater insights to customers and help them grow their business.

### Company performance 2014

In 2014 we continued to improve our quality of products and services. We started several initiatives in organisational development to create a great and exciting working culture and revamp existing work processes. We ended the year with Y-o-Y revenue growth of 13% and 44 new customer additions. This is a validation of the company's strategic direction.

During the year we saw healthy order intake in many of our businesses verticals like healthcare and IMS. Our BFSI, BPS and GTT service lines got lucrative deals in the year. I remain optimistic of our growth prospects going forward.

### Customer centric business

We deepened customer relationships by empowering our customer management and delivery teams to act with full ownership in their respective accounts. Besides this, we are also using the power of crowd sourcing to source ideas from our employees to add value to our customers by thinking outside the box. By including our employees in decision-making and using their ideas, we make them feel valued and keep them motivated. Our key performance indicators KPIs across customer teams are related to customer delight index, Customer Value Add and employee passion.



### Innovations

During the year, we have created innovations – which involve building appealing products and also generating passion and excitement—capturing the hearts and the minds of customers and the people in our organisation. We want to ignite the creativity of our people so that they can discover new means to fulfill customer needs, and thus develop our distinctive capabilities and help us outpace competitors. An example of this is our iFraudEngine, which helps our insurance customers to dramatically increase their ability to detect fraudulent claims.

### Going forward

The year ahead will be focused on successfully executing our strategy, growing the core business, streamlining and transforming the organisation culture and delighting our customers. I believe that we are making the right strategic investments to strengthen our market position and become our customers' most valued and trusted business partner. I thank our employees for their hard work and energy in creating this success. I also want to thank all shareholders for their continued support and trust.

Regards,

**Atul Nishar**  
*Chairman*

# CEO's Communique



## DEAR SHAREHOLDERS,

I am very excited to write my first letter to you. It has been a short 9 months since I joined Hexaware, but it feels like a lot longer. I have had the opportunity during this time to meet our customers, fully comprehend the rationale for our deep customer relationships, appreciate the enormous expertise in our chosen verticals and horizontals and build an emotional bond with 10,000 Hexawarians.

### Our financial results

On the business side, 2014 was a period of significant transformation while keeping focus on consistent quarterly performance. Our financial results are a demonstration of the deep commitment each of our employees have to deliver innovative and outstanding service to our customers.

The company delivered excellent results in 2014. During the year, our sales grew 13%, our gross profit were 37% of sales and strong, positive cash flow from operations were ₹ 4129 mn. We have had a strong growth momentum in the past few quarters. The growth has been broad based with all verticals contributing to growth.

### Reinvigorating Innovation

Creating innovating services on a consistent basis is key to sustaining performance. To do this, we have created talented teams that are focused on new service development and defined top-down innovation themes.

We have also created a bottoms-up crowdsourcing mechanism which creates an outlet for the immense creativity and energy in our employees.

### Igniting Hexawarians

We are committed to creating policies and an environment that instills a sense of pride and passion in our employees. We have increased focus on communication with our employees in a transparent way on the company's vision, strategy, and progress. We are all 'Proud to be a Hexawarian'

### Improved Customer centricity

We are very proud of our long standing relationships with our customers. Many of our relationships are well over a decade long. Much of our growth will come from our existing customers and we are improving our engagement model with them and empowering our account teams to be champions of their customers within Hexaware.



### Looking ahead

We are extending our reach to ensure seamless global delivery to our clients. We are expanding facilities in Chennai, and building a new campus in Pune. Overseas, we are adding capacity in Atlanta and Mexico. Finally, we will open a center in Poland in the second half of 2015.

We continue our growth investment in new services to enhance customer experience across both industry-specific and horizontal solutions. We have built deep domain expertise in our chosen verticals and plan to remain focused on our current verticals. The IMS industry has been the fastest growing service line for the industry and for Hexaware. We are reinvesting in this business as we believe that there is a lot of headroom for growth enabling superior speed, quality and improved customer experience.

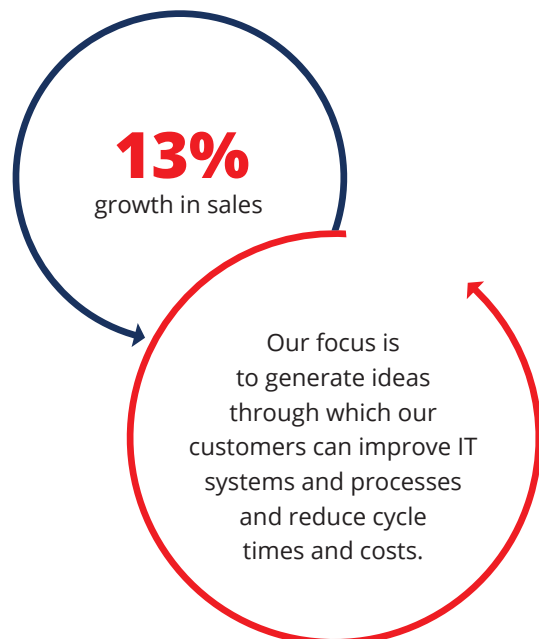
### Our commitment to corporate responsibility

Corporate responsibility is an enduring commitment for Hexaware. In 2014, we continued our tie-ups and initiatives to bring a smile to hundreds of under privileged children to whom our employees donated many hours and made generous monetary contributions in varied causes.

We have an enormous sense of hope in Hexaware about our future. Thank you for your support and confidence in us. We will continue to do our best to impassion our employees, delight our customers, innovate on services and thereby deliver superior returns to our shareholders.

Regards,

**R. Srikrishna**  
*Chief Executive Officer*



# The Board of Directors



## STANDING FROM LEFT TO RIGHT

**Mr. Basab Pradhan**, *Independent Director*  
**Mr. Kosmas Kalliarekos**, *Director*  
**Mr. R. Srikrishna**, *CEO & Executive Director*  
**Mr. Jack Hennessy**, *Director*  
**Mr. Jimmy Mahtani**, *Director*  
**Mr. Christian Oecking**, *Independent Director*

## SITTING FROM LEFT TO RIGHT

**Mr. Dileep C. Choksi**, *Independent Director*  
**Mr. Bharat Shah**, *Independent Director*  
**Mr. Atul K. Nishar**, *Chairman*  
**Mr. P. R. Chandrasekar**, *Vice Chairman*

## NOT PICTURED

**Dr. Punita Kumar-Sinha**, *Independent Director*  
*appointed w.e.f. March 26, 2015*

### **Mr. Atul K. Nishar**, *Chairman*

Mr. Nishar founded Hexaware Technologies in 1990. He has been the driving force providing the Company with strategic direction and marketing focus. Mr. Nishar is a Fellow of the Institute of Chartered Accountants of India (FCA) and received his Bachelor's Degrees in Commerce and Law from Mumbai University.

### **Mr. P. R. Chandrasekar**, *Vice Chairman*

*(retired as CEO of the Company w.e.f. July 28, 2014)*

Mr. Chandrasekar has vast experience in business development, channel development, mergers and acquisitions and other strategic initiatives. Mr. Chandrasekar holds a degree in Engineering from IIT Madras and has an MBA from the Jamnalal Bajaj Institute of Management Studies.