

Virendra Bhatt

Company Secretary

Office:

**Office No. 03, A Wing, 9th Floor,
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BKC CST Link Rd., MMRDA Area,
Bandra Kurla Complex,
Bandra East, Mumbai- 400 051**

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RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

- | | |
|--|--|
| 1. For Quarter Ended | : 30th June, 2020 |
| 2. ISIN | : INE170I01016 |
| 3. Face Value | : Rs. 10/- per Equity share |
| 4. Name of the Company | : HINDUJA GLOBAL SOLUTIONS LIMITED |
| 5. Registered Office Address | : Hinduja House, 171,
Dr. Annie Besant Road,
Worli, Mumbai - 400018 |
| 6. Correspondence Address | : Hinduja House, 171,
Dr. Annie Besant Road,
Worli, Mumbai - 400018 |
| 7. Telephone & Fax Nos. | : Tel No.: 022 – 24960707
Fax No.: 022 – 24974208 |
| 8. Email Address | : investor.relations@teamhgs.com |
| 9. Name of the Stock Exchanges where:
the Company's securities are listed | 1. BSE Limited
2. National Stock Exchange of
India Limited |

	Number of Equity Shares	% of Total Issued Capital
10. Issued Capital	: 20873164	100.00%
11. Listed Capital (Exchange-Wise)		
BSE Limited	: 20865933	99.97%
National Stock Exchange of India Limited	: 20865933	99.97%
12. Held in dematerialized form in CDSL	: 1871173	8.96%
13. Held in dematerialized form in NSDL	: 18955642	90.81%

14. Physical : 39118 0.19%
15. Total No. of Shares (12+13+14) : 20865933 100.00%
16. Reasons for differences if any, between (10 & 11), (10 & 15) : The Company has allotted 7,231 Equity Shares on June 13, 2020 pursuant to exercise of Stock Options; and corporate action for credit of such shares was received from Depository vide their letter dated July 1, 2020. Further, approval of both the Stock Exchanges (i.e. BSE and NSE) for listing of such shares were received on July 3, 2020.

17. Certifying the details of changes in the share capital during the quarter under consideration as per table below:

Particulars	No. of Shares	Applied/ Not Applied for Listing	Listed on stock exchange (Specify Names)	Whether applicable to CDSL	Whether applicable to NSDL	In-prin. Approval Pending for SE (specify names)
Allotment of 7,231 Equity Shares of Rs. 10/- each under ESOP on 13 th June, 2020	7,231	Yes	As on June 30, 2020, listing was under process.	N.A.	Yes	-

18. Register of Members is updated (Yes/ No) : Yes, till 30th June, 2020
If not, updated up to which date

18. Reference of previous quarter with regards to excess dematerialized shares, if any: N.A.

20. Has the company resolved the matter mentioned in point No.19 above in the Current quarter? If not, reason why? N.A.

21. Mention the total No. of requests, if any, confirmed after 21 days and the total No. of requests pending beyond 21 days with the reasons of delay: N.A.

Total No. of demat / Remat requests	No. of requests	No. of shares	Reasons for delay
Confirmed after 21 days	NIL	NA	NA
Pending for more than 21 days	NIL	NA	NA

22. Name, Telephone & Fax No. of the Compliance Officer of the Company : Mr. S. Mahadevan
EVP-legal, Company Secretary & Compliance Officer
Membership No.: FCS - 3011
Tel. No.: 022 - 24960707
Fax No.: 022 - 24974208
23. Name, Address, Tel. & Fax No., Regn. No of the Auditor : Virendra G. Bhatt
Practicing Company Secretary
Office No. 03, A Wing, 9th Floor,
Pinnacle Corporate Park, BKC
CST Link Rd., MMRDA Area,
Bandra Kurla Complex,
Bandra East, Mumbai - 400051
Tel. No.: 022-26529367/68
24. Appointment of common agency for share registry work, if yes (name & address) : KFin Technologies Private Limited
(formerly known as Karvy Fintech Private Limited)
Karvy Selenium, Tower B, Plot 31 - 32,
Gachibowli, Financial District,
Nanakramguda, Hyderabad,
Telangana - 500032
25. Any other detail that the auditor may like to provide: (Eg. BIFR Company, changed its name etc.) : The Company had allotted 7,231 ESOP Equity Shares which were listed on Stock Exchange (i.e. BSE and NSE) on July 3, 2020.

Note:

In view of the situation arising due to COVID-19 pandemic and lockdown imposed by the Government, the Securities and Exchange Board of India vide circular nos. SEBI/HO/MIRSD/DOP/CIR/P/2020/62 dated 16th April, 2020, SEBI/HO/MIRSD/DOP/CIR/P/2020/72 dated 24th April, 2020 and SEBI/HO/MIRSD/DOP/CIR/P/2020/112 dated 30th June, 2020 granted relaxation to Registrar and Share Transfer Agents for processing of the demat request form.

Date: 20th July, 2020

Place: Mumbai

UDIN: A001157B000475653

Virendra G. Bhatt

Practicing Company Secretary

ACS No.: 1157 / COP No.: 124

Due to COVID - 19 Lockdown, we are not able to verify the information physically, therefore we rely on the information provided by the Registrar and Share Transfer Agent in electronic mode.