

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FORM 6-K**

REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934

December 4, 2012

Commission File Number: 001-32945

**WNS (Holdings) Limited**

---

(Translation of registrant's name into English)

Jersey, Channel Islands

---

(Jurisdiction of incorporation or organization)

Gate 4, Godrej & Boyce Complex  
Pirojshanagar, Vikhroli (W)  
Mumbai 400 079, India  
+91-22-6797-6100

---

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:  Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934:  Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): n/a

---

WNS (Holdings) Limited is incorporating by reference the information and exhibits set forth in this Form 6-K into its registration statements on Form S-8 (Registration No: 333-136168), Form S-8 (File No. 333-157356), Form S-8 (File No. 333-176849), and Form F-3 (File No. 333-177250).

#### Other Events

On December 4, 2012, WNS (Holdings) Limited announced the appointment of Deepak Sogani as its Group Chief Financial Officer effective December 3, 2012.

A copy of the press release dated December 4, 2012 is attached hereto as Exhibit 99.1.

#### Exhibit

99.1 Press Release of WNS (Holdings) Limited dated December 4, 2012.

---

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

WNS (Holdings) Limited

Date: December 4, 2012

By: /s/Ronald D'Mello

Name: Ronald D'Mello

Title: General Counsel

---

# EXHIBIT INDEX

**Exhibit No.**

**Description**

99.1

Press release dated December 4, 2012

---



## WNS Names Deepak Sogani as Chief Financial Officer

**Mumbai, India, and New York, December 4, 2012** -WNS (Holdings) Limited (WNS) (NYSE:WNS), a leading provider of global Business Process Outsourcing (BPO) services, today announced that Deepak Sogani, 46, has joined as its group Chief Financial Officer (CFO), effective December 3, 2012. Mr. Sogani will be responsible for WNS's global finance function, and will report directly to Keshav Muruges, WNS's Group CEO.

"We are pleased to welcome Deepak to the WNS team, and believe his unique combination of capability and experience will be a tremendous asset to the company," said Mr. Muruges. "His track record as a CFO and knowledge of the offshore services space will make Deepak an excellent fit to lead the finance function as WNS continues to grow and evolve," he added.

"I believe that WNS is well positioned for success in the global BPO space," said Mr. Sogani. "I am excited to join WNS at this important juncture, and look forward to working with Keshav and the entire WNS team to help define its future and accelerate business momentum," he added.

Mr. Sogani is an engineer from IIT, Delhi and an MBA from IIM, Ahmedabad. He brings in over 20 years of experience in finance and business management. He joins WNS from Dalmia Bharat Limited, the holding company of a diversified group with annual revenue of about \$1 billion, where he was designated as an Executive Director reporting to the Group CEO. Prior to Dalmia, Mr. Sogani held CFO positions at Times Internet Ltd., Sutherland Global Services Ltd., and Patni Computer Systems Ltd.

### About WNS

WNS (Holdings) Limited (NYSE: WNS), is a leading global business process outsourcing company. WNS offers business value to 200+ global clients by combining operational excellence with deep domain expertise in key industry verticals including Travel, Insurance, Banking and Financial Services, Manufacturing, Retail and Consumer Packaged Goods, Shipping and Logistics and Healthcare and Utilities. WNS delivers an entire spectrum of business process outsourcing services such as finance and accounting, customer care, technology solutions, research and analytics and industry specific back office and front office processes. As of September 30, 2012, WNS had 25,714 professionals across 30 delivery centers worldwide including Costa Rica, India, Philippines, Poland, Romania, South Africa, Sri Lanka, United Kingdom and the United States. For more information, visit [www.wns.com](http://www.wns.com).

### Safe Harbor Provision

This document includes information which may constitute forward-looking statements made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, the accuracy of which are necessarily subject to risks, uncertainties, and assumptions as to future events. Factors that could cause actual results to differ materially from those expressed or implied are discussed in our most recent Form 20-F and other filings with the Securities and Exchange Commission. WNS undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise.

#### Investors:

---

**David Mackey**

Corporate SVP–Finance & Head of Investor Relations  
WNS (Holdings) Limited  
+1 201 942 6261  
[ir@wns.com](mailto:ir@wns.com)

---

#### Media:

---

**Sumi Gupta**

Public Relations  
WNS (Holdings) Limited  
+91 (22) 4095 2263  
[sumi.gupta@wns.com](mailto:sumi.gupta@wns.com) ; [pr@wns.com](mailto:pr@wns.com)

---