
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 of the Securities Exchange Act of 1934

August 28, 2013

Commission File Number 001—32945

WNS (HOLDINGS) LIMITED

(Exact name of registrant as specified in the charter)

Not Applicable

(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

+91-22-4095-2100

(Address of principal executive offices)

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

Form 20-F x

Form 40-F o

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): o

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): o

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 o

No x

If "Yes" is marked, indicate below the file number assigned to registrant in connection with Rule 12g3-2(b): **Not applicable.**

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EX-99.1 Press release of WNS (Holdings) Limited dated August 28, 2013.

Other Events

On August 28, 2013, WNS (Holdings) Limited announced departure of its Chief Financial Officer (CFO) Mr. Deepak Sogani and appointment of Mr. Sanjay Puria – Corporate SVP Finance, as its new CFO.

A copy of the press release dated August 28, 2013 is attached hereto as Exhibit 99.1.

Exhibit

99.1 Press release of WNS (Holdings) Limited dated August 28, 2013.

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SIGNATURE

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, there under duly authorized.

Date: August 28, 2013

WNS (HOLDINGS) LIMITED

By: /s/ Ronald D'Mello
Name: Ronald D'Mello
Title: General Counsel

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99.1 Press release of WNS (Holdings) Limited dated August 28, 2013.

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WNS Announces Departure of CFO, Appointment of New CFO

NEW YORK and MUMBAI, August 28, 2013 — WNS (Holdings) Limited (NYSE: WNS), a leading provider of global Business Process Outsourcing (BPO) services, today announced that Mr. Deepak Sogani has stepped down as the company's Chief Financial Officer (CFO) for personal reasons. Mr. Sanjay Puria, WNS's Corporate SVP – Finance, will assume the CFO role on a permanent basis with immediate effect. Mr. Puria, a Certified Public Accountant (CPA) and Chartered Accountant (CA), brings over 15 years of experience to the position, including over 10 years in the offshore services industry. During his three years at WNS, Sanjay has managed several key finance functions including Corporate Strategy, Mergers and Acquisitions, Financial Planning and Analysis, and Strategic Business Development.

"We appreciate Deepak's contributions as a member of WNS's executive team, and wish him well in his future endeavors. The company is pleased to have an excellent internal replacement and proven performer for this strategic role, and believe Sanjay is the right choice to lead the finance function and help continue to move WNS forward. We remain excited about our positioning and business momentum, and are confident in the financial and operational strength of the organization," said Keshav R. Muruges, CEO.

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 June 30, 2013, WNS had 26,178 professionals across 32 delivery centers worldwide including China, Costa Rica, India, Philippines, Poland, Romania, South Africa, Sri Lanka, United Kingdom and the United States. For more information, visit 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.

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