

**WIPRO TECHNOLOGIES SDN BHD
(formerly known as PLANET PSG SDN
BHD), MALAYSIA**

FINANCIAL STATEMENTS

**AS OF AND FOR THE YEAR ENDED
MARCH 31, 2015**

WIPRO TECHNOLOGIES SDN BHD (formerly known as PLANET PSG SDN BHD), MALAYSIA

BALANCE SHEET

(Amount in ₹ except share and per share data, unless otherwise stated)

		As at March 31, 2015	As at March 31, 2014
<u>I. EQUITY AND LIABILITIES</u>			
1. Shareholders' funds			
Share capital	3	23	23
Reserves and surplus	4	<u>(739,444)</u>	<u>(383,409)</u>
		(739,421)	(383,386)
2. Share application money pending allotment			
		-	-
3. Non-current liabilities			
		-	-
4. Current liabilities			
Trade payables	5	<u>5,288,988</u>	<u>7,037,703</u>
		5,288,988	7,037,703
TOTAL EQUITY AND LIABILITIES		<u>4,549,567</u>	<u>6,654,317</u>
<u>II ASSETS</u>			
1. Non-current assets			
Long term loans and advances	8	<u>532,973</u>	<u>109,721</u>
		532,973	109,721
2. Current assets			
Trade receivables	6	-	1,645,828
Cash and bank balances	7	4,016,594	4,867,662
Other current assets	9	-	31,106
		<u>4,016,594</u>	<u>6,544,596</u>
TOTAL ASSETS		<u>4,549,567</u>	<u>6,654,317</u>

The accompanying notes form an integral part of the Balance Sheet

As per our report attached

for Appaji & Co.

Chartered Accountants

Firm Registration number :014147S

sd/-

CA.K .Appaji

Partner

Membership No. 214156

For and on behalf of the Board of Directors

sd/-

Director

Manoj nagpaul

sd/-

Director

Akhtar

WIPRO TECHNOLOGIES SDN BHD (formerly known as PLANET PSG SDN BHD), MALAYSIA**STATEMENT OF PROFIT AND LOSS ACCOUNT****(Amount in ₹ except share and per share data, unless otherwise stated)**

	Notes	Year ended March 31,	
		2015	2014
REVENUE			
Revenue from operations (gross)	10	(31,098)	11,064,842
Less: Excise duty		-	-
Revenue from operations (net)		(31,098)	11,064,842
Total Revenue		(31,098)	11,064,842
EXPENSES			
Purchases of stock-in-trade	11	-	4,739,103
Other expenses	12	387,039	5,728,060
Total Expenses		387,039	10,467,164
Profit before tax		(418,137)	597,678
Tax expense			
Provision for Taxation		-	(3,083,862)
Current tax		-	-
Net Profit / Loss		(418,137)	3,681,540
Earnings per equity share			
(Equity shares of par value MYR 1 each)			
Basic		(209,069)	1,840,770
Diluted		(209,069)	1,840,770

*Refer Note 14

The accompanying notes form an integral part of the Statement of Profit and Loss

As per our report attachedfor **Appaji & Co.**

Chartered Accountants

Firm Registration number :014147S

For and on behalf of the Board of Directors

sd/-

CA.K .Appaji

Partner

Membership No. 214156

sd/-

Director

Manoj nagpaul

sd/-

Director

Akhtar

WIPRO TECHNOLOGIES SDN BHD (formerly known as PLANET PSG SDN BHD), MALAYSIA
CASH FLOW STATEMENT

(Amount in ₹ except share and per share data, unless otherwise stated)

	<u>Year ended March 31,</u>	
	2015	2014
A. Cash flows from operating activities:		
Profit/ (Loss) before tax	(418,137)	597,678
Adjustments:		
Exchange differences, net	62,119	(273,010)
Working capital changes :		
Trade payables	(1,748,715)	(2,559,319)
Other current liabilities	-	(13,680,999)
Trade receivables	1,645,828	1,069,236
Loans & advances	-	(20,596)
Other Current Assets	31,106	-
Net cash generated from / (used in) operations	(427,799)	(14,867,009)
Direct taxes (paid)/refund, net	(423,269)	(15,808)
Net cash generated by / (used in) operating activities	(851,068)	(14,882,817)
B. Cash flows from investing activities:		
Net cash from / (used in) investing activities	-	-
C. Cash flows from financing activities:		
Net cash used in financing activities	-	-
Net (decrease) / increase in cash and cash equivalents during the period	(851,069)	(14,882,817)
Cash and cash equivalents at the beginning of the period	4,867,662	19,750,479
Cash and cash equivalents at the end of the period	4,016,594	4,867,662
Components of cash and cash equivalents		
Balances with banks in current account	4,016,594	4,867,662
Total Cash and cash equivalents (*Refer Note 7)	4,016,594	4,867,662

The accompanying notes form an integral part of the Cash flow statement

As per our report attached

For and on behalf of the Board of Directors

for Appaji & Co.

Chartered Accountants

Firm Registration number :014147S

sd/-

CA.K .Appaji

Partner

Membership No. 214156

sd/-

Director

Manoj nagpaul

sd/-

Director

Akhtar

WIPRO TECHNOLOGIES SDN BHD (FORMERLY KNOWN AS PLANET PSG SDN BHD), MALAYSIA
NOTES TO THE FINANCIAL STATEMENTS
(Amount in ₹, except share and per share data, unless otherwise stated)

1. Company overview

Wipro Technologies Sdn Bhd (formerly known as Planet Psg Sdn Bhd), Malaysia (“the Company”) is a subsidiary of (‘the holding company’). The Company is incorporated in MALAYSIA and is engaged in software development services. The functional currency of the Company is MYR and the reporting currency for these financial statements is INR. These financial statements have been prepared and audited to attach with the accounts of the holding company, to comply with the provisions of Indian Companies Act, 2013

2. Significant accounting policies

(i) Basis of preparation of financial statements

The financial statements are prepared in accordance with Generally Accepted Accounting Principles in India (GAAP) under the historical cost convention on the accrual basis, except for certain financial instruments which are measured on a fair value basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 (‘Act’) read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of Act (to the extent notified and applicable), Accounting Standards (‘AS’) issued by Institute of Chartered Accountants of India (ICAI) and other generally accepted accounting principles in India.

(ii) Use of estimates

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities and the disclosure of contingent liabilities as at the date of financial statements and reported amounts of income and expenses during the year. Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates is recognised in the year in which the estimates are revised and in any future year affected.

(iii) Revenue recognition

Services:

The company recognizes revenue when significant terms of the arrangement are enforceable, services have been delivered and the collectability is reasonably assured. The method of recognizing the revenues and costs depend on the nature of the services rendered:

A. Time and material contracts

Revenues and costs relating to time and material contracts are recognized as the related services are rendered.

B. Fixed-price contracts

Revenues from fixed-price contracts, including systems development and integration contracts are recognized using the “percentage-of-completion” method. Percentage of completion is determined based on project costs incurred to date as a percentage of total estimated project costs required to complete the project. When total cost estimated exceed revenues in an arrangement, the estimated losses are recognized in the statement of profit and loss in the period in which such losses become probable based on the current contract estimates.

‘Unbilled revenues’ included in other current assets represent cost and earnings in excess of billings as at the balance sheet date. ‘Unearned revenues’ included in other current liabilities represent billing in excess of revenue recognized.

Revenue from customer training, support and other services is recognized as the related services are performed.

Revenue from the sale of user licenses for software applications is recognized on transfer of the title in the user license.

C. Maintenance Contracts

Revenue from maintenance contracts is recognized ratably over the period of the contract using the percentage of completion method. When services are performed through an indefinite number of repetitive acts over a specified period of time, revenue is recognized on a straight-line basis over the specified period unless some other method better represents the stage of completion.

In certain projects, a fixed quantum of services or output units is agreed at a fixed price for a fixed term. In such contracts, revenue is recognized with respect to actual output achieved till date as a percentage of total contractual output. Any residual services utilized by the customer is recognized as revenue on completion of the terms.

Products:

Revenue from sale of products is recognized when the significant risks and rewards of ownership has been transferred in accordance with the sale contract. Revenue from product sales is shown gross of excise duty and net of sales tax separately charged and applicable discounts.

Other income

Agency commission is accrued when shipment of consignment is dispatched by the principal.

Interest is recognized using the time proportion method, based on the rates implicit in the transaction.

Dividend income is recognized when the company's right to receive dividend is established.

(iv) Foreign currency transactions

The Company is exposed to currency fluctuations on foreign currency transactions. Foreign currency transactions are accounted in the books of account at the exchange rates prevailing on the date of transaction.

Foreign currency transaction

The difference between the rate at which foreign currency transactions are accounted and the rate at which they are realized is recognized in the statement of profit and loss

Translation of financial statements

The Company is a foreign subsidiary of Wipro Limited and has been treated as a non integral operating unit for translation. For the purpose of accounts during the period, all income and expenses items are converted at the average rate of exchange applicable for the period. All assets and liabilities are translated at the closing rate on the balance sheet date. The equity share capital, reserves and investment in subsidiaries are carried forward at the rate of exchange prevailing on the transaction date. All resulting exchange difference arising out of year-end conversion has been transferred to Translation Reserve in Reserve and Surplus.

(v) Income tax

The current charge for income taxes is calculated in accordance with the relevant tax regulations. Deferred tax assets and liabilities are recognised for the future tax consequences attributable to timing differences that result between the profit offered for income taxes and the profit as per the financial statements by each entity in the Company.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. The effect on deferred tax assets and liabilities of a change in tax rates is recognised in the period that includes the enactment/ substantial enactment date.

Deferred tax assets on timing differences are recognised only if there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. However, deferred tax assets on the timing differences when unabsorbed depreciation and losses carried forward exist, are recognised only to the extent that there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

Deferred tax assets are reassessed for the appropriateness of their respective carrying amounts at each balance sheet date.

(vi) Earnings per share

The number of shares used in computing basic earning per share is the weighted average number of shares outstanding during the year.

The number of shares used in computing diluted earnings per share comprises the weighted average shares considered for deriving basic earnings per share, and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. The number of shares and potentially dilutive equity shares are adjusted for any stock splits and bonus shares issued.

(vii) Provisions and contingent liabilities

The Company creates a provision when there is a present obligation as a result of an obligating event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Provisions for onerous contracts, i.e. contracts where the expected unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognized when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a reliable estimate of such obligation.

Note 3 Share Capital

(i) The details of share capital are given below:-

Authorised capital

1,00,000 (2013: 1,00,000) equity shares [Par value of of 1 MYR per share]

1,147,170 1,147,170

1,147,170 1,147,170

Issued, subscribed and fully paid-up capital

1,00,000 (2013: 1,00,000) equity shares [Par value of of 1 MYR per share]

23 23

23 23

(ii) The following is the reconciliation of number of shares as at March 31, 2015.

Number of common stock outstanding as at beginning of the year

2 2

Number of common stock issued during the year

- -

Number of common stock outstanding as at the end of the year

2 2

Note 4 Reserves and Surplus

Translation reserve

Balance brought forward from previous year

(6,707,201) (2,540,647)

Movement during the period

62,119 (4,166,554)

(6,645,082) (6,707,201)

General reserve

Balance brought forward from previous year

6,323,775 15,439,970

Amount transferred from surplus balance in the statement of profit and loss

(418,137) 3,681,540

Pre-acquisition reserve

- (12,797,736)

5,905,638 6,323,775

Surplus from statement of profit and loss

Balance brought forward from previous year

- -

Add: Profit for the year

(418,137) 3,681,540

- Amount transferred to general reserve

418,137 3,681,540

Closing balance

- -

Summary of reserves and surplus

Balance brought forward from previous year

(383,409) (3,791,939)

Movement during the year

(356,018) 3,408,530

(739,444) (383,409)

Note 5 Trade payables

Payable to ultimate holding company

4,779,314 6,812,775

Accrued expenses

509,674 224,928

5,288,988 7,037,703

	As at March 31, 2015	As at March 31, 2014
Note 6 Trade Receivable		
Unsecured:		
Over six months from the date they were due for payment		
Considered good	-	1,645,828
	-	1,645,828
Note 7 Cash and bank balances		
Cash and cash equivalents		
Balances with banks		
In current accounts	4,016,594	4,867,662
	4,016,594	4,867,662
Note 8 Long-term loans and advances		
Advance income tax	532,973	109,721
	532,973	109,721
Note 9 Other current assets		
Unbilled revenue	-	31,106
	-	31,106
	Year ended March 31,	
	2015	2014
Note 10 Revenue from Operations		
Sale of products	-	5,265,670
Sale of services	(31,098)	5,799,172
Revenue from operations (gross)	(31,098)	11,064,842
Note 11 Cost of Materials Consumed		
Purchases	-	4,739,103
	-	4,739,103
Note 12 Other expenses		
Sub contracting / technical fees / third party application	-	5,219,259
Rent	2,742	-
Legal and professional charges	191,231	237,742
Rates and taxes	4,613	73,663
Audit fees	182,821	170,761
Miscellaneous expenses	5,631	26,634
	387,039	5,728,060

Note 13. Related Party Transaction:

The following are the entities with which the Company has related party transactions:

Name of the party	Relationship with the Company
Wipro Limited	Ultimate Holding Company

The Company had the following transactions with related parties:

(In Rs)

	For the year ended	
	March 31, 2015	March 31, 2014
<i>Wipro Limited</i> - Sub Contracting Charges	-	5,219,259

The following are the balances receivables and payables to related parties:

(In Rs)

Name of the party	As at	
	March 31, 2015	March 31, 2014
<i>Wipro Limited (Payable)</i>	4,779,314	6,812,775

Note 14 Earnings per share

	Year ended March 31,	
	2015	2014
Computation of EPS		
Profit / (Loss) for the period as per statement of profit and loss.	(5,492,019)	3,681,540
Weighted average number of equity shares used for computing basic and	2	2
Gain/Loss per share basic and diluted (face value: Nil)	(2,746,010)	1,840,770

As per our report attached

for *Appaji & Co.*

Chartered Accountants

Firm Registration number :014147S

sd/-

CA.K .Appaji

Partner

Membership No. 214156

Place: Bangalore

Date:

For and on behalf of the Board of
Directors

sd/-

Director

Manoj nagpaul

sd/-

Director

Akhtar

