

INDEPENDENT AUDITOR'S REPORT

To The Board of Directors of Cellent GmbH ,

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of **Cellent GmbH** ("the Company"), which comprise the Balance Sheet as at 31 March 2018, the Statement of Profit and Loss, the Statement of cash flows and the statement of changes in equity for the year then ended, and a summary of the significant accounting policies and other explanatory information. (herein after referred to as standalone Ind As Financial statements).

Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment,

including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our Audit Opinion on the standalone Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2018, and its Profit and its cash flows for the year ended on that date.

**For M/s. Appaji & Co.,
Chartered Accountants
FRN. 014147S**

-Sd-

**CA K Appaji
Partner
Mno-214156
Date: 1st JUN 2018**

Cellent GmbH

Standalone financial statement under Ind AS

As at and for the year ended 31 March 2018

Cellent GmbH
Balance Sheet as at 31 March 2018
 (All amounts are in EUR, unless otherwise stated)

	Note	As at 31 March 2018	As at 31 March 2017
ASSETS			
Non-current assets			
Property, plant and equipment	4	459,526	591,216
Financial assets			
Investments	5	14,260,742	14,260,742
Other non-current assets	7	38,103	61,030
		14,758,371	14,912,988
Current assets			
Financial assets			
Trade receivables	8	7,020,603	5,678,816
Cash and cash equivalents	9	2,425,215	3,166,238
Unbilled revenues		7,407,736	8,981,347
Other financial assets	6	618,861	1,605,659
Other current assets	7	439,976	619,957
		17,912,391	20,052,017
		32,670,762	34,965,005
EQUITY AND LIABILITIES			
Equity			
Share capital	10	5,390,316	5,390,316
Other equity		15,353,874	15,601,271
		20,744,190	20,991,587
Liabilities			
Non-current liabilities			
Provisions	11	353,774	373,130
		353,774	373,130
Current liabilities			
Financial liabilities			
Trade payables	12	1,952,086	1,708,591
Loan from subsidiaries	13	3,251,583	3,306,575
Other financial liabilities	14	5,229,290	6,945,619
Unearned revenues		54,750	53,115
Other current liabilities	15	1,085,088	1,586,387
		11,572,798	13,600,288
		32,670,762	34,965,005

The accompanying notes are an integral part of these financial statements.

As per our report of even date attached
 for 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
 Place: Bangalore
 Date: 1st June 2018

Sd/-
Oliver Zitzow
 Managing Director

Cellent GmbH**Statement of Profit and Loss for the year ended 31 March 2018**

(All amounts are in EUR, unless otherwise stated)

	Notes	Year ended 31 March 2018	Year ended 31 March 2017
REVENUE			
Revenue from operations	16	69,557,403	65,903,792
Other income	17	553,010	681,378
		<u>70,110,413</u>	<u>66,585,170</u>
EXPENSES			
Employee benefits expense	18	38,946,938	36,417,316
Finance costs	19	153,692	127,928
Depreciation and amortisation expense	4	208,327	235,980
Other expenses	20	30,899,349	28,192,202
		<u>70,208,306</u>	<u>64,973,425</u>
Profit before tax		(97,893)	1,611,744
Current tax		149,504	248,437
Tax expense		<u>149,504</u>	<u>248,437</u>
Profit for the period		<u>(247,397)</u>	<u>1,363,308</u>
Total comprehensive income for the period		(247,397)	1,363,308
Other Comprehensive Income			
Items that will not be reclassified to statement of profit or loss (Net of tax)			
Exchange difference on foreign currency translation		-	-
Total Other Comprehensive Income for the period, net of tax		<u>-</u>	<u>-</u>
Total comprehensive income for the period		<u>(247,397)</u>	<u>1,363,308</u>
Earnings per equity share			
	21		
Basic		(0.05)	0.25
Diluted		(0.05)	0.25

The accompanying notes are an integral part of these financial statements.

As per our report of even date attached
for 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
Place: Bangalore
Date: 1st June 2018

Sd/-
Oliver Zitzow
Managing Director

Cellent GmbH**Statement of Changes in Equity**

(All amounts are in EUR, unless otherwise stated)

	Equity share capital	Other equity		Total
		Reserves-At Time of Acquisition	Retained Earnings	
Balance as at 1 April 2016	5,390,316	14,873,655	(566,098)	14,307,557
Profit for the period	-	-	1,363,308	1,363,308
Movement during the year	-	(69,594)	-	(69,594)
Balance as at 31 March 2017	5,390,316	14,804,062	797,209	15,601,271
Profit for the period	-	-	(247,397)	(247,397)
Movement during the year	-	-	-	-
Balance as at 31 March 2018	5,390,316	14,804,062	549,812	15,353,874

The accompanying notes are an integral part of these financial statements.

Cellient GmbH**Cash Flow Statement for the year ended March 2018**

(All amounts are in EUR, unless otherwise stated)

	Year ended 31 March 2018	Year ended 31 March 2017
Cash flow from operating activities		
Profit for the period	(247,397)	1,363,308
Adjustments		
Depreciation and amortization	208,327	235,980
Income tax expense	149,504	248,437
Interest expense	153,692	127,928
Operating profit before working capital changes	264,126	1,975,652
Adjustments for working capital changes:		
Trade and other receivable	(1,341,788)	(281,089)
Loans and advances and other assets	2,740,390	(299,819)
Trade and other payables	(1,991,854)	(1,319,266)
Net cash generated by / (used in) from operations	(329,125)	75,478
Income tax (paid) / refund	(126,577)	54,869
Net cash generated by / (used in) operating activities	(A) (455,702)	130,347
Cash flows from investing activities:		
Acquisition of plant and equipment	(76,636)	(149,082)
Net cash generated by / (used in) investing activities	(B) (76,636)	(149,082)
Cash flows from financing activities:		
Interest paid	(153,692)	(127,928)
Repayment of borrowings / loans	(54,993)	(14,603)
Net cash generated by / (used in) financing activities	(C) (208,685)	(142,532)
Net increase in cash and cash equivalents during the period (A+B+C)	(741,023)	(161,267)
Cash and cash equivalents at the beginning of the period	3,166,238	3,327,505
Cash and cash equivalents at the end of the period (refer note 9)	2,425,215	3,166,238

The accompanying notes are an integral part of these financial statements.

As per our report of even date attached
for Appaji & Co.
Chartered Accountants
Firm Registration number: 0141475

For and on behalf of the Board of Directors

Sd/-
CA K Appaji
Partner
Membership No. 214156
Place: Bangalore
Date: 1st June 2018

Sd/-
Oliver Zitzow
Managing Director

Cellent GmbH

Notes to the standalone financial statement

(All amounts are in EUR, unless otherwise stated)

1 The Company overview

CELLENT GmbH ("The Company") is incorporated and domiciled in Germany and is a 100% subsidiary of Wipro Cyprus Private Limited. The Company is an IT consulting and software services company offering IT solutions and services to customers in Germany, Switzerland and Austria. The Company's ultimate holding company, Wipro Limited ("Wipro") is incorporated and domiciled in India. The effective date of acquisition by Wipro Group was January 01, 2016.

2 Basis of preparation of financial statement

a) Basis of preparation

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified under Section 133 of the Companies Act 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 (by Ministry of Corporate Affairs, ('MCA'). The Company has uniformly applied the accounting policies during the periods presented.

These financial statements have been prepared on a historical cost convention and on accrual basis. Accounting policies have been applied consistently to all periods presented in these financial statements.

These financial statements have been prepared to append with the financial statements of the ultimate holding company, to comply with the provisions of Section 137 (1) of the Companies Act, 2013 ("the Act") in India.

b) Use of estimates and judgment

The preparation of the financial statements in conformity with IND AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

3 Significant accounting policies

a) Foreign currency

Functional currency

The functional currency of the Company is the EURO (EUR). These financial statements are presented in EURO (EUR).

Transaction

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. Monetary foreign currency assets and liabilities at period-end are translated at the exchange rate prevailing at the date of Balance Sheet. The exchange difference between the rate at which foreign currency transactions are accounted and the rate at which they are re-measured/ realized is recognized in the statement of profit and loss.

b) Non-derivative Financial Instruments

Non derivative financial instruments consist of:

- i) financial assets, which include cash and cash equivalents, trade receivables, unbilled revenues, employee and other advances, investments in equity and debt securities and eligible current and non-current assets;
- ii) financial liabilities, which include long and short-term loans and borrowings, trade payables, eligible current and non-current liabilities

Non derivative financial instruments are recognized initially at fair value. Financial assets are derecognized when substantial risks and rewards of ownership of the financial asset have been transferred. In cases where substantial risks and rewards of ownership of the financial assets are neither transferred nor retained, financial assets are derecognized only when the Company has not retained control over the financial asset.

Subsequent to initial recognition, non-derivative financial instruments are measured as described below.

i) Cash and cash equivalents

The Company's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, in banks and demand deposits with banks.

ii) Other financial assets

Other financial assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. These are initially recognized at fair value and subsequently measured at amortized cost using the effective interest method, less any impairment losses. These comprise trade receivables, unbilled revenues, cash and cash equivalents and other assets.

iii) Trade and other payables

Trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest method. For these financial instruments, the carrying amounts approximate fair value due to the short term maturity of these instruments.

c) Equity

i) Share capital

Every holder of the equity shares, as reflected in the records of the Company as of the date of the shareholder meeting shall have one vote in respect of each share held for all matters submitted to vote in the shareholder meeting.

ii) Retained earnings

Retained earnings comprises of the Company's undistributed earnings after taxes.

iii) Other comprehensive income

Changes in the fair value of financial instruments measured at fair value through other comprehensive income and actuarial gains and losses on defined benefit plans are recognized in other comprehensive income (net of taxes), and presented within equity in other reserves.

d) Property, plant and equipment

Recognition and measurement

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures directly attributable to the acquisition of the asset. General and specific borrowing costs directly attributable to the construction of a qualifying asset are capitalized as part of the cost.

Depreciation

The Company depreciates property, plant and equipment over the estimated useful life on a straight-line basis from the date the assets are available for use. The estimated useful life of assets are reviewed and where appropriate are adjusted, annually. The estimated useful lives of assets are as follows:

Category	Useful life
Leasehold Buildings	9 - 11 years
Computers including servers and softwares (included under plant and machinery)	2 - 7 years
Office equipment including furnitures and fixtures	5 - 23 years

e) Employee benefits

Compensated absences

The employees of the Company are entitled to compensated absences. The employees can carry forward a portion of the unutilized accumulating compensated absences and utilize it in future periods or receive cash at retirement or termination of employment. The Company records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Company measures the expected cost of compensated absences as the additional amount that the Company expects to pay as a result of the unused entitlement that has accumulated at the end of the reporting period. Non-accumulating compensated absences are recognized in the period in which the absences occur.

Pension and social contribution

Pension and social contribution plan, a defined contribution scheme, the Company makes monthly contributions based on a specified percentage of each covered employee's salary.

f) Provisions and contingencies

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation 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.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. Provisions for onerous contracts are measured at the present value of lower of the expected net cost of fulfilling the contract and the expected cost of terminating the contract.

g) Revenue

The Company derives revenue primarily from software development, maintenance of software/hardware and related services, business process services and sale of IT and other products.

Services:

The Company recognizes revenue when the 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 depends on the nature of the services rendered.

i) Time and material contracts

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

ii) 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. The cost expended (or input) method has been used to measure progress towards completion as there is a direct relationship between input and productivity. If the Company does not have a sufficient basis to measure the progress of completion or to estimate the total contract revenues and costs, revenue is recognized only to the extent of contract cost incurred for which recoverability is probable. When total cost estimates 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.

iii) Maintenance Contracts

Revenue from maintenance contracts is recognized rateably 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 service or output units is agreed at a fixed price for a fixed term. In such contracts, revenue is recognized with respect to the actual output achieved till date as a percentage of total contractual output. Any residual service unutilized by the customer is recognized as revenue on completion of the term.

iv) Others

The Company accounts for volume discounts and pricing incentives to customers by reducing the amount of revenue recognized at the time of sale. The Company accrues the estimated cost of warranties at the time when the revenue is recognized. The accruals are based on the Company's historical experience of material usage and service delivery costs.

Costs that relate directly to a contract and incurred in securing a contract are recognized as an asset and amortized over the contract term. Contract expenses are recognised as expenses by reference to the stage of completion of contract activity at the end of the reporting period

Products:

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

Unbilled revenues' represent cost and earnings in excess of billings as at the end of the reporting period.

'Unearned revenues' represent billing in excess of revenue recognized. Advance payments received from customers for which no services have been rendered are presented as 'Advance from customers'

h) Finance and other income

Finance and other income comprises interest income on deposits, rental income etc. Interest Income is recognized using the effective interest method.

i) Operating lease

Leases where the lessor retains substantially all the risks and rewards of ownership are classified as operating leases. Payments made under operating leases are recognized in the statement of profit and loss on a straight-line basis over the lease term.

j) Taxes

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to a business combination, or items directly recognized in equity or in other comprehensive income.

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted as at the reporting date and applicable for the period. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and liability simultaneously.

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Deferred income tax assets are recognized to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized.

Deferred income tax liabilities are recognized for all taxable temporary differences except in respect of taxable temporary differences associated with investments in subsidiaries, associates and foreign branches where the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

The Company offsets deferred income tax assets and liabilities, where it has a legally enforceable right to offset current tax assets against current tax liabilities, and they relate to taxes levied by the same taxation authority on either the same taxable entity, or on different taxable entities where there is an intention to settle the current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

k) Earnings per share

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the year.

The number of equity shares used in computing diluted earnings per share comprises the weighted average number of equity 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 equity shares and potentially dilutive equity shares are adjusted for any stock splits and bonus shares issued.

l) Cash flow statement

Cash flows are reported using the indirect method, whereby profit/(loss) for the year is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

4. Property, plant and equipment

	Leasehold Buildings	Plant and Machinery	Office Equipments	Total
Gross carrying value				
Balance as at 01 April 2016	97,230	151,632	441,826	690,688
Additions	-	1,813	134,695	136,508
Disposals/adjustment*	-	-	-	-
Balance as at 31 March 2017	97,230	153,445	576,520	827,196
Accumulated depreciation				
Balance as at 01 April 2016	-	3,213	9,362	12,575
Depreciation charge	22,923	81,912	118,570	223,405
Disposals/adjustment*	-	-	-	-
Balance as at 31 March 2017	22,923	85,124	127,932	235,980
Net book value as at 31 March 2017	74,307	68,321	448,588	591,216
Gross carrying value				
Balance as at 01 April 2017	97,230	153,445	576,520	827,196
Additions	-	11,527	65,110	76,637
Disposals/adjustment*	-	-	(3,371)	(3,371)
Balance as at 31 March 2018	97,230	164,973	638,259	900,462
Accumulated depreciation				
Balance as at 01 April 2017	22,923	85,124	127,932	235,980
Depreciation charge	17,011	44,640	146,676	208,327
Disposals/adjustment*	-	-	(3,371)	(3,371)
Balance as at 31 March 2018	39,934	129,765	271,237	440,936
Net book value as at 31 March 2018	57,296	35,208	367,022	459,526

* Includes regrouping/reclassification within the block of assets.

	As at 31 March 2018	As at 31 March 2017
5 Other financial assets		
Investments		
Investments in subsidiaries		
Cellent Mittelstandsberatung GmbH	6,571,687	6,571,687
Cellent GmbH Austria	7,689,055	7,689,055
	<u>14,260,742</u>	<u>14,260,742</u>

	As at 31 March 2018	As at 31 March 2017
6 Other financial assets		
Current		
Employee travel & other advances	48,779	69,545
Balance with group companies	570,082	1,536,114
	<u>618,861</u>	<u>1,605,659</u>

	As at 31 March 2018	As at 31 March 2017
7 Other assets		
Non-current		
Advance income tax (net of provisions)	38,103	61,030
	<u>38,103</u>	<u>61,030</u>
Current		
Prepaid expenses	439,976	619,957
	<u>439,976</u>	<u>619,957</u>

	As at 31 March 2018	As at 31 March 2017
8 Trade receivables		
Unsecured		
Considered good	7,020,603	5,678,816
Considered doubtful	458,215	340,978
	<u>7,478,818</u>	<u>6,019,793</u>
Less: Provision for doubtful receivables	(458,215)	(340,978)
	<u>7,020,603</u>	<u>5,678,816</u>

	As at 31 March 2018	As at 31 March 2017
9 Cash and cash equivalents		
Balances with banks		
- in current account	2,425,216	3,166,238
	<u>2,425,216</u>	<u>3,166,238</u>

	As at 31 March 2018	As at 31 March 2017
10 Share capital		
Authorised capital		
5,390,316 (2017: 5,390,316) equity shares of Euro 1 each	5,390,316	5,390,316
	<u>5,390,316</u>	<u>5,390,316</u>
Issued, subscribed and paid-up capital		
5,390,316 (2017: 5,390,316) equity shares of Euro 1 each	5,390,316	5,390,316
	<u>5,390,316</u>	<u>5,390,316</u>
a) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:		
Number of common stock outstanding as at beginning and end of the year	5,390,316	5,390,316
b) Details of share holding pattern by related parties		
Wipro Cyprus Private Limited (100% holding)	5,390,316	5,390,316
	<u>5,390,316</u>	<u>5,390,316</u>
11 Provisions		
Non-current		
Employee benefit obligation	353,774	373,130
	<u>353,774</u>	<u>373,130</u>
12 Trade payables		
Trade payables	1,952,086	1,708,591
	<u>1,952,086</u>	<u>1,708,591</u>
13 Loan from subsidiaries		
- From Cellent Mittelstandsberatung GmbH	1,204,083	1,239,075
- From Cellent GmbH Austria	1,018,750	1,038,750
- From FRONTWORX Informationstechnologie GmbH	1,028,750	1,028,750
	<u>3,251,583</u>	<u>3,306,575</u>
14 Other financial liabilities		
Current		
Accrued expenses	5,229,290	6,945,619
	<u>5,229,290</u>	<u>6,945,619</u>
15 Other current liabilities		
Current		
Statutory liabilities	1,079,424	1,566,892
Advances from customers	5,664	19,494
	<u>1,085,088</u>	<u>1,586,387</u>

	Year ended 31 March 2018	Year ended 31 March 2017
16 Revenue from operations		
Sale of services	69,547,503	65,903,792
Sale of products	9,900	-
	<u>69,557,403</u>	<u>65,903,792</u>
17 Other income		
Rental Income	379,318	344,627
Miscellaneous income	173,692	336,751
	<u>553,010</u>	<u>681,378</u>
18 Employee benefits expense		
Salaries and wages	32,656,815	30,546,262
Contribution to employee benefit funds	5,865,665	5,405,539
Staff welfare expenses	422,335	465,514
Share based compensation charge	2,122	-
	<u>38,946,938</u>	<u>36,417,316</u>
19 Finance costs		
Interest cost	153,692	127,928
	<u>153,692</u>	<u>127,928</u>
20 Other expenses		
Sub contracting / technical fees / third party application	23,180,885	20,597,484
Cost of software	9,159	-
Travel	1,689,177	1,906,737
Repairs to building and machinery	1,452,842	1,007,247
Power and fuel	58,898	51,821
Rent	2,607,585	2,615,379
Communication	496,890	569,848
Advertisement and sales promotion	38,305	108,792
Legal and Professional Charges	264,958	167,289
Staff recruitment	135,145	412,816
Insurance	324,202	307,408
Rates and taxes	27,204	28,075
Provision for doubtful debts	117,237	-
Auditors' remuneration	73,009	67,858
Miscellaneous expenses	423,852	351,448
	<u>30,899,349</u>	<u>28,192,202</u>
21 Earning per share (EPS)		
Net profit after tax attributable to the equity shareholders	(247,397)	1,363,308
Weighted average number of equity shares - for basic and diluted EPS	5,390,316	5,390,316
Earnings per share - Basic and diluted	(0.05)	0.25

22 Employee stock option

Certain employees of the Company are covered under the share based compensation plans of the ultimate holding company. These plans are assessed, managed and administered by the ultimate holding company. The ultimate holding company recharges to the Company such compensation costs which has been disclosed as "Share based compensation charge" in the Statement of Profit and Loss under Note 17 on "Employee benefit expenses". The management is of opinion that other detailed information as envisaged in the Guidance Note on Accounting for Employee Share Based Payments issued by the ICAI are not required as these information are not relating to the Company.

23 Related party disclosure

a Parties where control exists:

Name	Relationship
Wipro Limited	Ultimate Holding Company
Wipro Cyprus Private Limited	Holding Company
Cellent Mittelstandsberatung GmbH	Fellow Subsidiary
Cellent GmbH Austria	Fellow Subsidiary
FRONTWORX Informationstechnologie GmbH	Fellow Subsidiary
Wipro Technologies GmbH	Group Company
Wipro LLC	Group Company
Designit Munich GmbH	Group Company
Wipro Technologies SRL	Group Company

b The Company has the following related party transactions:

Particulars	Year ended 31 March 2018	Year ended 31 March 2017
Sale of Services		
Wipro Limited	5,593,852	1,768,426
Cellent Mittelstandsberatung GmbH	2,898,598	2,805,941
Wipro Technologies GmbH	40,610	-
Wipro LLC	13,072	-
Designit Munich GmbH	95,468	-
Rental Income		
Cellent Mittelstandsberatung GmbH	319,196	342,639
Cellent GmbH Austria	3,622	1,988
Purchase of Services		
Wipro Limited	902,066	453,053
Wipro Technologies SRL	384,257	131,500
Cellent Mittelstandsberatung GmbH	463,649	547,843
Wipro Technologies GmbH	42,000	-
FRONTWORX Informationstechnologie GmbH	-	435

c Balances with related parties as at year end are summarised below:

Particulars	As at 31 March 2018	As at 31 March 2017
Wipro Limited	454,875	1,315,463
Wipro LLC	13,072	-
Wipro Technologies GmbH	(40,925)	-
Wipro Technologies SRL	(22,415)	(131,600)
Cellent Mittelstandsberatung GmbH	(1,039,715)	(886,824)
Cellent GmbH Austria	(1,017,643)	(1,038,750)
FRONTWORX Informationstechnologie GmbH	(1,028,750)	(1,028,750)

24 Financial risk management

The fair value of cash and cash equivalents, trade receivables, trade payables, other current financial assets and liabilities approximate their carrying amount largely due to the short-term nature of these instruments.

Interest rate risk primarily arises from floating rate borrowing, including various revolving and other lines of credit. The Company's investments are primarily in short-term investments, which do not expose it to significant interest rate risk

Credit risk arises from the possibility that customers may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, analysis of historical bad debts and ageing of accounts receivable

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The company does not foresee such a risk as its current assets are greater than its current liability

25. Comparatives

Figures for the previous year have been regrouped/reclassified wherever necessary to correspond with the current year's classification / disclosure.

As per our report of even date attached
for 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
Place: Bangalore
Date: 1st June 2018

sd/-
Oliver Zitzow
Managing Director