



**MSKA**

**& Associates**

Chartered Accountants

Floor 6, No. 5, Prestige Khoday Tower  
Raj Bhavan Road  
Bengaluru 560001, INDIA  
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## INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Wipro IT Services LLC

### Report on the Financial Statements

We have audited the accompanying financial statements of Wipro IT Services LLC ("the Company"), which comprises of the Balance Sheet as at March 31, 2019, and the statement of Profit and Loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements 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 March 31, 2019, and loss, changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) issued by ICAI. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity 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 Companies Act, 2013. This responsibility also includes maintenance of adequate accounting records, for safeguarding of 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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.



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### Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

We give in "Annexure A" a detailed description of Auditor's responsibilities for Audit of the Financial Statements.

### Restriction on use

This report is intended solely for the information of the Company's and its ultimate holding company's board of directors and is not intended to be and should not be used by anyone other than specified parties. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company, the Company's and ultimate holding company's board of directors, for our audit work, for this report, or for the opinions we have formed.

For MSKA & Associates  
Chartered Accountants  
Firm Registration No. 105047W

*sdh*

Deepak Rao  
Partner  
Membership No.: 113292

Place: Bengaluru  
Date: 06-06-2019



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## ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON EVEN DATE ON THE FINANCIAL STATEMENTS OF WIPRO IT SERVICES LLC

### Auditor's Responsibilities for the Audit of the Financial Statements

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



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We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

For MSKA & Associates

Chartered Accountants  
ICAI Firm Registration No. 105047W

Sdr

Deepak Rao  
Partner  
Membership No.: 113292

Place: Bengaluru  
Date: 06-06-2019

Wipro IT Services LLC  
Balance Sheet as at 31 March 2019  
(USD in Thousands unless otherwise stated)

	Notes	As at March 31, 2019	As at March 31, 2018
<b>ASSETS</b>			
<b>Non-current assets</b>			
Other intangible assets	3	-	1,482
Financial assets			
Investments	4	6,07,453	6,39,812
Deferred tax assets		8,757	8,757
Non-current tax assets		4	10
Other non-current assets	6	142	293
<b>Total non-current assets</b>		<b>6,16,356</b>	<b>6,50,354</b>
<b>Current assets</b>			
Financial Assets			
Cash and cash equivalents	7	12,415	2,627
Other financial assets	5	18,598	17,245
Current tax assets		-	143
Other current assets	6	150	150
<b>Total current assets</b>		<b>31,163</b>	<b>20,165</b>
<b>TOTAL ASSETS</b>		<b>6,47,519</b>	<b>6,70,519</b>
<b>EQUITY</b>			
Share capital	8	6,02,801	1
Other equity	8	(5,66,737)	(2,59,301)
<b>Total equity</b>		<b>36,064</b>	<b>(2,59,300)</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
Borrowings	9	3,80,000	6,22,000
Other non-current liabilities	11	-	112
<b>Total non-current liabilities</b>		<b>3,80,000</b>	<b>6,22,112</b>
<b>Current liabilities</b>			
Financial liabilities			
Borrowings	9	2,30,000	3,05,000
Trade payables	12	1	59
Other financial liabilities	10	1,455	2,648
<b>Total current liabilities</b>		<b>2,31,456</b>	<b>3,07,707</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>6,47,519</b>	<b>6,70,519</b>

The accompanying notes form an integral part of these condensed interim financial statements (Notes 1 - 23)

For and on behalf of the Board of Directors of Wipro IT Services LLC.

Sd-  
NS Bala  
Director

Sd-  
Ashish Chawla  
Director

Place: Bengaluru  
Date: 06-06-2019

Place: Bengaluru  
Date: 06-06-2019

Wipro IT Services LLC  
Statement of Profit and Loss for the year ended 31st March 2019  
(USD in Thousands unless otherwise stated)

	Note	Year Ended March 31,	
		2019	2018
<b>REVENUE</b>			
Other income	13	985	1,026
<b>Total</b>		<b>985</b>	<b>1,026</b>
<b>EXPENSES</b>			
Finance costs	14	26,443	21,530
Depreciation and amortisation expense	3	1,482	1,486
Other expenses	15	2,80,302	48,278
<b>Total Expenses</b>		<b>3,08,226</b>	<b>71,294</b>
<b>Loss before tax</b>		<b>(3,07,242)</b>	<b>(70,268)</b>
<b>Tax expense</b>			
Current tax		153	-
Deferred tax		-	(5,072)
<b>Tax expense</b>		<b>153</b>	<b>(5,072)</b>
<b>Loss for the period</b>		<b>(3,07,395)</b>	<b>(65,196)</b>
<b>Other Comprehensive Income</b>			
<b>Items that will not be reclassified to statement of profit or loss (Net of tax)</b>			
Change in fair value of forward contracts designated as cash flow hedges		40	112
<b>Total Other Comprehensive loss for the period, net of tax</b>		<b>40</b>	<b>112</b>
<b>Total comprehensive loss for the period</b>		<b>(3,07,355)</b>	<b>(65,085)</b>

The accompanying notes form an integral part of these condensed interim financial statements (Notes 1 - 23)

For and on behalf of the Board of Directors of Wipro IT Services LLC.

Sd-  
NS Bala  
Director

Sd-  
Ashish Chawla  
Director

Place: Bengaluru  
Date: 06-06-2019

Place: Bengaluru  
Date: 06-06-2019

Wipro IT Services LLC  
Statement of change in equity for the year ended 31st March 2019  
(USD in Thousands unless otherwise stated)

8

Particulars	Share Capital	Share Premium	Retained Earnings	Total other equity
<b>Balance as at April 1, 2018</b>	1	35,000	(2,94,189)	(2,59,301)
<b>Total Comprehensive income for the period</b>				
Loss for the period	-	-	(3,07,395)	(3,07,395)
Other comprehensive income for the period	-	-	-	(40)
<b>Total Comprehensive income for the period</b>				
Additional Contribution	6,02,801	-	(3,07,395)	(3,07,437)
Cash dividend paid (including dividend tax thereon)	-	-	-	-
Buyback of equity shares (refer note 13)	-	-	-	-
Issue of shares by controlled trust on exercise of options*	-	-	-	-
Compensation cost related to employee share based payment transactions	-	-	-	-
	6,02,801	35,000	(3,07,395)	(2,72,436)
<b>Balance as at March 31, 2019</b>	6,02,801	35,000	(6,01,584)	(5,66,736)

Particulars	Share Capital	Share Premium	Retained Earnings	Total other equity
<b>Balance as at April 1, 2017</b>	1	2,000	(2,28,993)	(2,26,993)
<b>Total Comprehensive income for the period</b>				
Loss for the period	-	-	(65,196)	(65,196)
Other comprehensive income for the period	-	-	-	-
<b>Total Comprehensive income for the period</b>				
Additional Contribution	-	33,000	(65,196)	(65,308)
Cash dividend paid (including dividend tax thereon)	-	-	-	33,000
Compensation cost related to employee share based payment transactions	-	-	-	-
	-	33,000	(65,196)	(32,308)
<b>Balance as at March 31, 2018</b>	1	35,000	(2,94,189)	(2,59,301)

The accompanying notes form an integral part of these condensed interim financial statements (Notes 1 - 23)

For and on behalf of the Board of Directors of Wipro IT Services LLC.

Sd-  
NS Balu  
Director

Place: Bengaluru  
Date: 06-06-2019

Sd-  
Ashish Chawla  
Director

Place: Bengaluru  
Date: 06-06-2019

Wipro IT Services LLC  
**Cash Flow Statement for the year ended 31st March 2019**  
(USD in Thousands unless otherwise stated)

	31 March 2019	31 March 2018
<b>Cash flows from operating activities</b>		
Loss for the period	(3,07,395)	(65,196)
Depreciation and amortisation	1,482	1,486
Income tax expense for the period	153	(5,072)
Exchange differences, net	-	23
Interest on borrowings	26,443	21,530
Other income	(980)	(732)
Provision for diminution in value of non-current investments	2,80,156	48,122
<b>Operating loss before working capital changes</b>	<b>(141)</b>	<b>160</b>
Loans and advances and other assets	(1,197)	(5,134)
Liabilities and provisions	(1,403)	248
<b>Net cash used in operations</b>	<b>(2,741)</b>	<b>(4,727)</b>
Income taxes paid/ (refund)	-	-
<b>Net cash used in operating activities</b>	<b>(2,741)</b>	<b>(4,727)</b>
<b>Cash flows from investing activities</b>		
Interest income received	1,104	24,731
Loan Given	-	(6,500)
Investment in Subsidiaries	(2,47,798)	(17,350)
<b>Net cash used in investing activities</b>	<b>(2,46,694)</b>	<b>880</b>
<b>Cash flows from financing activities</b>		
Interest paid on borrowings	(26,577)	(16,658)
Proceed from equity	6,02,800	33,000
Proceeds from borrowings	(3,17,000)	(10,000)
<b>Net cash generated from financing activities</b>	<b>2,59,223</b>	<b>6,342</b>
Net increase/ (decrease) in cash and cash equivalents during the year	9,787	2,496
Cash and cash equivalents as at the beginning of the year	2,627	131
<b>Cash and cash equivalents as at the end of the year (refer note 6)</b>	<b>12,415</b>	<b>2,627</b>

The accompanying notes form an integral part of these condensed interim financial statements (Notes 1 - 23)

For and on behalf of the Board of Directors of Wipro IT Services LLC.

Sd-  
NS Bala  
Director

Sd-  
Ashish Chawla  
Director

Place: Bengaluru  
Date: 06-06-2019

Place: Bengaluru  
Date: 06-06-2019



## Wipro IT Services LLC

### Summary of significant accounting policies and other explanatory information

(USD in Thousands unless otherwise stated)

#### 1 Background

Wipro IT Services Inc. ("the Company") is a subsidiary of Wipro LLC ("the holding company"). The Company is incorporated in USA and is engaged in the software development services.

The Company has accumulated loss primarily arising on account of impairment of its investment in a subsidiary. In addition, the Company's current liabilities exceeded its current assets. The accompanying financial statements have been prepared on going concern assumption, based on the receipt of funding received from the holding company, which is indicative of the financial support from the holding company. Consequently, no adjustment have been made to the carrying values or classification of the assets and liabilities.

#### 2 Summary of significant accounting policies

##### a) Statement of compliance and 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.

##### c) Foreign currency

###### Functional currency

The functional currency of the Company is the US Dollars.

###### 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.

##### d) Non-derivative Financial instruments

Non derivative financial instruments consist of:

- i) financial assets, which include cash and cash equivalents, investments in equity 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, net of outstanding bank overdrafts that are repayable on demand and are considered part of the Company's cash management system. In the statement of financial position, bank overdrafts are presented under borrowings within current liabilities.

###### ii) Investments

Investment in subsidiaries are measured at cost less impairment.

###### iii) 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.

###### iv) 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.

###### Derivative and Hedging activities

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument and if so the nature of item being hedged and the type of hedging relationship designated.

The Company designated their derivatives as hedges of foreign exchange risk associated with the cash flows of highly probable forecast transactions and variable interest rate risk associated with borrowings (cash flow hedges).

The full fair value of the hedging derivative is classified as non current asset or liability when the remaining maturity of the hedged item is more than 12 months; it is classified as a current asset or liability when the remaining maturity of the hedged item is less than 12 months. Trading derivative are also classified as a current asset or liability when expected to be realised/ settled within 12 months of the balance sheet date.

**e) Equity**

**i) Share capital and share premium**

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.

**iv) Foreign currency translation reserve**

The exchange differences arising from the translation of financial statements of foreign operations with functional currency other than Indian rupees is presented within equity in the FCTR.

**f) Intangible assets**

Intangible assets acquired separately are measured at cost of acquisition. Intangible assets acquired in a business combination are measured at fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortization and impairment losses, if any.

The amortization of an intangible asset with a finite useful life reflects the manner in which the economic benefit is expected to be generated.

The estimated useful life of amortizable intangibles are reviewed and where appropriate are adjusted, annually. The estimated useful lives of the amortizable intangible assets for the current and comparative periods is 3 years.

**g) Impairment**

*Financial Assets*

The Company assesses at each balance sheet date whether there is any objective evidence that a financial asset or group of financial assets is impaired. If any such indication exists, the Company estimates the amount of impairment loss. The amount of loss for receivables is measured as the difference between the assets carrying amount and undiscounted amount of future cash flows. Reduction, if any, is recognized in the statement of profit and loss. If at the balance sheet date there is any indication that a previously assessed impairment loss no longer exists, the recognized impairment loss is reversed, subject to maximum of initial carrying amount of the short-term receivable.

**h) 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.

**i) Finance expenses**

Finance expenses comprise interest cost on borrowings, impairment losses recognized on financial assets, gains/ (losses) on translation or settlement of foreign currency borrowings and changes in fair value and gains/ (losses) on settlement of related derivative instruments. Borrowing costs that are not directly attributable to a qualifying asset are recognized in the statement of profit and loss using the effective interest method.

**j) Finance and other income**

Finance and other income comprises interest income on deposits, dividend income and gains / (losses) etc. Interest income is recognized using the effective interest method.

**k) Income tax**

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.

**i) 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.

Wipro IT Services LLC

Summary of significant accounting policies and other explanatory information  
(USD in Thousands unless otherwise stated)

	As at 31 March 2019	As at 31 March 2018
<b>4 Investments</b>		
<b>Unquoted Investments:</b>		
<b>Non-current</b>		
Investments in subsidiaries	6,07,453	6,39,812
	<u>6,07,453</u>	<u>6,39,812</u>
<b>Details of investment in unquoted equity instruments of subsidiaries</b>		
<b>Name of the subsidiary</b>		
Healthplan Holding Corp (1000 shares of USD 0.01 each)	4,63,883	4,37,883
Appirio Inc. (1000 shares of USD 0.01 each)	-	-
Denim Group, Ltd. (510 Series A Preferred Partnership Units)	8,833	8,833
Cooper Software, Inc. (11,221,002 shares of USD 0.02 each)	-	-
Infocrossing, LLC. (10 shares of USD 0.01 each)	2,21,800	-
Less: Provision for diminution in value of investments	(5,56,749)	(2,76,593)
	<u>6,07,453</u>	<u>6,39,812</u>
	As at 31 March 2019	As at 31 March 2018
<b>5 Other Financial Assets</b>		
<b>Current</b>		
Other Receivables	71	71
Loans to subsidiary companies	18,400	16,962
Interest Accrued on loan to Subsidiaries	126	211
	<u>18,597</u>	<u>17,245</u>
<b>6 Other Assets</b>		
<b>Non-current</b>		
Prepaid expenses	142	293
	<u>142</u>	<u>293</u>
<b>Current</b>		
Prepaid expenses	150	150
	<u>150</u>	<u>150</u>
	As at 31 March 2019	As at 31 March 2018
<b>7 Cash and cash equivalent</b>		
<b>Cash and cash equivalents</b>		
Balances with banks		
In current accounts	415	2,627
In deposit accounts	12,000	-
	<u>12,415</u>	<u>2,627</u>
Cash and cash equivalents consists of the following for the purpose of the cash flow statement:		
Cash and cash equivalents	415	2,627

	As at 31 March 2019	As at 31 March 2018
<b>9 Borrowings</b>		
<b>Unsecured:</b>		
Term loan:		
Others:	3,80,000	6,22,000
	<u>3,80,000</u>	<u>6,22,000</u>
<b>Current</b>		
<b>Unsecured:</b>		
Loan repayable on demand	2,30,000	3,05,000
	<u>2,30,000</u>	<u>3,05,000</u>

	As at 31 March 2019	As at 31 March 2018
<b>10 Other Financial Liabilities</b>		
<b>Current</b>		
Interest accrued but not due on borrowings	1,262	1,932
Derivatives	152	-
Balances due to related parties	41	716
	<u>1,455</u>	<u>2,648</u>

<b>11 Other Liabilities</b>		
<b>Non-current</b>		
Deposits and other advances received	-	112
	<u>-</u>	<u>112</u>

	As at 31 March 2019	As at 31 March 2018
<b>12 Trade payables</b>		
Trade Payable	1	59
	<u>1</u>	<u>59</u>

**Wipro IT Services LLC**  
**Summary of significant accounting policies and other explanatory information**  
(USD in Thousands unless otherwise stated)

**3 Intangible Assets**

Particulars	Non-compete fee	Total
<b>Gross block</b>		
Balance as at 01 April 2017	4,454	4,454
Additions during the year	-	-
Disposals during the year	-	-
Translation adjustment	-	-
<b>Balance as at 31 March 2018</b>	<b>4,454</b>	<b>4,454</b>
Additions during the year	-	-
Disposals/Adjustment for the year	-	-
Translation adjustment	-	-
<b>Balance as at 31 March 2019</b>	<b>4,454</b>	<b>4,454</b>
<b>Accumulated ammortisation</b>		
Balance as at 01 April 2017	1,486	1,486
Charge for the year	1,486	1,486
Disposals/Adjustment	-	-
Translation adjustment	-	-
<b>Balance as at 31 March 2018</b>	<b>2,972</b>	<b>2,972</b>
Charge for the year	1,482	1,482
Disposals/Adjustment for the year	-	-
Translation adjustment	-	-
<b>Balance as at 31 March 2019</b>	<b>4,454</b>	<b>4,454</b>
<b>Net block</b>		
<b>Balance as at 31 March 2018</b>	<b>1,482</b>	<b>1,482</b>
<b>Balance as at 31 March 2019</b>	<b>-</b>	<b>-</b>

## Wipro IT Services LLC

### Summary of significant accounting policies and other explanatory information

(USD in Thousands unless otherwise stated)

	Year ended 31 March 2019	Year ended 31 March 2018
<b>13 Other Income</b>		
Interest on debt instruments and others	980	732
Others	5	294
	<b>985</b>	<b>1,026</b>
	Year ended 31 March 2019	Year ended 31 March 2018
<b>14 Finance costs</b>		
Interest Cost	26,443	21,530
	<b>26,443</b>	<b>21,530</b>
	Year ended 31 March 2019	Year ended 31 March 2018
<b>15 Other expenses</b>		
Provision for diminution in value of non-current investme	2,80,156	48,122
Other exchange differences, net	-	23
Legal and professional charges	116	94
Rates and taxes	-	-
Auditors' remuneration	1	-
Audit fees	-	36
Miscellaneous expenses	29	3
	<b>2,80,302</b>	<b>48,278</b>

Wipro IT Services LLC

Summary of significant accounting policies and other explanatory information

(USD in Thousands unless otherwise stated)

16 Related party disclosure

i) Parties where control exists:

Nature of relationship	Name of the related party
Ultimate Holding Company	Wipro Limited
Holding company	Wipro LLC
Fellow Subsidiary	Opus Capital Markets Consultants LLC
Fellow Subsidiary	Wipro Gallagher Solutions, LLC
Fellow Subsidiary	Wipro Data Centre and Cloud Services, Inc.
Fellow Subsidiary	Wipro Holdings UK Limited
Subsidiary	HPH Holdings Corp
Subsidiary	Apprio Inc
Subsidiary	Healthplan Holding Inc
Subsidiary	HealthPlan Services Insurance Agency, Inc.
Subsidiary	HealthPlan Services, Inc.
Subsidiary	Harrington Health Services Inc.
Subsidiary	Cooper Software, Inc.
Subsidiary	Infocrossing LLC (effective from September 27 2019)
Associates	Denim Group, Ltd.

\* Healthplan Holding Inc; HealthPlan Services Insurance Agency, Inc; HealthPlan Services, Inc.; HealthPlan Services, Inc. & Harrington Health Services Inc., are direct subsidiaries of HPH Holdings Corp

ii) The Company has the following related party transactions:

Particulars	Relationship	Year ended 31 March 2019	Year ended 31 March 2018
<b>Corporate Guarantee Commission Charges</b>			
<b>Interest expense</b>			
Wipro LLC	Holding Company	-	12
<b>Interest income</b>			
Apprio Inc	Subsidiary	605	575
HealthPlan Services, Inc.	Subsidiary	254	166
<b>Loans repaid</b>			
Wipro LLC	Holding Company	-	2,000
<b>Loan Provided</b>			
HealthPlan Services, Inc.	Subsidiary	2,000	6,500
Cooper Software, Inc.	Subsidiary	-	434
<b>Investment</b>			
Infocrossing LLC	Subsidiary	2,21,800	-
Healthplan Holding Corp	Subsidiary	26,000	-
<b>Additional Contribution</b>			
Wipro LLC	Holding Company	3,81,000	-
Infocrossing LLC	Subsidiary	2,21,800	-
<b>Other</b>			
Wipro LLC	Holding Company	2	-
Wipro Limited	Ultimate Holding Company	3	-
Apprio Inc	Subsidiary	-	4,591

iii) Balances with related parties as at year end are summarised below

Particulars	Relationship	As at 31 March 2019	As at 31 March 2018
<b>Investments</b>			
Healthplan Holding Corp	Subsidiary	4,63,883	4,37,333
Apprio, Inc.	Subsidiary	4,60,966	4,60,966
Denim Group Limited	Associate	8,833	8,833
Cooper Software, Inc.	Associate	8,719	8,722
Infocrossing LLC	Subsidiary	2,21,800	-
<b>Loan Given</b>			
Apprio, Inc.	Subsidiary	12,500	12,500
Healthplan Holding Corp	Subsidiary	5,900	3,900



## Wipro IT Services LLC

### Summary of significant accounting policies and other explanatory information

(USD in Thousands unless otherwise stated)

#### 17 Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker regularly monitors and reviews the operating result of the whole Company as one segment. Thus, as defined in Ind AS 108 "Operating Segments", the Company's entire business falls under this one operational segment and hence the necessary information has already been disclosed in the Balance Sheet and the Statement of Profit and Loss.

#### 18 Financial risk management objectives and policies

The Company is exposed to various financial risks. These risks are categorized into market risk, credit risk and liquidity risk.

##### (A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include borrowings and derivative financial instruments.

##### (i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

The Company manages its interest rate risk by entering into interest rate swap agreement. If interest rates were to increase by 50bps from March 31, 2019, additional net annual interest expense on floating rate borrowing would amount to approximately \$ 3.05mn.

##### (B) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The maximum exposure to credit risk is equal to the carrying value of the financial assets.

The Company's maximum exposure to credit risk for the components of the balance sheet at 31 March 2019 and 31 March 2018 is the carrying amounts as mentioned in Note 4 and 6.

##### (C) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due.

The table below summarizes the maturity profile of the Company's financial liabilities:

	One year or less	More than one year	Total
<b>31 March 2019</b>			
Long-term borrowings	2,30,000	3,80,000	6,10,000
Trade payables	1	-	1
Other financial liability	1,455	-	1,455
	<u>2,31,456</u>	<u>3,80,000</u>	<u>6,11,456</u>
<b>31 March 2018</b>			
Long-term borrowings	3,05,000	6,22,000	9,27,000
Trade payables	59	-	59
Other financial liability	2,648	112	2,759
	<u>3,07,707</u>	<u>6,22,112</u>	<u>9,29,819</u>

#### 19 Fair values of financial assets and financial liabilities

The fair value of other current financial assets, cash and cash equivalents, trade receivables, investments trade payables, short-term borrowings and other financial liabilities approximate the carrying amounts because of the short term nature of these financial instruments.

Financial assets that are neither past due nor impaired include cash and cash equivalents, security deposits, term deposits, and other financial assets. Non-current borrowing comprises term loans. The impact of fair value on such portion is not material and therefore not considered for above disclosure.

#### 20 Fair value hierarchy

The following is the hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
  - Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
  - Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).
- No financial assets/liabilities have been valued using level 1 fair value measurements.

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis:

Fair value measurement hierarchy for liabilities:	As at	
	31-Mar-19	31-Mar-18
(a) <u>Financial liabilities measured at fair value:</u>		
Level 2		
<u>Financial liabilities measured at fair value through profit or loss</u>		
Derivative - Interest Rate Swap	152	112
<u>Financial Assets/ Liabilities measured at amortized cost</u>		
<u>Financial assets measured at amortized cost</u>		
Investments	6,07,453	6,39,812
Loans	18,400	16,962
Cash and cash equivalents	12,415	2,627

Wipro IT Services LLC

Summary of significant accounting policies and other explanatory information

(USD in Thousands unless otherwise stated)

Financial liabilities measured at amortized cost

Liability component of convertible preference shares

Borrowings (non-current)	3,80,000	6,22,000
Borrowings (current)	2,30,000	3,05,000
Trade payables	1	59
Other Payables	1,455	2,648

21 Taxation

Income tax expense in the Statement of Profit and Loss comprises of:

	Year ended 31 March 2019	Year ended 31 March 2018
Current tax for previous year	153	-
Deferred tax	-	(5,072)
	<u>153</u>	<u>(5,072)</u>

Effective Tax Rate (ETR) reconciliation

	As at	
	March 31, 2019	March 31, 2018
	USD	USD
Loss before taxes	(3,07,242)	(70,268)
Enacted income tax rate in USA	28.00%	35.00%
Computed expected tax expense	(86,028)	(24,594)
Effect of:		
Income exempt from tax	-	-
Basis differences that will reverse during a tax holiday period	-	1,120
Reversal of deferred tax liability for past years due to rate reduction	-	325
Expenses disallowed for tax purposes	-	13,370
Income taxes relating to prior years	153	-
Unrecognized deferred tax assets	-	-
Others, net	86,028	4,707
	<u>153</u>	<u>(5,072)</u>

22 Events occurring after the reporting date

The Board of directors in their meeting dated May 16, 2019 determined to declare a special distribution of USD 25 Million to its sole member Wipro LLC, such dividend was not recognized as a distribution to owners during the period. No other adjusting or significant non-adjusting events have occurred between 31 March 2019 and the date of authorization of these financial statements.

23 Prior period comparatives

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

For and on behalf of the Board of Directors of Wipro IT Services LLC

Sd-	Sd-
N S Bala	Ashish Chawla
Director	Director

Place: Bengaluru	Place: Bengaluru
Date: 06-06-2019	Date: 06-06-2019