

INDEPENDENT AUDITORS REPORT

To the Board of Directors of **Wipro Appirio, Inc.**

Report on the Audit of the Special Purpose Financial Statements

Opinion

We have audited the accompanying special purpose financial statements **Wipro Appirio, Inc.** ("the Company"), which comprise the balance sheet as at 31 March 2024, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the special purpose financial statements, including a summary of the 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 special purpose financial statements is prepared for inclusion in the annual report of the Ultimate Holding Company ("Wipro Limited") under the requirement of Section 129(3) of the Companies Act, 2013 (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 31 March 2024, and its profits and other comprehensive income, 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) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Special Purpose 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 together with the ethical requirements that are relevant to our audit of the special purpose financial statements under the provisions of the Act and the Rules thereunder, 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 on the special purpose financial statement.

Management's and Board of Directors' Responsibility for the Special Purpose Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these special purpose financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act 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 accuracy and completeness of the accounting records, relevant to the preparation and presentation of the special purpose financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the special purpose financial statements, the Management and Board of Directors are 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 intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Special Purpose Financial Statements

Our objectives are to obtain reasonable assurance about whether the special purpose 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 special purpose 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 special purpose 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the special purpose financial statements made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors 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 special purpose 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 special purpose financial statements, including the disclosures, and whether the special purpose financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

Restriction on Distribution and Use

Without modifying our opinion, we draw attention to Note 2 to the special purpose financial statements, which describes the basis of preparation. This audit opinion has been issued solely for the purpose of inclusion in the annual report of the Ultimate Holding Company (Wipro Limited) under the requirements of Section 129(3) of the Act. These financial statements are not the statutory financial statements of the Company. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this audit opinion is shown or into whose hands it may come without our prior consent in writing.

For **PKF Sridhar & Santhanam LLP**

Chartered Accountants

Firm's Registration No.003990S/S200018

S/d

Seethalakshmi M

Partner

Membership No.: 208545

UDIN: 24208545BKAENM2960

Bengaluru

8 June 2024

Special Purpose Standalone Financial Statements

Wipro Appirio, Inc.

31 March 2024

Wipro Appirio, Inc.**Special Purpose Standalone Balance Sheet as at 31 March 2024**

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

| | Note | As at 31 March 2024 | As at 31 March 2023 |
|--------------------------------------|------|------------------------|------------------------|
| ASSETS | | | |
| Non-current assets | | | |
| Property, plant and equipment | 5 | 23 | 197 |
| Right of use assets | 6 | 899 | 1,156 |
| Financial assets | | | |
| Investment in subsidiaries | 7 | 10,171 | 5,971 |
| Other financial assets | 10 | 14 | 14 |
| Deferred tax assets (net) | 25 | 134 | 433 |
| Other non-current assets | | | |
| Total non-current assets | | 11,241 | 7,771 |
| Current assets | | | |
| Financial assets | | | |
| Trade receivables | 8 | 15,996 | 23,858 |
| Unbilled receivable | | 778 | 1,712 |
| Cash and cash equivalents | 9 | 4,681 | 3,430 |
| Other financial assets | 10 | 36 | 18 |
| Other current assets | 11 | 66 | 554 |
| Total current assets | | 21,557 | 29,572 |
| TOTAL ASSETS | | 32,798 | 37,344 |
| EQUITY | | | |
| Equity share capital | 12 | 0 | 0 |
| Other equity | | 19,260 | 16,862 |
| Total equity | | 19,260 | 16,862 |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| Financial liabilities | | | |
| Lease liabilities | 17 | 769 | 1,048 |
| Provision | 16 | - | 384 |
| Total non-current liabilities | | 769 | 1,432 |
| Current liabilities | | | |
| Financial liabilities | | | |
| Lease liabilities | 17 | 279 | 263 |
| Trade payables | 13 | 7,873 | 9,711 |
| Other financial liabilities | 14 | 788 | 1,457 |
| Contract liabilities | | 1,181 | 3,007 |
| Other current liabilities | 15 | 1,410 | 2,145 |
| Provisions | 16 | 670 | 792 |
| Current tax liabilities(net) | | 568 | 1,674 |
| Total current liabilities | | 12,769 | 19,050 |
| Total liabilities | | 13,539 | 20,482 |
| TOTAL EQUITY AND LIABILITIES | | 32,798 | 37,344 |

The accompanying notes form an integral part of these special purpose standalone financial statements

In terms of our report attached

For PKF Sridhar & Santhanam LLP

Chartered Accountants

Firm Registration No.: 003990S/S200018

For and on behalf of the Board of Directors

S/d

Seethalakshmi M

Partner

Membership No: 208545

Place: Bengaluru

Date: 8 June 2024

S/d

Bikash Agarwala

Director

Place: Bengaluru

Date: 8 June 2024

S/d

**Bajrang Lal
Jhunjhunwala**

Director

Place: Bengaluru

Date: 8 June 2024

Wipro Appirio, Inc.**Special Purpose Standalone Statement of Profit and Loss for the year ended 31 March 2024**

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

| | Note | Year ended 31 March 2024 | Year ended 31 March 2023 |
|--|------|-----------------------------|-----------------------------|
| INCOME | | | |
| Revenue from operations | 18 | 30,282 | 52,543 |
| Other income | 19 | 536 | 0 |
| Total income | | 30,818 | 52,543 |
| EXPENSES | | | |
| Employee benefits expense | 20 | 15,224 | 22,925 |
| Finance costs | 21 | 247 | 43 |
| Depreciation expenses | 22 | 426 | 444 |
| Sub-contracting and technical fees | | 5,617 | 12,304 |
| Other expenses | 23 | 2,595 | 5,605 |
| Total expenses | | 24,109 | 41,322 |
| Profit before tax | | 6,709 | 11,221 |
| Tax expense | 25 | | |
| Current tax | | 1,012 | 1,527 |
| Deferred tax | | 299 | 1,301 |
| Total tax expense | | 1,311 | 2,827 |
| Profit for the year | | 5,398 | 8,394 |
| Total other comprehensive income for the year, net of taxes | | - | - |
| Total comprehensive income for the year | | 5,398 | 8,394 |
| Earnings per equity share | 24 | | |
| Basic/ Diluted | | 5,398 | 8,394 |
| (Equity shares of par value \$ 0.01 each) | | | |

The accompanying notes form an integral part of these special purpose standalone financial statements

In terms of our report attached

For PKF Sridhar & Santhanam LLP
Chartered Accountants
Firm Registration No.: 003990S/S200018

For and on behalf of the Board of Directors

S/d
Seethalakshmi M

Partner
Membership No: 208545
Place: Bengaluru
Date: 8 June 2024

S/d
Bikash Agarwala

Director
Place: Bengaluru
Date: 8 June 2024

S/d
**Bajrang Lal
Jhunjhunwala**

Director
Place: Bengaluru
Date: 8 June 2024

Wipro Appirio, Inc.

Special Purpose Standalone Statement of Changes in Equity for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

| | No. of shares | Amount |
|------------------------------------|---------------|-------------|
| Balance as at 01 April 2022 | 1,000 | 0 |
| Change in equity share capital | - | - |
| Balance as at 31 March 2023 | 1,000 | 0 |
| Change in equity share capital | - | - |
| Balance as at 31 March 2024 | 1,000 | 0.01 |

| | Retained earnings | Total Other equity |
|---|-------------------|-----------------------|
| Balance as at 01 April 2022 | 21,967 | 21,967 |
| Total comprehensive income for the year | 8,395 | 8,395 |
| Less: Dividend paid | (13,500) | (13,500) |
| Balance as at 31 March 2023 | 16,862 | 16,862 |
| Total comprehensive income for the year | 5,398 | 5,398 |
| Less: Dividend paid | (3,000) | (3,000) |
| Balance as at 31 March 2024 | 19,260 | 19,260 |

The accompanying notes form an integral part of these special purpose standalone financial statements.

In terms of our report attached

For PKF Sridhar & Santhanam LLP

Chartered Accountants

Firm Registration No.: 003990S/S200018

For and on behalf of the Board of Directors

S/d
Seethalakshmi M

Partner
Membership No: 208545
Place: Bengaluru
Date: 8 June 2024

S/d
Bikash Agarwala

Director
Place: Bengaluru
Date: 8 June 2024

S/d
**Bajrang Lal
Jhunjhunwala**
Director
Place: Bengaluru
Date: 8 June 2024

Wipro Appirio, Inc.**Special Purpose Standalone Statement of Cash Flows for the year ended 31 March 2024**

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

| | Year ended 31 March 2024 | Year ended 31 March 2023 |
|--|-----------------------------|-----------------------------|
| Cash flows from operating activities: | | |
| Profit for the year | 5,398 | 8,394 |
| Adjustments: | | |
| Depreciation expenses | 426 | 444 |
| Exchange loss, net | (63) | 19 |
| Income tax expense/(write-back) | 1,311 | 2,827 |
| Interest (income), net | (289) | 43 |
| Provision for expected credit losses/ (gains) & other provision | (18) | 36 |
| Gain on disposal of assets | 4 | 1 |
| Other income | (0) | (0) |
| Changes in operating assets and liabilities | | |
| Trade receivables | 7,880 | 433 |
| Unbilled revenue | 934 | 243 |
| Other assets | 470 | 1,144 |
| Trade payable | (1,775) | 3,413 |
| Other liabilities and provisions | (1,910) | (1,900) |
| Contract liabilities | (1,826) | (2,005) |
| Cash used in operating activities before taxes | 10,542 | 13,094 |
| Income taxes paid, net | (2,119) | (1,820) |
| Net cash used in operating activities | 8,423 | 11,274 |
| Cash flows from investing activities: | | |
| Purchase of property, plant and equipment | - | (44) |
| Proceeds from sale of property, plant and equipment | 1 | 5 |
| Investment in subsidiary | (4,200) | 101 |
| Interest received | 536 | 0 |
| Cash flows from investing activities before taxes | (3,663) | 62 |
| Net cash used in investing activities | (3,663) | 62 |
| Cash flows from financing activities: | | |
| Payment of lease liabilities | (299) | (268) |
| Dividend paid | (3,000) | (13,500) |
| Interest paid | (211) | - |
| Net cash flows from/used in financing activities | (3,509) | (13,768) |
| Net increase/(decrease) in cash and cash equivalents during the year | 1,251 | (2,432) |
| Cash and cash equivalents at the beginning of the year | 3,430 | 5,862 |
| Cash and cash equivalents at the end of the year (Note 9) | 4,681 | 3,430 |

The accompanying notes form an integral part of these special purpose standalone financial statements.

In terms of our report attached

For PKF Sridhar & Santhanam LLP

Chartered Accountants

Firm Registration No.: 003990S/S200018

For and on behalf of the Board of Directors

S/d

Seethalakshmi M

Partner

Membership No: 208545

Place: Bengaluru

Date: 8 June 2024

S/d

Bikash Agarwala

Director

Place: Bengaluru

Date: 8 June 2024

S/d

**Bajrang Lal
Jhunjhunwala**

Director

Place: Bengaluru

Date: 8 June 2024

Wipro Appirio, Inc.**Notes to the special purpose standalone financial statements for the year ended 31 March 2024**

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

5. Property, plant and equipment

| | Leasehold improvements | Plant and equipments | Office equipments | Total |
|---------------------------------|-----------------------------------|---------------------------------|------------------------------|--------------|
| Gross block | | | | |
| As at 1 April 2022 | 613 | 1,674 | 685 | 2,972 |
| Additions | - | 43 | 1 | 44 |
| Disposal | - | (29) | (1) | (30) |
| IC Transfers | - | (8) | - | (8) |
| As at 31 March 2023 | 613 | 1,681 | 685 | 2,978 |
| Additions | - | - | - | - |
| Disposal | - | (682) | - | (682) |
| Intercompany transfers | - | (2) | - | (2) |
| As at 31 March 2024 | 613 | 997 | 685 | 2,295 |
| Accumulated depreciation | | | | |
| As at 1 April 2022 | 613 | 1,329 | 683 | 2,625 |
| Depreciation | - | 186 | 1 | 187 |
| Disposal | - | (28) | (0) | (28) |
| Intercompany Transfers | - | (3) | - | (3) |
| As at 31 March 2023 | 613 | 1,484 | 684 | 2,781 |
| Depreciation | - | 169 | 0 | 169 |
| Disposal | - | (678) | - | (678) |
| Intercompany transfers | - | (1) | - | (1) |
| As at 31 March 2024 | 613 | 975 | 684 | 2,272 |
| Net carrying value | | | | |
| As at March 31 2023 | 0 | 196 | 1 | 197 |
| As at 31 March 2024 | 0 | 22 | 0 | 23 |

(This space has been intentionally left blank)

Wipro Appirio, Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

6. Right of use asset

Gross carrying value:

As at 1 April 2022

Additions for the year

Disposals

As at 31 March 2023

Additions for the year

Disposals

As at 31 March 2024

| | Building | Total |
|------------------------|----------|-------|
| As at 1 April 2022 | 1,886 | 1,886 |
| Additions for the year | - | - |
| Disposals | - | - |
| As at 31 March 2023 | 1,886 | 1,886 |
| Additions for the year | - | - |
| Disposals | - | - |
| As at 31 March 2024 | 1,886 | 1,886 |

Accumulated depreciation

As at 1 April 2022

Depreciation

Disposals

As at 31 March 2023

Depreciation

Disposals

As at 31 March 2024

| | | |
|---------------------|-------|-------|
| As at 1 April 2022 | (472) | (472) |
| Depreciation | (257) | (257) |
| Disposals | - | - |
| As at 31 March 2023 | (729) | (729) |
| Depreciation | (257) | (257) |
| Disposals | - | - |
| As at 31 March 2024 | (986) | (986) |

Net carrying value

As at 31 March 2023

As at 31 March 2024

| | | |
|---------------------|-------|-------|
| As at 31 March 2023 | 1,156 | 1,156 |
| As at 31 March 2024 | 899 | 899 |

7. Investments

Investment in subsidiaries (unquoted)

Appirio KK (Principle Place of Business - Japan, 100% holding)*

Provision for diminution in value of non-current Investments

Wipro Appirio (Ireland) Limited (Principle Place of Business - Ireland, 100% holding)

Topcoder Inc (Principle Place of Business - USA, 100% holding)

| | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| Appirio KK (Principle Place of Business - Japan, 100% holding)* | - | 101 |
| Provision for diminution in value of non-current Investments | - | (101) |
| Wipro Appirio (Ireland) Limited (Principle Place of Business - Ireland, 100% holding) | 4,272 | 72 |
| Topcoder Inc (Principle Place of Business - USA, 100% holding) | 5,899 | 5,899 |
| | 10,171 | 5,971 |

*Entity got liquidated during the year.

Investment in subsidiaries is carried at cost and annually tested for impairment in line with applicable Accounting Standards. Impairment testing for investment in subsidiaries has been carried out considering their recoverable amounts which, inter alia, includes estimation of their value-in-use based on management projections. These projections have been made for a period of five years, or longer, as applicable and consider various factors, such as market scenario, growth trends, growth and margin projections, and their terminal growth rates specific to the business. For such projections done using the discounted cash flow method, the following assumptions have been considered based on the economic circumstances of the respective investee:

A. Discount rate: 14%

B. Growth rates in years 1 to 5: 3% to 5%

C. Long term growth rate: 2.1%

Discount rate has been determined considering the Weighted Average Cost of Capital (WACC) computed as per CAPM model.

Based on the above assessment, an impairment charge of \$ Nil has been recognised during the year.

(This space has been intentionally left blank)

Wipro Appirio, Inc.**Notes to the special purpose standalone financial statements for the year ended 31 March 2024**

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

8. Trade receivables

| | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| Unsecured: | | |
| Considered good | 1,173 | 4,876 |
| Considered doubtful | 2,028 | 2,849 |
| | 3,201 | 7,726 |
| With related parties - Considered good (Refer Note 26) | 14,823 | 18,982 |
| Less: Allowance for expected credit loss | (2,028) | (2,849) |
| | 15,996 | 23,858 |

The activity in the allowance for expected credit loss is given below:

| | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| Opening balance | 2,850 | 3,599 |
| Add: Additions during the year | 58 | 481 |
| Less: Deduction during the period (net) | (878) | (1,230) |
| Closing balance | 2,028 | 2,850 |

9. Cash and cash equivalents

| | As at 31 March 2024 | As at 31 March 2023 |
|---------------------|------------------------|------------------------|
| Balances with banks | | |
| - Current accounts | 4,681 | 3,430 |
| | 4,681 | 3,430 |

10. Other financial assets

| | As at 31 March 2024 | As at 31 March 2023 |
|--------------------|------------------------|------------------------|
| Non-current | | |
| Security deposits | 14 | 14 |
| | 14 | 14 |
| Current | | |
| Other receivables | 36 | 18 |
| | 36 | 18 |

11. Other assets

| | As at 31 March 2024 | As at 31 March 2023 |
|------------------|------------------------|------------------------|
| Current | | |
| Prepaid expenses | 25 | 426 |
| Others | 41 | 128 |
| | 66 | 554 |

(This space has been intentionally left blank)

Wipro Appirio, Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

12. Share capital

| | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| Authorised capital | | |
| 1,000 (31 March 2023: 1,000) equity share (Par value \$0.01 per share) | 0 | 0 |
| | <u>0</u> | <u>0</u> |
| Issued, subscribed and fully paid-up capital | | |
| 1,000 (31 March 2023: 1,000) equity share (Par value \$0.01 per share) | 0 | 0 |
| | <u>0</u> | <u>0</u> |
| a) Shares held by holding company (Wipro IT Services LLC, the holding company) | | |
| | As at 31 March 2024 | As at 31 March 2023 |
| Number of equity shares of \$ 0.01 each | 0 | 0 |
| | <u>0</u> | <u>0</u> |

b) Reconciliation of the number of shares outstanding at the beginning and at the end of the year:

| | As at 31 March 2024 | | As at 31 March 2023 | |
|--|---------------------|----------|---------------------|----------|
| | No. of shares | Amount | No. of shares | Amount |
| Opening number of equity shares | 1,000 | 0 | 1,000 | 0 |
| Equity shares issued | - | - | - | - |
| Closing number of equity shares | <u>1,000</u> | <u>0</u> | <u>1,000</u> | <u>0</u> |

(iii) Details of shareholders having more than 5% of the total equity shares of the Company

| Name of the Shareholder | As at 31 March 2024 | | As at 31 March 2023 | |
|-------------------------|---------------------|--------|---------------------|--------|
| | No. of shares | % held | No. of shares | % held |
| Wipro IT Services LLC | 1,000 | 100% | 1,000 | 100% |

c) Rights, preferences and contingencies attached to the equity shares

The company has one class of equity shares having a face value of \$0.01 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets on the company after distribution of all preferential amounts, in proportion of their shareholding.

d) There has been no issue of bonus shares or issue of shares for consideration other than cash or share buy back during five years immediately preceding 31 March 2024.

(This space has been intentionally left blank)

Wipro Appirio, Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

13. Trade payables

| | As at 31 March 2024 | As at 31 March 2023 |
|--|------------------------|------------------------|
| Trade payables | | |
| Total outstanding dues of Micro, small and medium enterprises | | - |
| Total outstanding dues of creditors other than micro, small and medium enterprises | 608 | 6,243 |
| Payable to group companies (Refer Note 26) | 7,265 | 3,468 |
| | <u>7,873</u> | <u>9,711</u> |

14. Other financial liabilities

| | As at 31 March 2024 | As at 31 March 2023 |
|----------------|------------------------|------------------------|
| Current | | |
| Bonus payable | 492 | 894 |
| Salary payable | 214 | 409 |
| Other payables | 82 | 155 |
| | <u>788</u> | <u>1,457</u> |

15. Other liabilities

| | As at 31 March 2024 | As at 31 March 2023 |
|-------------------------|------------------------|------------------------|
| Current | | |
| Statutory dues payable | 877 | 965 |
| Withholding tax payable | 28 | 28 |
| Others | 505 | 1,152 |
| | <u>1,410</u> | <u>2,145</u> |

16. Provisions

| | As at 31 March 2024 | As at 31 March 2023 |
|---------------------------------|------------------------|------------------------|
| Non current | | |
| Provision for employee benefits | | |
| Compensated absences | - | 384 |
| | <u>-</u> | <u>384</u> |
| Current | | |
| Provision for employee benefits | | |
| Compensated absences | 670 | 792 |
| | <u>670</u> | <u>792</u> |

(This space has been intentionally left blank)

Wipro Appirio, Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

17. Lease liability

i) Total lease liabilities are analysed as follows:

| | As at 31 March 2024 | As at 31 March 2023 |
|--|------------------------|------------------------|
| Denominated in the following currencies: | | |
| USD | 1,048 | 1,311 |
| Total | 1,048 | 1,311 |
| Analysed as: | | |
| Current | 279 | 263 |
| Non Current | 769 | 1,048 |
| | 1,048 | 1,311 |

ii) Amounts recognised in statement of profit and loss:

The following amounts were recognised as expense in the year:

| | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| Depreciation of right-of-use assets | 257 | 257 |
| Interest on lease liabilities | 36 | 43 |
| Total recognised in the statement of profit and loss | 293 | 300 |

iii) Exposure to future cash flows:

The following are the undiscounted contractual cash flows of lease liabilities. The payment profile has been based on management's forecasts and could in reality be different from expectations:

| | As at 31 March 2024 | As at 31 March 2023 |
|-----------------------|------------------------|------------------------|
| Less than 1 year | 306 | 299 |
| Between 1 and 2 years | 314 | 306 |
| Between 2 and 5 years | 486 | 800 |
| More than 5 years | - | - |
| | 1,106 | 1,405 |

(This space has been intentionally left blank)

Wipro Appirio, Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

18. Revenue from operations

| | Year ended 31 March 2024 | Year ended 31 March 2023 |
|-----------------------|-----------------------------|-----------------------------|
| Rendering of services | 30,282 | 52,543 |
| | 30,282 | 52,543 |

Disaggregation of Revenues

The table below presents disaggregated revenues from contracts with customers by business segment and contract-type. The Company believes that the below disaggregation best depicts the nature, amount, timing and uncertainty of revenue and cash flows from economic factors.

| Revenue | Year ended 31 March 2024 | Year ended 31 March 2023 |
|--------------------------------------|-----------------------------|-----------------------------|
| Rendering of services | 30,282 | 52,543 |
| Revenue by Nature of Contract | | |
| Element based | - | 4,029 |
| Fixed price and volume based | 19,222 | 23,105 |
| Time and materials based | 11,060 | 25,409 |
| | 30,282 | 52,543 |

19. Other income

| | Year ended 31 March 2024 | Year ended 31 March 2023 |
|-----------------|-----------------------------|-----------------------------|
| Dividend income | 536 | - |
| Other income | 0 | 0 |
| | 536 | 0 |

20. Employee benefits expense

| | Year ended 31 March 2024 | Year ended 31 March 2023 |
|------------------------|-----------------------------|-----------------------------|
| Salaries and wages | 14,668 | 21,706 |
| Compensated absences | 109 | 199 |
| Staff welfare expenses | 447 | 1,019 |
| | 15,224 | 22,925 |

The Company has adopted the restricted stock units plans of the Wipro Technologies Limited, the ultimate Holding Company. Under the Plan, the employees of the Company may be granted shares and other stock/cash awards, in accordance with the terms and conditions as specified in the plan. The plan is assessed, managed and administered by the ultimate holding company, The Wipro Technologies Limited Company whose shares have been granted to the employees.

The amount of USD 14 is recognised as expenditure for the year ended 31 March 2024.

21. Finance costs

| | Year ended 31 March 2024 | Year ended 31 March 2023 |
|-------------------------------------|-----------------------------|-----------------------------|
| Interest amortization on facilities | 36 | 43 |
| Interest expense | 211 | - |
| | 247 | 43 |

22. Depreciation

| | Year ended 31 March 2024 | Year ended 31 March 2023 |
|--|-----------------------------|-----------------------------|
| Depreciation on property, plant and equipment (Refer Note 5) | 169 | 187 |
| Depreciation on Right to use assets (Refer Note 6) | 257 | 257 |
| | 426 | 444 |

Wipro Appirio, Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

23. Other expenses

| | Year ended 31 March 2024 | Year ended 31 March 2023 |
|--|-----------------------------|-----------------------------|
| Repairs and maintenance | 1,894 | 4,397 |
| Foreign exchange (gains) / losses, net | (63) | 19 |
| Legal and professional charges | 104 | 28 |
| Corporate overhead | 590 | 788 |
| Staff recruitment expenses | - | 118 |
| Provision for lifetime expected credit losses / (gains) | (8) | (69) |
| Insurance | - | 14 |
| Business meeting | 3 | 12 |
| Subscription | (1) | 6 |
| Provision for diminution in value of non-current investments | (70) | 101 |
| Rates and taxes | - | 61 |
| Communication expenses | 44 | 22 |
| Travel | 78 | 13 |
| Marketing and brand building | 2 | - |
| Miscellaneous expenses | 22 | 94 |
| | <u>2,595</u> | <u>5,605</u> |

24. Earnings per equity share

Basic earnings per share is calculated by dividing the profit attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period, excluding equity shares purchased by the Company. Diluted earnings per share is calculated by adjusting the weighted average number of equity shares outstanding during the year for assumed conversion of all dilutive potential equity shares. Employee share options are dilutive potential equity shares for the Company. The Company does not have any potential equity shares as on 31 March 2024 and 31 March 2023.

| | Year ended 31 March 2024 | Year ended 31 March 2023 |
|--|-----------------------------|-----------------------------|
| Profit for the year | 5,398 | 8,394 |
| Weighted average number of equity shares outstanding | 1,000 | 1,000 |
| Basic and diluted earnings per share | 5,398 | 8,394 |

(This space has been intentionally left blank)

Wipro Appirio, Inc.**Notes to the special purpose standalone financial statements for the year ended 31 March 2024**

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

25. Income tax expense and effective tax rate (ETR) reconciliation

Income tax expense has been allocated as follows:

| | Year ended 31 March 2024 | Year ended 31 March 2023 |
|--|-----------------------------|-----------------------------|
| Current tax | 1,012 | 1,527 |
| Deferred tax | 299 | 1,301 |
| Total income tax expense recognised | 1,311 | 2,827 |

The reconciliation of estimated income tax expense at United States of America statutory income tax rate to income tax expense reported in statement of profit and loss is as follows:

| | Year ended 31 March 2024 | Year ended 31 March 2023 |
|----------------------------------|-----------------------------|-----------------------------|
| Profit before tax | 6,709 | 11,221 |
| Statutory income tax rate of USA | 28% | 28% |
| Expected income tax expense | 1,878 | 3,142 |
| Effect of: | | |
| Tax relating to prior years | (172) | (70) |
| Deferred tax expense | (43) | (43) |
| Permanent differences | (352) | (202) |
| | 1,311 | 2,827 |

Deferred tax assets

| | As at 31 March 2024 | As at 31 March 2023 |
|--|------------------------|------------------------|
| DTA on business loss carried forward | 1,241 | 678 |
| DTA / DTL on other originating / reversing temporary differences | (406) | (246) |
| | 835 | 433 |

(This space has been intentionally left blank)

Wipro Appirio, Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

26. Related party relationships, transactions and balances

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

| Country of incorporation | Name of the Party | Country of incorporation |
|------------------------------------|---|--------------------------|
| Ultimate Holding Company | Wipro Limited | India |
| Holding Company | Wipro IT Services LLC | US |
| Intermediate Holding Company | Wipro LLC | US |
| Subsidiary | Wipro Appirio (Ireland) Limited | Ireland |
| Subsidiary | Appirio, K.K | Japan |
| Subsidiary | Topcoder, LLC | US |
| Fellow Subsidiary | Wipro do Brasil Technologia Ltda | Brazil |
| Fellow Subsidiary | Wipro Technologies GmbH | Germany |
| Fellow Subsidiary | Wipro Technology Chile SPA | Chile |
| Fellow Subsidiary | Wipro Solutions Canada Limited | Canada |
| Fellow Subsidiary | Wipro Portugal SA | Portugal |
| Fellow Subsidiary | Wipro Technologies SA DE C V | Mexico |
| Fellow Subsidiary | Wipro Chengdu Limited | China |
| Fellow Subsidiary | Wipro Gallagher Solutions Inc | US |
| Fellow Subsidiary | Wipro Appirio UK Limited | UK |
| Fellow Subsidiary | Wipro Weare4C UK Limited | UK |
| Fellow Subsidiary | Wipro Travel Services Limited | India |
| Fellow Subsidiary | Capco Consulting Services | US |
| Fellow Subsidiary | Encore Theme Technologies Private Limited | India |
| Key Managerial Personnel- Director | Bikash Agarwala Bajrang Lal Jhunjhunwala | |

ii) The Company had the following transactions with related parties during the year

| Particulars | Relationship | Year ended | Year ended |
|--|------------------------------|---------------|---------------|
| | | 31 March 2024 | 31 March 2023 |
| Sales and services | | | |
| Wipro Ltd | Ultimate holding company | 34,030 | 57,932 |
| Wipro LLC | Intermediate holding company | 4,977 | 8,181 |
| Wipro Gallagher Solutions, LLC | Fellow subsidiary | 1,241 | - |
| Wipro Appirio (Ireland) Limited | Subsidiary | 10 | - |
| Wipro 4C NV | Fellow subsidiary | 4 | - |
| Wipro CRM Services UK Limited | Fellow subsidiary | 80 | - |
| Capco Consulting Services | Fellow subsidiary | - | 91 |
| Subcontracting and technical fees | | | |
| Wipro Ltd. | Ultimate holding company | 3,763 | 7,234 |
| Wipro do Brasil Technologia Ltda | Fellow subsidiary | 24 | 26 |
| Wipro Solutions Canada Limited | Fellow subsidiary | 89 | 213 |
| Wipro Portugal SA | Fellow subsidiary | 86 | 65 |
| Wipro Appirio UK Limited | Fellow subsidiary | 352 | 706 |
| Wipro Appirio (Ireland) Limited | Subsidiary | 22 | 140 |
| Appirio, K.K | Subsidiary | - | 96 |
| Wipro Technologies SA DE C V | Fellow subsidiary | - | 19 |
| Wipro Technologies GmbH | Fellow subsidiary | 28 | - |
| Wipro Chengdu Limited | Fellow subsidiary | 75 | - |
| Wipro Technologies GmbH | Fellow subsidiary | - | 278 |

Wipro Appirio, Inc.**Notes to the special purpose standalone financial statements for the year ended 31 March 2024**

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

iii) Balances with related parties:-

| Particulars | Relationship | Year ended 31 March 2024 | Year ended 31 March 2023 |
|----------------------------------|------------------------------|-------------------------------------|-------------------------------------|
| Receivables: | | | |
| Wipro Limited | Ultimate holding company | 10,141 | 15,555 |
| Infocrossing, LLC | Fellow subsidiary | - | 3 |
| Wipro LLC | Intermediate holding company | 402 | 2,747 |
| Wipro Solutions Canada Limited | Fellow subsidiary | - | 143 |
| Wipro Travel Services Limited | Fellow subsidiary | - | 2 |
| Wipro Japan KK | Subsidiary | - | 532 |
| Wipro Portugal S.A. | Fellow subsidiary | 8 | - |
| Wipro Gallagher Solutions, LLC | Fellow subsidiary | 351 | - |
| Topcoder LLC | Subsidiary | 3,855 | - |
| Wipro 4C NV | Fellow subsidiary | 4 | - |
| Wipro CRM Services UK Limited | Fellow subsidiary | 63 | - |
| Payables: | | | |
| Topcoder LLC | Subsidiary | - | 542 |
| Wipro Appirio (Ireland) Ltd. | Subsidiary | 22 | 0 |
| Wipro Limited | Ultimate holding company | 5,803 | 2,697 |
| Wipro Technologies GmbH | Fellow subsidiary | 5 | 25 |
| Wipro Portugal S.A. | Fellow subsidiary | - | 18 |
| Wipro LLC | Intermediate holding company | - | 63 |
| Wipro do Brasil Technologia Ltda | Fellow subsidiary | - | 7 |
| Capco Consulting Services | Fellow subsidiary | 2 | 2 |
| Wipro Appirio UK Limited | Fellow subsidiary | 1 | 114 |
| Wipro Gallagher Solutions, LLC | Fellow subsidiary | 9 | - |
| Wipro IT Services, LLC | Holding company | 1,423 | - |

(This space has been intentionally left blank)

Wipro Appirio, Inc.
Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

27. Financial instruments

The significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expense are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in notes 2 and 3 to the financial statements.

a. Financial assets and liabilities

The carrying value of financial instruments by categories as at 31 March 2024 is as follows:

| | Amortised cost | Carrying value |
|-------------------------------|-------------------|-------------------|
| Financial assets: | | |
| Trade receivables | 15,996 | 15,996 |
| Cash and cash equivalents | 4,681 | 4,681 |
| Unbilled revenues | 778 | 778 |
| Other financial assets | 50 | 50 |
| Investment in subsidiaries | 10,171 | 10,171 |
| Total | 31,677 | 31,677 |
| Financial liabilities: | | |
| Trade payables | 7,873 | 7,873 |
| Lease liabilities | 1,048 | 1,048 |
| Other financial liabilities | 788 | 788 |
| Total | 9,709 | 9,709 |

The carrying value of financial instruments by categories as at 31 March 2023 is as follows:

| | Amortised cost | Carrying value |
|-------------------------------|-------------------|-------------------|
| Financial assets: | | |
| Trade receivables | 23,858 | 23,858 |
| Cash and cash equivalents | 3,430 | 3,430 |
| Unbilled revenues | 1,712 | 1,712 |
| Other financial assets | 32 | 32 |
| Total | 29,033 | 29,033 |
| Financial liabilities: | | |
| Trade payables | 9,711 | 9,711 |
| Lease liabilities | 1,272 | 1,272 |
| Other financial liabilities | 2,811 | 2,811 |
| Total | 13,794 | 13,794 |

b. Exposure to credit 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. Individual risk limits are set accordingly.

c. Liquidity risk

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's corporate treasury department is responsible for liquidity and funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows. As at March 31, 2024, cash and cash equivalents are held with major banks and financial institutions. The table below provides details regarding the remaining contractual maturities of significant financial liabilities at the reporting date. The amounts include estimated interest payments and exclude the impact of netting agreements, if any.

| Contractual cash flows as at 31 March 2024 | Carrying value | Less than 1 year | 1-5 years | > 5 years | Total |
|---|-----------------------|-------------------------|------------------|---------------------|--------------|
| Lease liabilities | 1,048 | 306 | 800 | - | 1,106 |
| Trade payables | 7,873 | 7,873 | - | - | 7,873 |
| Other financial liabilities | 788 | 788 | - | - | 788 |
| Contractual cash flows as at 31 March 2023 | | | | | |
| Lease liabilities | 1,311 | 299 | 1,106 | - | 1,405 |
| Trade payables | 9,711 | 9,711 | - | - | 9,711 |
| Other financial liabilities | 1,457 | 1,457 | - | - | 1,457 |

d. Foreign currency exchange rate risk

Whilst the Company operates internationally, majority of its business is transacted in USD currency. Consequently, the Company is not exposed to material foreign exchange risk.

(This space has been intentionally left blank)

Wipro Appirio, Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

Note 28. Trade receivables and trade payables ageing schedule

Trade receivables ageing schedule

As at 31 March 2024

| Particulars | Outstanding for following periods from due date of payment | | | | | | Total |
|--|--|--------------------|-------------------|------------|------------|-------------------|---------------|
| | Not due | Less than 6 months | 6 months - 1 year | 1- 2 years | 2- 3 years | More than 3 years | |
| (i) Undisputed – considered good | 1,628 | 262 | - | 119 | 344 | 847 | 3,200 |
| (ii) Undisputed – which have significant increase in credit risk | - | - | - | - | - | - | - |
| (iii) Undisputed – credit impaired | - | - | - | - | - | - | - |
| (iv) Disputed –considered good | - | - | - | - | - | - | - |
| (v) Disputed – which have significant increase in credit risk | - | - | - | - | - | - | - |
| (vi) Disputed – credit impaired | - | - | - | - | - | - | - |
| Total | 1,628 | 262 | - | 119 | 344 | 847 | 3,200 |
| Less: Allowance for expected credit loss | | | | | | | (2,028) |
| From related parties | | | | | | | 14,823 |
| Net trade receivables | | | | | | | 15,996 |

As at 31 March 2023

| Particulars | Outstanding for following periods from due date of payment | | | | | | Total |
|--|--|--------------------|-------------------|------------|------------|-------------------|---------------|
| | Not due | Less than 6 months | 6 months - 1 year | 1- 2 years | 2- 3 years | More than 3 years | |
| (i) Undisputed – considered good | 4,276 | 408 | 125 | 525 | 219 | 2,171 | 7,723 |
| (ii) Undisputed – which have significant increase in credit risk | - | - | - | - | 2 | - | 2 |
| (iii) Undisputed – credit impaired | - | - | - | - | - | - | - |
| (iv) Disputed –considered good | - | - | - | - | - | - | - |
| (v) Disputed – which have significant increase in credit risk | - | - | - | - | - | - | - |
| (vi) Disputed – credit impaired | - | - | - | - | - | - | - |
| Total | 4,276 | 408 | 125 | 525 | 221 | 2,171 | 7,725 |
| Less: Allowance for expected credit loss | | | | | | | (2,849) |
| From related parties | | | | | | | 18,982 |
| Net trade receivables | | | | | | | 23,858 |

As at 31 March 2024

| Particulars | Outstanding for following periods from due date of payment | | | | | Total |
|------------------------------|--|------------------|-----------|------------|-------------------|------------|
| | Unbilled and not due | Less than 1 year | 1-2 years | 2- 3 years | More than 3 years | |
| (i) Trade payables - MSME | - | - | - | - | - | - |
| (ii) Trade payables - Others | 562 | 22 | 1 | 8 | 16 | 608 |
| (iv) Disputed dues – MSME | - | - | - | - | - | - |
| (iv) Disputed dues - Others | - | - | - | - | - | - |
| Total | 562 | 22 | 1 | 8 | 16 | 608 |

As at 31 March 2023

| Particulars | Outstanding for following periods from due date of payment | | | | | Total |
|------------------------------|--|------------------|-----------|------------|-------------------|--------------|
| | Unbilled and not due | Less than 1 year | 1-2 years | 2- 3 years | More than 3 years | |
| (i) Trade Payables - MSME | - | - | - | - | - | - |
| (ii) Trade Payables - Others | 6,021 | 135 | 70 | 3 | 14 | 6,243 |
| (iv) Disputed dues – MSME | - | - | - | - | - | - |
| (iv) Disputed dues - Others | - | - | - | - | - | - |
| Total | 6,021 | 135 | 70 | 3 | 14 | 6,243 |

(This space has been intentionally left blank)

Wipro Appirio, Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

29. Commitments and contingencies

Capital commitments: The Company has Nil capital commitments as on 31 March 2024 (31 March 2023 : Nil).

Contingencies: The Company has Nil contingencies as on 31 March 2024 (31 March 2023 : Nil)

30. Segment reporting

Management currently identifies a single reportable operating segment as per Ind AS 108- 'Segment Reporting' which is designing microprocessors and allied services. These operating segments are monitored by the company's chief operating decision maker. The Company operates primarily in Canada and there is no other significant geographical segment.

31. Events occurring after the reporting date

No adjusting or significant events have occurred between 31 March 2024 and the date of authorization of these financial statements

32. Comparatives

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

The accompanying notes form an integral part of these special purpose standalone financial statements.

In terms of our report attached

For PKF Sridhar & Santhanam LLP

Chartered Accountants

Firm Registration No.: 003990S/S200018

For and on behalf of the Board of Directors

S/d

Seethalakshmi M

Partner

Membership No: 208545

Place: Bengaluru

Date: 8 June 2024

S/d

Bikash Agarwala

Director

Place: Bengaluru

Date: 8 June 2024

S/d

**Bajrang Lal
Jhunjhunwala**

Director

Place: Bengaluru

Date: 8 June 2024

Wipro Appirio Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

1. The Company overview

Wipro Appirio, Inc. (the “Company”), incorporated in the state of Delaware, United States of America is a leading global consultancy and provider of cloud-based services to business enterprises’ Information Technology (IT) cloud solutions. The Company offers professional services and subscription Software-as-a-Service (SaaS) products on a Platform-as-a-Service (PaaS) that help enterprises accelerate their adoption to cloud-based computing.

The Company’s Board of Directors authorized these special purpose financial statements for issue on 8 June 2024.

2. Basis of preparation of financial statement

(i) Statement of compliance and basis of preparation

These special purpose standalone financial statements are prepared for inclusion in the annual report of the Ultimate Holding Company (Wipro limited) under the requirements of section 129(3) of the Companies Act, 2013.

These are the standalone financial statements of Wipro Appirio, Inc. The Company has not prepared consolidated financial statements because it has availed the specific exemption from the preparation of consolidated financial statements, available under Ind AS 110, “Consolidated Financial Statements”. Accordingly, the investment in the subsidiaries are accounted for on a cost basis in these standalone financial statements.p

The investment in subsidiaries is considered as a long term investment and carried at cost, less impairment, if any (refer note 7).

The financial performance and position of the Company and the subsidiaries are included in the consolidated financial statements of Wipro Limited, incorporated under the Companies Act, 2013, having its registered office at Doddakanelli, Sarjapur Road, Bengaluru - 560035.

These financial statements have been prepared in accordance with Indian Accounting Standards (“Ind AS”) as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and other provisions of the Companies Act, 2013 as amended from time to time.

The financial statements correspond to the classification provisions contained in Ind AS 1, “Presentation of Financial statement”. For clarity, various items are aggregated in the statement of profit & loss and other comprehensive income and balance sheet. These items are disaggregated separately in the notes to the financial statements, where applicable.

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which these entities operate (i.e. the “functional currency”). The functional currency of the company is US Dollar and the financial statements are also presented in US Dollar. All amounts included in the financial statements are reported in US Dollar including share and per share data, unless otherwise stated.

(ii) Basis of measurement

The financial statements has been prepared on a historical cost convention and on an accrual basis

(iii) Use of estimates and judgments

The preparation of the financial statements in conformity with Ind AS requires the 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. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are included in the following notes:

- a) **Revenue recognition:** The Company uses the percentage of completion method using the input (cost expended) method to measure progress towards completion in respect of fixed price contracts. Percentage of completion method accounting relies on estimates of total expected contract revenue and costs. This method is followed when reasonably dependable estimates of the revenues and costs applicable to various elements of the contract can be made. Key factors that are reviewed in estimating the future costs to complete include estimates of future labor costs and productivity efficiencies. Because the financial reporting of these

Wipro Appirio Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

contracts depends on estimates that are assessed continually during the term of these contracts, recognized revenue and profit are subject to revisions as the contract progresses to completion. When estimates indicate that a loss will be incurred, the loss is provided for in the period in which the loss becomes probable. Volume discounts are recorded as a reduction of revenue. When the amount of discount varies with the levels of revenue, volume discount is recorded based on estimate of future revenue from the customer. Revenue is recognized on net basis in scenario where the company is not the primary obligor.

- b) **Deferred taxes:** Deferred tax is recorded on temporary differences between the tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting ate. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carry-forwards become deductible. The Company considers the expected reversal of deferred tax liabilities and projected future taxable income in making this assessment. The amount of the deferred tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry-forward period are reduced.
- c) **Expected credit losses on financial assets:** The impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history of collections, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period.
- d) **Useful lives of property, plant and equipment:** The Company depreciates property, plant and equipment on a straight line basis over estimated useful lives of assets. The charge in depreciation is derived based on estimate of an asset's expected useful life and the expected residual value at the end of its life. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their lives, such as change in technology. The estimated useful life is reviewed at least annually.
- e) **Leases:** Ind AS 116 defines a lease term as the non-cancellable period for which the lessee has the right to use an underlying asset including optional periods, when an entity is reasonably certain to exercise an option to extend (or not to terminate) a lease. The Company considers all relevant facts and circumstances that create an economic incentive for the lessee to exercise the option when determining the lease term. The option to extend the lease term is included in the lease term, if it is reasonably certain that the lessee would exercise the option. The Company reassesses the option when significant events or changes in circumstances occur that are within the control of the lessee.

3. Material accounting policies

(i) Functional presentation currency

These financial statements are presented in US Dollar (\$) '000, which is the functional currency of the Company.

(ii) Foreign currency transactions and translation

Transactions in foreign currency are translated into the respective functional currencies using the exchange rates prevailing at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from translation at the exchange rates prevailing at the reporting date of monetary assets and liabilities denominated in foreign currencies are recognized in the statement of profit and loss and reported within foreign exchange gains/(losses), net within results of operating activities. Gains/(losses) relating to translation or settlement of borrowings denominated in foreign currency are reported within finance costs. Non-monetary assets and liabilities denominated in foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction. Translation differences on non-monetary financial assets measured at fair value at the reporting date, such as equities classified as fair value through other comprehensive income are included in other comprehensive income, net of taxes. The company has investments in subsidiaries at places other than the USA.

Wipro Appirio Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

(iii) Financial instruments

a) Non-derivative financial instruments:

Non derivative financial instruments consist of:

- financial assets, which include cash and cash equivalents, trade receivables, unbilled revenues, investments in equity and other eligible current and non-current assets;
- financial liabilities, which include short-term borrowings, trade payables and other 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:

A. Cash and cash equivalents

The Company's cash and cash equivalents consist of cash with banks in current account and sweep account with banks, which can be withdrawn at any time, without prior notice or penalty.

For the purposes of the cash flow statement, cash and cash equivalents include cash with banks.

B. 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 and other current assets.

C. 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.

(iv) Equity and share capital

a) Equity share capital

The authorized share capital of the Company as of 31 March 2024 is USD 10 (USD 10 as of 31 March 2023) divided into 1,000 equity shares of \$ 0.01 each. Par value of the equity shares is recorded as share capital and the amount received in excess of par value is classified as share premium.

b) Retained earnings:- Retained earnings comprises the Company's undistributed earnings after taxes.

c) Other reserves: Changes in the fair value of financial assets measured at FVTOCI, other than impairment loss, is recognized in other comprehensive income (net of taxes) and presented within equity in other reserves.

(v) Property, plant and equipment

a) **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.

b) **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:

Wipro Appirio Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

| Category | Useful life |
|------------------------|--|
| Leasehold improvements | Useful life or lease term whichever is lower |
| Plant and equipment | 2 to 10 years |
| Office equipment | 5 years |

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent expenditure relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably.

The cost of property, plant and equipment not available for use before each reporting date are disclosed under capital work- in-progress. Deposits & advances paid towards acquisition of fixed assets, outstanding at each balance sheet date are shown as capital advances under the head of other non-current assets.

(vi) Leases

The Company evaluates each contract or arrangement, whether it qualifies as lease as defined under Ind AS 116.

The Company as a lessee

The Company enters into arrangement for lease of buildings. Such arrangements are generally for a fixed period but may have extension or termination options. The Company assesses, whether the contract is, or contains, a lease, at its inception. A contract is, or contains, a lease if the contract conveys the right to –

- a) control the use of an identified asset,
- b) obtain substantially all the economic benefits from use of the identified asset, and
- c) direct the use of the identified asset

The Company determines the lease term as the non-cancellable period of a lease, together with periods covered by an option to extend the lease, where the Company is reasonably certain to exercise that option.

The Company at the commencement of the lease contract recognizes a Right-of-Use (RoU) asset at cost and corresponding lease liability, except for leases with term of less than twelve months (short term leases) and low-value assets. For these short term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term.

The cost of the right-of-use asset comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease, plus any initial direct costs, less any lease incentives received. Subsequently, the right-of-use assets are measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The right-of-use assets are depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful life of right-of-use assets are determined on the same basis as those of property, plant and equipment.

The Company applies Ind AS 36 to determine whether an RoU asset is impaired and accounts for any identified impairment loss as described in the impairment of non-financial assets below.

For lease liabilities at the commencement of the lease, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate that the Company would have to pay to borrow funds, including the consideration of factors such as the nature of the asset and location, collateral, market terms and conditions, as applicable in a similar economic environment.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made.

The Company recognizes the amount of the re-measurement of lease liability as an adjustment to the right-of-use assets. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining amount of the re-measurement in statement of profit and loss.

Lease liability payments are classified as cash used in financing activities in the statement of cash flows.

Wipro Appirio Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

The Company as a lessor

Leases under which the Company is a lessor are classified as finance or operating leases. Lease contracts where all the risks and rewards are substantially transferred to the lessee, the lease contracts are classified as finance leases. All other leases are classified as operating leases.

(vii) Impairment

a) Financial assets (other than at fair value)

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The company recognizes lifetime expected losses for all contract assets and/or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month expected credit losses or at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

b) Non-financial assets

The Company assesses long-lived assets such as property, plant, equipment and acquired intangible assets for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset or group of assets may not be recoverable. If any such indication exists, the Company estimates the recoverable amount of the asset or group of assets. The recoverable amount of an asset or cash generating unit is the higher of its fair value less cost to sell (FVLCTS) and its value-in-use (VIU). If the recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss. If at the reporting date, there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the impairment losses previously recognized are reversed such that the asset is recognized at its recoverable amount but not exceeding written down value which would have been reported if the impairment losses had not been recognized initially.

(viii) Employee benefits

a) Short-term benefits

Short-term employee benefit obligations are measured on a discounted basis and are recorded as expense as the related service is provided. A liability is recognized for the amount expected to be paid under short-term cash bonus or profit-sharing plans, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

b) Termination benefits

Termination benefits are expensed when the Company can no longer withdraw the offer of those benefits.

c) 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. The Company recognizes accumulated compensated absences based on actuarial valuation using the projected unit credit method. Non-accumulating compensated absences are recognized in the period in which the absences occur.

Wipro Appirio Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

(ix) Provisions

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.

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.

(x) Revenue

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

A. 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 for recognizing revenues and costs depends on the nature of the services rendered:

a) Time and materials contracts

Revenues and costs relating to time and materials 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. 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.

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

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 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.

Wipro Appirio Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

B. Products

Revenue from products are recognized when the significant risks and rewards of ownership have been transferred to the buyer, continuing managerial involvement usually associated with ownership and effective control have ceased, the amount of revenue can be measured reliably, it is probable that economic benefits associated with the transaction will flow to the Company and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

(xi) Finance costs

Finance costs 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.

(xii) Other income

Other income comprises interest income on loan given, gains/(losses) on disposal of financial assets that are measured at FVTPL, and debt instruments at FVTOCI. Interest income is recognized using the effective interest method.

(xiii) 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.

a) Current income tax

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.

b) Deferred income tax

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 statement.

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 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

Wipro Appirio Inc.

Notes to the special purpose standalone financial statements for the year ended 31 March 2024

(Amounts in '000 USD, except share and per share data, unless otherwise stated)

settle the current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

(xiv) Cash flow statement

Cash flows are reported using indirect method, whereby net profits after tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated.

(xv) Earnings per share

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed using the weighted-average number of equity and dilutive equivalent shares outstanding during the period, using the treasury stock method for options and warrants, except where the results would be anti-dilutive.

(xvi) Investment in subsidiaries

Investment in subsidiaries are measured at cost as per Ind AS 27 - Separate Financial statements.

4. New amendments adopted by the Company

Amendments to Ind AS 12 – Income Taxes

On March 31, 2023, the Ministry of Corporate Affairs notified the Companies (Indian Accounting Standards) Amendment Rules, 2023 effective from April 1, 2023. The amendments to Ind AS 12 clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. In specified circumstances, companies are exempt from recognising deferred tax when they recognise assets or liabilities for the first time. The amendments clarify that this exemption does not apply to transactions such as leases and decommissioning obligations and companies are required to recognise deferred tax on such transactions. The adoption of these amendments to Ind AS 12 did not have any material impact on the financial statements.

Amendments to Ind AS 1 – Presentation of Financial Statements

On March 31, 2023, the Ministry of Corporate Affairs notified the Companies (Indian Accounting Standards) Amendment Rules, 2023 effective from April 1, 2023. This amendment requires the companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The adoption of these amendments to Ind AS 1 did not have any material impact on the financial statements.

Amendments to Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

On March 31, 2023, the Ministry of Corporate Affairs notified the Companies (Indian Accounting Standards) Amendment Rules, 2023 effective from April 1, 2023. This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help companies distinguish changes in accounting policies from changes in accounting estimates. The adoption of these amendments to Ind AS 8 did not have any material impact on the financial statements.

None of the amendments has any material impact on the financial statements for the current year.

(This space has been intentionally left blank)