

Special Purpose Financial Statements and Independent Auditor's Report

The Capital Markets Company Limited (Canada)

March 31, 2025

INDEPENDENT AUDITOR'S REPORT

TO THE BOARD OF DIRECTORS OF The Capital Markets Company Limited (Canada)

Report on Audit of Special Purpose Financial Statements

Opinion

We have audited the accompanying Special Purpose Financial Statements of **The Capital Markets Company Limited (Canada)** ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the period April 01, 2024 to March 31, 2025, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Special Purpose Financial Statements"). These Special Purpose Financial Statements are prepared solely for inclusion in the annual report of Wipro Limited for the year ended March 31, 2025 under the requirements of section 129(3) of the Companies Act, 2013.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Special Purpose Financial Statements give a true and fair view in conformity with the basis of preparation referred to in Note 2(i) of the Special Purpose Financial Statements, of the state of affairs of the Company as at March 31, 2025, its profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Special Purpose Financial Statements in accordance with the Standards on Auditing (SAs) issued by the Institute of Chartered Accountants of India (ICAI). Our responsibilities under those Standards 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 (ICAI) together with the ethical requirements that are relevant to our audit of the Special Purpose Financial Statements, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Special Purpose Financial Statements.

Emphasis of Matter - Basis of Accounting and Restriction on Distribution and Use

We draw attention to Note 2(i) to the Special Purpose Financial Statements, which describes the basis of accounting, as a result, the financial statements may not be suitable for another purpose. This report is issued to the Board of Directors of the Company solely 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. Our report is intended solely for the Company and Wipro Limited and should not be distributed to or used by parties other than the Company and Wipro Limited. Our opinion is not modified in respect of this matter.



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Management's Responsibilities for the Special Purpose Financial Statements

The Company's Board of Directors is responsible for the preparation of these Special Purpose Financial Statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the basis described in Note 2(i) of the Special Purpose Financial Statements.

This responsibility also includes maintenance of adequate accounting records for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 Company's 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is 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 whether the Company has in place an adequate internal financial control system over financial reporting and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

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- 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 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.

Materiality is the magnitude of misstatements in the Special Purpose Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the special purpose financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Special Purpose Financial Statements.

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.

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 Deloitte Haskins & Sells LLP

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)



Satish Vaidyanathan

Partner

Membership Number: 217042

UDIN: 25217042BNUKZH2560

Place: Bengaluru

Date: June 09, 2025

The Capital Markets Company Limited (Canada)
Balance Sheet
(Amounts in CAD, except share and per share data, unless otherwise specified)

	Note	As at March 31, 2025	As at March 31, 2024
ASSETS			
Non-current assets			
Property, plant and equipment	5	97,531	158,311
Right of use Assets	6	9,710,818	1,142,846
Deferred tax assets (net)	21	249,259	1,468,177
		<u>10,057,608</u>	<u>2,769,334</u>
Current assets			
Financial assets			
Trade receivables	9	13,224,609	6,806,523
Unbilled Receivables		5,998,513	3,482,302
Loan to subsidiaries and fellow subsidiaries	24	17,208,668	66,336,317
Cash and cash equivalents	10	29,781,417	72,697,692
Other financial assets	7	5,320,955	1,562,625
Contract Assets	15	1,727,768	3,039,618
Other current assets	8	41,232	316,158
		<u>73,303,162</u>	<u>154,241,235</u>
TOTAL ASSETS		<u>83,360,770</u>	<u>157,010,569</u>
EQUITY AND LIABILITIES			
Equity			
Equity Share capital		-	-
Other equity		58,274,794	91,074,516
		<u>58,274,794</u>	<u>91,074,516</u>
Liabilities			
Non-current liabilities			
Financial liabilities			
Lease Liabilities	23	9,100,496	-
Other financial liabilities	13	362,140	197,161
		<u>9,462,636</u>	<u>197,161</u>
Current liabilities			
Financial liabilities			
Trade Payables	12		
i) total outstanding dues of micro enterprises and small enterprises		-	-
ii) total outstanding dues of creditors other than micro enterprise and small enterprise		3,398,116	2,283,727
Other financial liabilities	13	7,602,227	57,497,184
Lease Liabilities	23	604,370	1,211,373
Contract Liabilities	15	10,018	201,712
Provisions	11	525,816	587,015
Other current liabilities	14	643,087	3,320,007
Current tax liabilities (net)		2,839,706	637,874
		<u>15,623,340</u>	<u>65,738,892</u>
TOTAL EQUITY & LIABILITIES		<u>83,360,770</u>	<u>157,010,569</u>
Summary of significant accounting policies	2		
The accompanying notes are an integral part of these financial statements 1-28			

As per our report of even date
For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm Registration No.: 117366W/W - 100018

Sd/-

Satish Vaidyanathan
Partner
Membership No: 217042
Place: Bangalore
Date: June 9, 2025

**For and on behalf of the Board of Directors of
The Capital Markets Company Limited (Canada)**

Sd/-

Kirk Jamieson
Director

Place: Toronto
Date: June 9, 2025

The Capital Markets Company Limited (Canada)
Statement of Profit and Loss
(Amounts in CAD, except share and per share data, unless otherwise specified)

	Notes	For the year ended March 31, 2025	For the year ended March 31, 2024
REVENUE			
Revenue from operations	15	94,244,735	88,941,721
Other income	16	6,252,792	9,679,832
Total income		100,497,527	98,621,553
EXPENSES			
Employee benefit expenses	17	42,286,499	49,002,281
Sub contracting and technical fees		24,997,385	21,732,086
Depreciation and amortisation expense		1,349,600	1,751,205
Travel		615,409	419,197
Legal and professional charges		701,613	151,306
Finance costs	18	413,145	239,832
Other expenses	19	7,042,031	7,686,394
Total expenses		77,405,682	80,982,301
Profit before tax		23,091,845	17,639,252
Tax expense			
Current tax	21	4,672,649	4,521,451
Deferred tax	21	1,218,918	46,534
Total tax expense		5,891,567	4,567,985
Profit for the year		17,200,278	13,071,267
Total comprehensive income for the year		17,200,278	13,071,267

The accompanying notes are an integral part of these financial statements 1-28

As per our report of even date

For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm Registration No.: 117366W/W - 100018

**For and on behalf of the Board of Directors of
The Capital Markets Company Limited (Canada)**

Sd/-

Satish Vaidyanathan
Partner
Membership No: 217042
Place: Bangalore
Date: June 9, 2025

Sd/-

Kirk Jamieson
Director
Place: Toronto
Date: June 9, 2025

The Capital Markets Company Limited (Canada)
Statement of Cash Flows
(Amounts in CAD, except share and per share data, unless otherwise specified)

	For the year ended March 31, 2025	For the year ended March 31, 2024
Cash flow from operating activities		
Profit for the year	23,091,845	17,639,252
Adjustments to reconcile profit for the year to net cash generated from operating activities :		
Depreciation and amortization	1,349,600	1,751,205
Unrealised exchange differences - net	48,449	-
Gain on sale of property, plant and equipment	-	(6,113)
Interest income	(5,923,966)	(9,417,440)
Interest expense	413,145	239,832
Operating profit before working capital changes	18,979,073	10,206,735
Adjustments for working capital changes		
Trade receivable, unbilled receivables and contract assets	(7,622,447)	21,770,545
Loans and advances and other assets	46,030	2,113,375
Trade and other payables	(1,120,289)	(59,791,426)
Intercompany transactions with fellow subsidiaries	(54,180,462)	36,144,910
Cash generated from operating activities before taxes	(43,898,095)	10,444,140
Direct taxes paid	(2,470,818)	(2,170,334)
Net cash generated from operating activities	(46,368,913)	8,273,806
Cash flows from investing activities:		
Payment for purchase of property, plant and equipment	(62,862)	(79,788)
Proceeds from disposal of property, plant and equipment	-	38,654
Proceeds from repayment of loan by subsidiaries	49,127,649	42,623,950
Interest received	5,707,940	7,258,603
Net cash generated from / (used in) investing activities	54,772,727	49,841,418
Cash flows from financing activities:		
Payment of lease liabilities	(1,320,088)	(1,205,901)
Dividends paid	(50,000,000)	-
Net cash generated (used in) financing activities	(51,320,088)	(1,205,901)
Net increase / (decrease) in Cash and Cash equivalents during the year	(42,916,274)	56,909,323
Cash and cash equivalents at the beginning of the year	72,697,691	15,788,369
Cash and cash equivalents at the end of the year (refer note 10)	29,781,417	72,697,691

See accompanying notes to the financial statements

Refer to Note 6 for supplementary information on the statement of cash flows

The accompanying notes are an integral part of these financial statements 1-28

As per our report of even date

For Deloitte Haskins & Sells LLP

Chartered Accountants

Firm Registration No.: 117366W/W - 100018

For and on behalf of the Board of Directors of
The Capital Markets Company Limited (Canada)

Sd/-

Satish Vaidyanathan

Partner

Membership No: 217042

Place: Bangalore

Date: June 9, 2025

Sd/-

Kirk Jamieson

Director

Place: Toronto

Date: June 9, 2025

The Capital Markets Company Limited (Canada)
Statement of Changes in Equity
(Amounts in CAD, except share and per share data, unless otherwise specified)

(A) Equity share capital	As at March 31, 2025		As at March 31, 2024	
	No. of shares	Amount	No. of shares	Amount
Opening	-	-	-	-
Changes in equity share capital during the year/ period	-	-	-	-
Closing	-	-	-	-

As per the local laws, there is no requirement of number of shares and face value and equity share capital.

(B) Other equity

	Retained earnings
Balance as at 1 April 2024	91,074,516
Profit for the year	17,200,278
Dividend paid	(50,000,000)
Balance as at March 31, 2025	58,274,794

	Retained earnings
Balance as at 1 April 2023	132,003,249
Profit for the year	13,071,267
Dividend paid	(54,000,000)
Balance as at March 31, 2024	91,074,516

The accompanying notes are an integral part of these financial statements 1-28

As per our report of even date
For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm Registration No.: 117366W/W - 100018

For and on behalf of the Board of Directors of
The Capital Markets Company Limited (Canada)

Sd/-

Satish Vaidyanathan
Partner
Membership No: 217042
Place: Bangalore
Date: June 9, 2025

Sd/-

Kirk Jamieson
Director
Place: Toronto
Date: June 9, 2025

The Capital Markets Company Limited (Canada)
Notes to the Special Purpose Financial Statements
(Amounts in CAD, except share and per share data, unless otherwise specified)

1 General Information

The Capital Market Company Limited (Canada) is a subsidiary of Cardinal US Holdings Inc, incorporated and domiciled in United States of America. The Company is provider of IT Services, consulting Business Process Services (BPS) services, globally. The Company's Ultimate Holding Company, Wipro Limited ("Wipro") is incorporated and domiciled in India.

Cardinal US Holdings Inc, was acquired by Wipro IT Services LLC, with effect from April 29, 2021 and this special purpose 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. The financial statement are prepared for the period April 01, 2024 to March 31, 2025.

2 Basis of preparation of financial statements

(i) Statement of compliance and basis of preparation

This Special Purpose Financial Statements are prepared solely 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.

The Special Purpose Financial Statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (the Act).

Accounting policies have been applied consistently to all periods presented in these financial statements, except for new accounting standards adopted by the Company.

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

All amounts included in the financial statements are reported in CAD except share and per share data, unless otherwise stated. Previous year figures have been regrouped/re-arranged, wherever necessary.

Items included in the financial statement 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 CAD and the financial statement is also presented in CAD.

(ii) Basis of Measurement

These financial statements have been prepared on a historical cost convention and on an accrual basis.

(iii) Use of estimates and judgement

The preparation of the financial statements in conformity with Ind AS requires management to make judgments, accounting estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Accounting estimates are monetary amounts in the standalone financial statements that are subject to measurement uncertainty. An accounting policy may require items in standalone financial statements to be measured at monetary amounts that cannot be observed directly and must instead be estimated. In such a case, management develops an accounting estimate to achieve the objective set out by the accounting policy. Developing accounting estimates involves the use of judgements or assumptions based on the latest available and reliable information. Actual results may differ from those accounting estimates.

Accounting estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised 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 recognised in the financial statements are included in the following notes:

a) Revenue recognition

The Company applies judgement to determine whether each product or services promised to a customer are capable of being distinct, and are distinct in the context of the contract, if not, the promised product or services are combined and accounted as a single performance obligation. The Company allocates the arrangement consideration to separately identifiable performance obligation deliverables based on their relative stand-alone selling price. In cases where the Company is unable to determine the stand-alone selling price the company uses expected cost-plus margin approach in estimating the stand-alone selling price. 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 contracts depends on estimates that are assessed continually during the term of these contracts, revenue recognised, profit and timing of revenue for remaining performance obligations 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.

The Capital Markets Company Limited (Canada)
Notes to the Special Purpose Financial Statements
(Amounts in CAD, except share and per share data, unless otherwise specified)

- b) **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 history of collections, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period.
- c) **Income taxes:** The major tax jurisdictions for the Company is Canada.

Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments.

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 date. The ultimate realisation 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 expected reversal of deferred tax liabilities and projected future taxable income in making this assessment. The amount of deferred tax assets considered realisable, however, could reduce in the near term if estimates of future taxable income during the carry-forward period are reduced.

3 Material accounting policy information

(i) Functional and presentation currency

These standalone financial statements are presented in Canadian Dollar, which is the functional currency of the Company.

(ii) Foreign currency transactions and translations

Transactions in foreign currency are translated into the functional currency 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 recognised in the statement of profit and loss and reported within foreign exchange gains/(losses), net, within results of operating activities. Net loss relating to translation or settlement of borrowings denominated in foreign currency are reported within finance costs. Net gain relating to translation or settlement of borrowings denominated in foreign currency are reported within Other income. 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.

(iii) Financial instruments

Non derivative financial instruments consist of:

- (a) financial assets, which include cash and cash equivalents, trade receivables, unbilled receivables, loan to subsidiaries and fellow subsidiaries, and eligible current assets.
- (b) financial liabilities, which include salary payable, trade payables, lease liabilities, payable to related parties, and eligible current and non-current liabilities.

Non- derivative financial instruments are recognised initially at fair value. 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 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.

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. These comprise trade receivables, unbilled receivables, and other eligible current and non-current assets. They are presented as current assets, except for those maturing later than twelve months after the reporting date which are presented as non-current assets. All financial assets are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any impairment losses. However, trade receivables that do not contain a significant financing component are measured at transaction price.

The Capital Markets Company Limited (Canada)
Notes to the Special Purpose Financial Statements
(Amounts in CAD, except share and per share data, unless otherwise specified)

C Trade payables and other liabilities

Trade payables other liabilities are initially recognised at fair value, and subsequently carried at amortised 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.

D Retained earnings

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

E 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 capitalised 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. Leasehold improvements are amortised over the shorter of estimated useful life of the asset or the related lease term. Term licenses are amortised over their respective contract term. Freehold land is not depreciated. The estimated useful life of assets is reviewed and where appropriate are adjusted, annually. The estimated useful lives of assets are as follows:

Category	Useful Life
Computers	2 - 3 years
Furniture and fixtures	5 years
Office equipments	3 years

F Leases

The Company as a lessee

The Company enters into an arrangement for lease of land, buildings, plant and equipment including computer equipment and vehicles. 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 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 recognises 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 recognises the lease payments as an operating expense on a straight-line basis over the lease term.

The cost of the RoU assets 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 RoU assets are measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The RoU assets are depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of RoU assets. The estimated useful lives of RoU assets are determined on the same basis as those of property, plant and equipment.

The Company applies Ind AS 36 to determine whether a 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 is 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.

The Capital Markets Company Limited (Canada)
Notes to the Special Purpose Financial Statements
(Amounts in CAD, except share and per share data, unless otherwise specified)

G Employee Benefits:

The Company participates in various employee benefit plans. Pensions and other post-employment benefits are classified as defined contribution plans. Under a defined contribution plan, the Company's sole obligation is to pay a fixed amount with no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits. The related actuarial and investment risks are borne by the employee. The expenditure for defined contribution plans is recognised as an expense during the period when the employee provides service.

H Compensated absences

The employees of the Company are entitled to compensated absences. 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 recognises accumulated compensated absences based on the projected unit credit method. Non-accumulating compensated absences are recognised in the period in which the absences occur.

I Share-based payment transactions

Selected employees of the Company receive remuneration in the form of equity settled instruments for rendering services over a defined vesting period and for Company's performance-based stock options over the defined period. Equity instruments granted are measured by reference to the fair value of the instrument at the date of grant. In cases, where equity instruments are granted at a nominal exercise price, the intrinsic value on the date of grant approximates the fair value. The expense is recognised in the statement of profit and loss with a corresponding increase to the share options outstanding account, a component of equity.

The equity instruments or cash settled instruments generally vest in a graded manner over the vesting period. The fair value determined at the grant date is expensed over the vesting period of the respective tranches of such grants (accelerated amortisation). The stock compensation expense is determined based on the Company's estimate of equity instruments or cash settled instruments that will eventually vest.

Cash Settled instruments granted are re-measured by reference to the fair value at the end of each reporting period and at the time of vesting. The expense is recognised in the statement of profit and loss with a corresponding increase to the financial liability.

J Provisions:

Provisions are recognised 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 recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, considering 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 recognised as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

K 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.

Revenues from customer contracts are considered for recognition and measurement when the contract has been approved by the parties to the contract, the parties to contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products or services. To recognise revenues, the Company applies the following five step approach: (1) identify the contract with a customer, (2) identify the performance obligations in the contract, (3) determine the transaction price, (4) allocate the transaction price to the performance obligations in the contract, and (5) recognise revenues when a performance obligation is satisfied. When there is uncertainty as to collectability, revenue recognition is postponed until such uncertainty is resolved.

At contract inception, the Company assesses its promise to transfer products or services to a customer to identify separate performance obligations. The Company applies judgement to determine whether each product or service promised to a customer is capable of being distinct, and are distinct in the context of the contract, if not, the promised products or services are combined and accounted as a single performance obligation. The Company allocates the transaction price to separately identifiable performance obligations based on their relative stand-alone selling price or residual method. Stand-alone selling prices are determined based on sale prices for the components when it is regularly sold separately, in cases where the Company is unable to determine the stand-alone selling price the Company uses third-party prices for similar deliverables or the Company uses expected cost-plus margin approach in estimating the stand-alone selling price.

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For performance obligations where control is transferred over time, revenues are recognised by measuring progress towards completion of the performance obligation. The selection of the method to measure progress towards completion requires judgment and is based on the nature of the promised products or services to be provided.

The method for recognising 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 recognised as the related services are rendered.

B. Fixed-price contracts

i) Fixed-price development contracts

Revenues from fixed-price development contracts, including software development, and integration contracts, where the performance obligations are satisfied over time, are recognised using the “percentage-of-completion” method. The performance obligations are satisfied as and when the services are rendered since the customer generally obtains control of the work as it progresses. 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 is not able to reasonably measure the progress of completion, revenue is recognised only to the extent of costs incurred for which recoverability is probable. When total cost estimates exceed revenues in an arrangement, the estimated losses are recognised in the statement of profit and loss in the period in which such losses become probable based on the current contract estimates as an onerous contract provision.

A contract asset is a right to consideration that is conditional upon factors other than the passage of time. Contract assets primarily relate to unbilled amounts on fixed-price development contracts and are classified as non-financial asset as the contractual right to consideration is dependent on completion of contractual milestones.

A contract liability is an entity’s obligation to transfer goods or services to a customer for which the entity has received consideration (or the amount is due) from the customer.

Unbilled receivables are classified as a financial asset where the right to consideration is unconditional and only the passage of time is required before the payment is due.

ii) Maintenance contracts

Revenues related to fixed-price maintenance contracts are recognised on a straight-line basis when services are performed through an indefinite number of repetitive acts over a specified period or ratably using percentage of completion method when the pattern of benefits from the services rendered to the customers and the cost to fulfil the contract is not even through the period of contract because the services are generally discrete in nature and not repetitive.

Revenue for contracts in which the invoicing is representative of the value being delivered is recognised based on our right to invoice. If our invoicing is not consistent with value delivered, revenues are recognised as the service is performed using the percentage of completion method.

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 recognised with respect to the actual output achieved till date as a percentage of total contractual output. Any residual service unutilised by the customer is recognised as revenue on completion of the term.

iii) Element or Volume based contracts

Revenues and costs are recognised as the related services are rendered.

Others

Any change in scope or price is considered as a contract modification. The Company accounts for modifications to existing contracts by assessing whether the services added are distinct and whether the pricing is at the stand-alone selling price. Services added that are not distinct are accounted for on a cumulative catch up basis, while those that are distinct are accounted for prospectively, either as a separate contract if the additional services are priced at the stand-alone selling price, or as a termination of the existing contract and creation of a new contract if not priced at the stand-alone selling price.

The Company accounts for variable considerations like, volume discounts, rebates, pricing incentives to customers and penalties as reduction of revenue on a systematic and rational basis over the period of the contract. The Company estimates an amount of such variable consideration using expected value method or the single most likely amount in a range of possible consideration depending on which method better predicts the amount of consideration to which the Company may be entitled and when it is probable that a significant reversal of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is resolved.

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Revenues are shown net of allowances/ returns, sales tax, value added tax, goods and services tax and applicable discounts. The Company may enter into arrangements with third party suppliers to resell products or services. In such cases, the Company evaluates whether the Company is the principal (i.e. report revenues on a gross basis) or agent (i.e. report revenues on a net basis). In doing so, the Company first evaluates whether the Company controls the good or service before it is transferred to the customer. The Company considers whether it has the primary obligation to fulfill the contract, inventory risk, pricing discretion and other factors to determine whether it controls the goods or services and therefore, is acting as a principal or an agent. If Company controls the good or service before it is transferred to the customer, Company is the principal; if not, the Company is the agent. Estimates of transaction price and total costs or efforts are continuously monitored over the term of the contract and are recognised in net profit in the period when these estimates change or when the estimates are revised. Revenues and the estimated total costs or efforts are subject to revision as the contract progresses.

The Company accrues the estimated cost of warranties at the time when the revenue is recognised. The accruals are based on the Company's historical experience of material usage and service delivery costs.

L Finance costs

Finance costs comprises interest cost on borrowings, lease liabilities and net defined benefit liability, net loss 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 recognised in the statement of profit and loss using the effective interest method.

M Finance and other income

Finance and other income comprises interest income on deposits, dividend income, gains/(losses) on disposal of investments and net gain on translation or settlement of foreign currency borrowings. Interest income is recognised using the effective interest method. Dividend income is recognised when the right to receive payment is established.

N Income tax

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

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 amounts are those that are enacted or substantively enacted as at the reporting date and applicable for the period. While determining the tax provisions, the Company assesses whether each uncertain tax position is to be considered separately or together with one or more uncertain tax positions depending upon the nature and circumstances of each uncertain tax position. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and liability simultaneously.

Deferred income tax

Deferred income tax is recognised using the balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in these standalone 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 recognised 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 utilised.

Deferred income tax liabilities are recognised for all taxable temporary differences except in respect of taxable temporary differences that is expected to reverse within the tax holiday period, 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 utilised.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realised 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 a right and an intention to settle the current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

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O Statement of cash flows

Cash flows are reported using the indirect method, whereby profit for the period 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 generated from/(used in) operating, investing and financing activities of the Company are segregated.

4 New Accounting standards, amendments and interpretations adopted by the Company effective from April 1, 2024:

Amendments to Ind AS 116 - Leases

On September 9, 2024, the Ministry of Corporate Affairs notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024. The amendments to Ind AS 116 clarifies the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognize any amount of the gain or loss that relates to the right of use it retains. The amendment is intended to improve the requirements for sale and leaseback transactions in Ind AS 116 and will not change the accounting for leases unrelated to sale and leaseback transactions. These amendments are effective for annual reporting periods beginning on or after April 1, 2024, and are to be applied retrospectively, with earlier application permitted. The adoption of these amendments to Ind AS 116 did not have any material impact on the financial statements.

New Accounting standards, amendments and interpretations not yet adopted by the Company:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

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5 Property, plant and equipment

	Furniture and fixtures	Computers	Office equipments	Total
Gross carrying value				
Balance as at April 01, 2024	3,857,110	1,456,107	239,670	5,552,887
Additions	42,262	9,050	11,550	62,862
Disposals/adjustment	(1,198,877)	10,005	(12,605)	(1,201,477)
Balance as at March 31, 2025	2,700,495	1,475,162	238,615	4,414,272
Accumulated depreciation				
Balance as at April 01, 2024	(3,819,869)	(1,339,954)	(234,753)	(5,394,576)
Depreciation charges	(41,184)	(78,699)	(3,760)	(123,643)
Disposals/adjustment	1,201,767	(10,005)	9,716	1,201,478
Balance as at March 31, 2025	(2,659,286)	(1,428,658)	(228,797)	(4,316,741)
Net carrying value				
Balance as at March 31, 2025	41,209	46,504	9,818	97,531

	Furniture and fixtures	Computers	Office equipments	Total
Gross carrying value				
Balance as at April 01, 2023	3,857,109	1,673,867	207,100	5,738,076
Additions	17,807	29,411	32,570	79,788
Disposals/adjustment	(17,806)	(247,171)	-	(264,977)
Balance as at March 31, 2024	3,857,110	1,456,107	239,670	5,552,887
Accumulated depreciation				
Balance as at April 01, 2023	(3,618,389)	(1,328,057)	(207,100)	(5,153,546)
Depreciation charges	(201,960)	(243,854)	(27,653)	(473,467)
Disposals/adjustment	480	231,957	-	232,437
Balance as at March 31, 2024	(3,819,869)	(1,339,954)	(234,753)	(5,394,576)
Net carrying value				
Balance as at March 31, 2024	37,241	116,153	4,917	158,311

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6 Right of use assets

Particulars	Buildings
Gross carrying value	
Balance as at April 01, 2024	4,786,102
Additions	9,793,929
Disposals	(4,787,609)
Balance as at March 31, 2025	<u>9,792,422</u>
Accumulated depreciation	
Balance as at April 01, 2024	(3,643,256)
Depreciation	(1,225,957)
Disposals/Adjustment	4,787,609
Balance as at March 31, 2025	<u>(81,604)</u>
Net carrying value	
Balance as at March 31, 2025	<u>9,710,818</u>

Particulars	Buildings
Gross carrying value	
Balance as at April 01, 2023	4,724,196
Additions	61,906
Disposals	-
Balance as at March 31, 2024	<u>4,786,102</u>
Accumulated depreciation	
Balance as at April 01, 2023	(2,365,516)
Depreciation	(1,277,740)
Disposals/Adjustment	-
Balance as at March 31, 2024	<u>(3,643,256)</u>
Net carrying value	
Balance as at March 31, 2024	<u>1,142,846</u>

	Year ended 31-Mar-25	Year ended 31-Mar-24
Interest expense on Lease Liabilities	19,652	64,717
Cash and non- cash changes in liabilities arising from financing activities	Year ended 31-Mar-25	Year ended 31-Mar-24
Balance as at beginning of the year	1,211,373	2,420,085
Cash flow	(1,320,088)	(1,205,901)
Non cash changes - net addition to lease liabilities	9,813,581	(2,811)
Balance as at end of the year	<u>9,704,866</u>	<u>1,211,373</u>

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	As at March 31, 2025	As at March 31, 2024
7 Other financial assets		
Current		
Balance with related parties	5,092,059	1,562,625
Interest receivable from related parties	228,896	-
	<u>5,320,955</u>	<u>1,562,625</u>
8 Other assets		
Current		
Prepaid expenses	41,232	316,158
	<u>41,232</u>	<u>316,158</u>
9 Trade receivables		
Unsecured		
Trade receivables	13,224,609	6,806,523
	<u>13,224,609</u>	<u>6,806,523</u>
10 Cash and cash equivalents		
Balances with banks		
- in current account	29,781,417	72,697,692
	<u>29,781,417</u>	<u>72,697,692</u>
11 Provisions		
Current		
Provision for employee benefits	525,816	587,015
	<u>525,816</u>	<u>587,015</u>
12 Trade payables		
i) Total outstanding dues to micro, small and medium enterprises	-	-
ii) Total outstanding dues to creditors other than micro, small and medium enterprises	3,398,116	2,283,727
	<u>3,398,116</u>	<u>2,283,727</u>
13 Other financial liabilities		
Non - current		
Salary payable	362,140	197,161
	<u>362,140</u>	<u>197,161</u>
Current		
Salary payable	2,870,257	2,751,962
Payable to related parties	4,329,294	54,745,222
Interest payable to related parties	402,676	-
	<u>7,602,227</u>	<u>57,497,184</u>
14 Other current liabilities		
Statutory liabilities	643,087	3,320,007
	<u>643,087</u>	<u>3,320,007</u>

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	For the year ended March 31, 2025	For the year ended March 31, 2024
15 Revenue from operations		
Sale of services*	94,244,735	88,941,721
Total revenue from operations	94,244,735	88,941,721

*includes related party transactions (refer note 24)

Out of total revenue, sale to related party is CAD 8,114,802 for the year ended March 31, 2025 and CAD 6,501,806 for the year ended March 31, 2024.

A. Contract Assets and Liabilities

The following table represents the changes in contract asset balance:

	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the year	3,039,618	3,465,837
Amount reclassified to receivables pertaining to fixed price development contracts on completion of milestones	(3,039,618)	(3,465,837)
Increase due to revenue recognised during the year	1,727,768	3,039,618
Balance at the end of the year	1,727,768	3,039,618

The following table represents the changes in contract liabilities balance:

	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the year	201,712	180,107
Amount recognised from opening balance of contract liabilities	(201,712)	(180,107)
Increase due to invoicing during the year	10,018	201,712
Balance at the end of the year	10,018	201,712

B. Remaining Performance Obligations

Revenue allocated to remaining performance obligations represents contracted revenue that has not yet been recognized, which includes contract liabilities and amounts that will be invoiced and recognized as revenue in future periods. Applying the practical expedient, the Company has not disclosed:

- its right to consideration from customers in an amount that corresponds directly with the value to the customer of the Company's performance completed to date, which are contracts invoiced on time and material basis and volume based.
- performance obligations in a contract that originally had a contract term of one year or less.

As at March 31, 2025 and March 31, 2024, the aggregate amount of transaction price allocated to remaining performance obligations, other than those meeting the exclusion criteria above, was CAD 4,851,224 and CAD 6,367,890 of which approximately 100% is expected to be recognized as revenues within one year. This includes contracts, with a substantive enforceable termination penalty if the contract is terminated without cause by the customer, based on an overall assessment of the contract carried out at the time of inception. Historically, customers have not terminated contracts without cause.

C. Disaggregation of Revenues

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

Revenue by nature of contract	For the year ended March 31, 2025	For the year ended March 31, 2024
Fixed Price and Volume Based	29,364,116	35,926,009
Time and Material	64,880,619	53,015,712
	94,244,735	88,941,721

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16 Other income

Interest income	5,923,966	9,417,440
Foreign exchange gain, net	28,387	-
Miscellaneous income	4,413	9,866
Rent Income	296,026	252,526
	6,252,792	9,679,832

17 Employee benefits expense

Salaries and wages	41,518,792	48,455,790
Share based compensation	581,419	389,543
Staff welfare expenses	186,288	156,948
	42,286,499	49,002,281

18 Finance Cost

Interest on lease liabilities	19,652	64,717
Interest on related party loans	393,040	175,115
Interest on loans and advances	453	-
	413,145	239,832

19 Other expenses

Allocated group overheads	4,259,438	5,069,748
Facility expenses	1,020,001	1,205,025
Communication	404,801	458,662
Rates and taxes	-	20,555
Expected credit loss	-	(91,145)
Foreign exchange loss, net	-	162,049
Royalty expenses	891,436	583,203
Miscellaneous expenses	466,355	278,297
	7,042,031	7,686,394

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20 Earning per share (EPS)

Basic earnings /(loss) per share amounts are calculated by dividing the profit/loss for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted earnings /(loss) per share amounts are calculated by dividing the profit/loss attributable to equity holders (after adjusting for interest on the convertible preference shares) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Profit attributable to equity holders	17,200,278	13,071,267
Weighted average number of equity shares - for basic and diluted EPS	-	-
Earnings per share - Basic and diluted *	N/A	N/A

* As per the local laws, there is no requirement of number of shares and face value thereof.

21 Income tax expense

	For the year ended March 31, 2025	For the year ended March 31, 2024
Income tax expense		
Current tax	4,672,649	4,521,451
Deferred tax	1,218,918	46,534
Total income taxes	5,891,567	4,567,985

The reconciliation between the provision of income tax and amounts computed by applying statutory tax rate to profit before taxes is as follows:

	For the year ended March 31, 2025	For the year ended March 31, 2024
Profit before tax	23,091,845	17,639,252
Enacted income tax Rate in Canada	26.5%	26.5%
Computed expected tax expenses	6,119,339	4,674,402
Effect of		
Tax expenses relating to prior years	(394,817)	(223,233)
Permanent differences	167,045	-
Expenses disallowed for tax purpose	-	116,816
	5,891,567	4,567,984

The components of deferred tax assets and liabilities are as follows:

	As at March 31, 2025	As at March 31, 2024
Deferred Tax Assets and Liabilities		
Trade payables, accrued expenses and other liabilities	129,468	1,566,303
Property, plant and equipment	60,562	39,021
Others	59,229	(137,147)
	249,259	1,468,177

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22 Employee stock option

Certain employees of the Company are covered under the share based compensation plans of the ultimate holding company. These plans are assessed, managed and administered by the ultimate holding company. The ultimate holding company recharges to the Company such compensation costs which has been disclosed as "Share based compensation expense" in the Statement of Profit and Loss under "Employee benefit expenses".

The stock compensation expense recognised for employee services received during the year ended March 31, 2025 and March 31, 2024 were CAD 581,419 and CAD 389,543 respectively.

Employees covered under Stock Option Plans and Restricted Stock Unit ("RSU") Option Plans (collectively "Stock Option Plans") are granted an option to purchase shares of the holding Company at the respective exercise prices, subject to requirements of vesting conditions. These options generally vest in tranches over a period of one to four years from the date of grant. Upon vesting, the employees can acquire one equity share for every option.

The activity in equity-settled stock option plans and restricted stock unit option plan is summarised below:

	Range of exercise price and Weighted average exercise price	Year ended March 31, 2025 Number of options	Year ended March 31, 2024 Number of options
Outstanding at the beginning of the year	USD 0.03	214,251	217,601
Granted	USD 0.03	53,075	117,640
Modifications (bonus shares issued)	USD 0.03	257,268	-
Forfeited and expired	USD 0.03	42,582	38,838
PSU true down/(up)	USD 0.03	(4,463)	32,355
Exercised	USD 0.03	208,157	49,797
Outstanding at the end of the year	USD 0.03	269,392	214,251
Exercisable at the end of the year	USD 0.03	39,678	11,592

23 Leases

Leases Payables:

The following is a schedule of present value of future minimum lease payments under finance leases, together with the value of minimum lease payments

	As at March 31, 2025	As at March 31, 2024
Total value of minimum lease payments		
Not later than 1 year	1,050,672	1,230,835
Later than 1 year and not later than 5 years	11,357,939	-
	12,408,611	1,230,835
Total value of minimum lease payments	12,408,611	1,230,835
Less: Amount representing interest	2,703,747	19,462
Total present value of minimum lease payments	9,704,864	1,211,373

24 Related party relationships and transactions

a) The following are the entities with which the company has related party transactions:

<u>Name</u>	<u>Relationship</u>	<u>Country of Incorporation</u>
Wipro Limited	Ultimate Holding company	India
The Capital Markets Company BVBA	Holding Company	Belgium
Capco Brasil Serviços E Consultoria Ltda	Fellow subsidiary	Brazil
Capco Austria GmbH	Fellow subsidiary	Austria
Capco Consultancy (Thailand) Ltd	Fellow subsidiary	Thailand
Capco Consulting Services LLC	Fellow subsidiary	USA
Capco RISC Consulting LLC	Fellow subsidiary	USA
Cardinal US Holdings Inc	Fellow subsidiary	USA
The Capital Markets Company (UK) Ltd	Fellow subsidiary	UK
The Capital Markets Company GmbH	Fellow subsidiary	Germany
The Capital Markets Company Limited (Hong Kong)	Fellow subsidiary	Hong Kong
The Capital Markets Company LLC	Fellow subsidiary	USA
The Capital Markets Company S.a.r.l.	Fellow subsidiary	Switzerland
Capco Poland Sp. z o.o.	Fellow subsidiary	Poland
The Capital Markets Company S.A.S.	Fellow subsidiary	France
Wipro Solutions Canada Limited	Fellow subsidiary	Canada
Capco Technologies Private Limited	Fellow subsidiary	India
Wipro IT Services, LLC	Fellow subsidiary	USA
Rizing Solutions Canada Inc	Fellow subsidiary	Canada
Wipro Technologies Australia Pty Ltd	Fellow subsidiary	Australia

b) The Company has the following related party transactions:

Particulars	As at March 31, 2025	As at March 31, 2024
<u>Sale of Services</u>		
The Capital Markets Company (UK) Ltd	3,350,542	4,439,514
Rizing Solutions Canada Inc.	2,958,549	-
The Capital Markets Company LLC	1,296,283	1,624,590
Wipro Solutions Canada Limited	457,956	170,747
Capco Consulting Services LLC	27,355	7,721
Capco Poland Sp. z o.o.	20,764	-
The Capital Markets Company S.A.S.	3,353	-
Wipro Limited	-	255,842
Capco Consultancy (Thailand) Ltd	-	3,393

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Other Income

Wipro Limited	4,414	9,866
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Cost of Services

Capco Poland Sp. z.o.o.	4,936,643	3,765,005
The Capital Markets Company LLC	2,442,793	1,092,639
Capco Consulting Services LLC	559,388	115,371
Wipro Limited	220,934	-
Capco Technologies Private Limited	216,663	382,112
The Capital Markets Company (UK) Ltd	12,348	1,116,431
The Capital Markets Company S.A.S.	3,676	68,168
Wipro Solutions Canada Limited	-	493,300

Other Expenses

Wipro Solutions Canada Limited	9,159	-
Rizing Solutions Canada Inc.	57,870	-

Allocated group overheads

The Capital Markets Company (UK) Ltd	4,259,438	5,069,748
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Share Based Compensation

Wipro Limited	581,419	389,543
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Rent Income

Wipro Limited	296,026	252,526
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Interest Income

Wipro Solutions Canada Limited	3,028,793	4,662,952
The Capital Markets Company (UK) Ltd	1,788,609	1,925,326
The Capital Markets Company BVBA	218,770	66,013
Capco Brasil Serviços E Consultoria Ltda	10,329	-
Capco Consultancy (Thailand) Ltd	2,966	6,639
The Capital Markets Company S.a.r.l.	1,566	1,606
Cardinal US Holdings Inc	1,444	-
Wipro IT Services, LLC	-	2,337,786
Wipro Technologies Australia Pty Ltd	-	354,392
Others	731	362

Interest Expenses

The Capital Markets Company BVBA	236,683	-
Capco Brasil Serviços E Consultoria Ltda	53,401	127,717
Capco Poland Sp. z.o.o.	44,970	12,812
The Capital Markets Company LLC	39,597	28,887
The Capital Markets Company (UK) Ltd	13,696	-
Capco Consulting Services LLC	3,066	5,143
Others	1,626	557

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

i) **Balances other than loans**

	As at March 31, 2025	As at March 31, 2024
<u>Dividend Payable</u>		
The Capital Markets Company BVBA	-	51,300,000
<u>Payable balances</u>		
Capco Poland Sp. z.o.o.	2,235,447	1,804,957
The Capital Markets Company LLC	1,232,243	1,244,219
Capco Consulting Services LLC	485,437	185,799
Wipro Limited	240,330	23,447
Capco Technologies Private Limited	129,296	109,096
Capco Austria GmbH	6,277	5,954
The Capital Markets Company S.A.S.	263	68,131
The Capital Markets Company Limited (Hong Kong)	-	3,620
<u>Interest payable balances</u>		
The Capital Markets Company BVBA	241,666	-
Capco Brasil Serviços E Consultoria Ltda	52,000	-
Capco Poland sp. z.o.o	47,879	-
The Capital Markets Company LLC	41,486	-
The Capital Markets Company (UK) Ltd	14,746	-
Capco Consulting Services LLC	3,218	-
The Capital Markets Company S.A.S	1,302	-
Capco Austria GmbH	274	-
The Capital Markets Company Limited (Hong Kong)	104	-

The Capital Markets Company Limited (Canada)
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Receivable balances		
Rizing Solutions Canada Inc.	2,809,819	-
The Capital Markets Company BVBA	1,379,604	637,324
The Capital Markets Company (UK) Ltd	599,958	475,327
Capco Brasil Serviços E Consultoria Ltda	212,878	205,321
Capco RISC Consulting LLC	52,657	5,992
The Capital Markets Company S.a.r.l.	19,075	20,541
Cardinal US Holdings Inc	16,828	17,917
The Capital Markets Company GmbH	1,241	1,520
Wipro Solutions Canada Limited	-	113,129
Capco Consultancy (Thailand) Ltd	-	85,553
Interest receivable balances		
The Capital Markets Company BVBA	104,533	-
The Capital Markets Company (UK) Ltd	94,457	-
Wipro Solutions Canada Limited	12,870	-
Capco Brasil Serviços E Consultoria Ltda	10,329	-
Capco Consultancy (Thailand) Ltd	2,966	-
The Capital Markets Company S.á.r.l	1,566	-
Cardinal US Holdings, Inc.	1,444	-
Capco RISC Consulting LLC	662	-
The Capital Markets Company GmbH	69	-
ii) <u>Loan Balances</u>		
Wipro Solutions Canada Limited	15,000,000	39,350,386
The Capital Markets Company (UK) Ltd	-	26,985,930
The Capital Markets Company BVBA	2,208,667	-

25 Segment reporting

The Board of Directors of the Company evaluates the performance and allocates resources based on the analysis of the performance of the Company as a whole accordingly the Company's operations are considered to constitute a single segment in the context of Ind AS 108 Segment Reporting.

The Capital Markets Company Limited (Canada)
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26 Financial instruments

Financial assets and liabilities (carrying value / fair value)

	As at March 31, 2025	As at March 31, 2024
Assets		
Cash and cash equivalents	29,781,417	72,697,692
Loan to subsidiaries and fellow subsidiaries	17,208,668	66,336,317
Other financial assets		
Trade receivables	13,224,609	6,806,523
Unbilled receivables	5,998,513	3,482,302
Other financial assets	5,320,955	1,562,625
Total	71,534,162	150,885,459
Liabilities		
Trade payables	3,398,116	2,283,727
Other financial liabilities	7,964,367	57,694,345
Lease liabilities	9,704,866	1,211,373
Total	21,067,349	61,189,445

Offsetting financial assets and liabilities

The following table contains information on other financial assets and trade payables and other payables subject to offsetting:

	As at March 31, 2025	As at March 31, 2024
Financial Assets:		
Gross amounts of recognised other financial assets	20,818,138	10,385,813
Gross amounts of recognised financial liabilities set off	1,595,016	96,987
Net amounts of recognised other financial assets presented in the balance sheet	19,223,122	10,288,826
Financial liabilities		
Gross amounts of recognised trade payables and other payables	4,993,132	2,380,714
Gross amounts of recognised trade payables and other liabilities set off in the balance sheet	1,595,016	96,987
Net amounts of recognised trade payables and other payables presented in the balance sheet	3,398,116	2,283,727

For the financial assets and liabilities subject to offsetting or similar arrangements, each agreement between the Company and the counterparty allows for net settlement of the relevant financial assets and liabilities when both elect to settle on a net basis. In the absence of such an election, financial assets and liabilities will be settled on a gross basis and hence are not offset.

Fair value

Financial assets and liabilities include cash and cash equivalents, trade receivables, unbilled receivables, employee and other advances, eligible current and non-current assets, trade payables, and eligible current liabilities and non-current liabilities.

The fair value of cash and cash equivalents, trade receivables, unbilled revenues, trade payables, other current financial assets and liabilities approximate their carrying amount largely due to the short-term nature of these instruments. Accordingly, the carrying value of such long-term debt approximates fair value. As of March 31, 2025 and March 31, 2024, the carrying value of such receivables, net of allowances approximates the fair value.

Fair value hierarchy

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

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).

27 Financial risk management objectives and policies

Market risk

Market risk is the risk of loss of future earnings, to fair values or to future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments, foreign currency receivables, payables and loans.

The Company manages market risk through a corporate treasury department, which evaluates and exercises independent control over the entire process of market risk management. The corporate treasury department recommends risk management objectives and policies, which are approved by senior management. The activities of this department include management of cash resources, borrowing strategies, and ensuring compliance with market risk limits and policies.

The Capital Markets Company Limited (Canada)
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Foreign currency risk

The Company operates internationally and a major portion of its business is transacted in CAD currency. Consequently, the Company is not exposed to foreign exchange risk.

Interest rate risk

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

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. There is no significant concentration of credit risk.

Counterparty Risk

Counterparty risk encompasses issuer risk on marketable securities, settlement risk on derivative and money market contracts and credit risk on cash and time deposits. Exposure to these risks are closely monitored and maintained within predetermined parameters.

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 of March 31, 2025, 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.

As at March 31, 2025						
Contractual Cash Flows	Less than 1 year	1-2 years	2-4 years	Total Cash Flows	Interest included in total cash flows	Carrying Value
Lease Liabilities	1,050,672	1,050,672	10,307,267	12,408,611	(2,703,747)	9,704,866
Trade payables	3,398,116	-	-	3,398,116	-	3,398,116
Other financial liabilities	7,602,227	362,141	-	7,964,368	-	7,964,368

As at March 31, 2024						
Contractual Cash Flows	Less than 1 year	1-2 years	2-4 years	Total Cash Flows	Interest included in total cash flows	Carrying Value
Lease Liabilities	1,230,835	-	-	1,230,835	(19,462)	1,211,373
Trade payables	2,283,727	-	-	2,283,727	-	2,283,727
Other financial liabilities	57,497,184	197,161	-	57,694,345	-	57,694,345

28 There are no contingent liabilities as at March 31, 2025.

As per our report of even date
For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm Registration No.: 117366W/W - 100018

For and on behalf of the Board of Directors of
The Capital Markets Company Limited (Canada)

Sd/-

Satish Vaidyanathan
Partner
Membership No: 217042
Place: Bengaluru
Date: June 9, 2025

Sd/-

Kirk Jamieson
Director
Place: Toronto
Date: June 9, 2025