

Board's Report

Dear Members,

On behalf of the Board of Directors (the "Board") of the Company, it gives me immense pleasure to present the 75th Board's Report, along with the Balance Sheet, Profit and Loss Account and Cash Flow Statements, for the financial year ended March 31, 2021.

I. FINANCIAL PERFORMANCE

The standalone and consolidated financial statements of the Company for the financial year ended March 31, 2021, have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs and as amended from time to time.

On a consolidated basis, your Company's sales increased to ₹ 619,430 million for the current year as against ₹ 610,232 million in the previous year, recording an increase of 1.51%. Your Company's net profits increased to ₹ 108,680 million for the current year as against ₹ 97,718 million in the previous year, recording an increase of 11.22%.

On a standalone basis, your Company's sales decreased to ₹ 502,994 million for the current year as against ₹ 503,877 million in the previous year, recording a decrease of -0.18%. Your Company's net profits increased to ₹ 100,609 million in the current year as against ₹ 86,807 million in the previous year, recording an increase of 15.90%.

Key highlights of financial performance of your Company for the financial year 2020-21 are provided below:

(₹ in millions)

	Standalone		Consolidated	
	2020-21	2019-20	2020-21	2019-20
Sales	502,994	503,877	619,430	610,232
Other Operating Income	-	193	(81)	1,144
Other Income	23,829	24,766	23,907	27,250
Profit before Tax	126,848	110,077	139,029	122,519
Provision for Tax	26,239	23,270	30,349	24,801
Net profit for the year	100,609	86,807	108,680	97,718
Other comprehensive (loss)/income for the year	6,337	(4,284)	6,817	4,257
Total comprehensive income for the year	106,946	82,523	115,497	101,975
Total comprehensive income for the period attributable to:				
Minority Interest	-	-	663	653
Equity holders	106,946	82,523	114,834	101,322
Appropriations				
Dividend	5,478	5,713	5,459	5,689
Tax on distribution of dividend	-	1,174	-	1,174
EPS				
- Basic	17.81	14.88	19.11	16.67
- Diluted	17.77	14.84	19.07	16.63

Dividend

Pursuant to Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), the Board has approved and adopted a Dividend Distribution Policy. The policy details various considerations based on which the Board may recommend or declare Dividend, your Company's dividend track record, usage of retained earnings for corporate actions, etc. The Dividend Distribution policy and Capital Allocation Policy are available on the Company's website at <https://www.wipro.com/content/dam/nexus/en/investor/corporate-governance/policies-and-guidelines/ethical-guidelines/12769-dividend-distribution-policy-october-2016.pdf>.

Pursuant to the approval of the Board on January 13, 2021, your Company paid an interim dividend of ₹ 1/- per equity share of face value of ₹ 2/- each, to shareholders who were on the register of members as on January 25, 2021, being the record date fixed for this purpose, after deduction of applicable taxes. The Board did not recommend a final dividend and the interim dividend of ₹ 1/- per equity share declared by the Board in January 2021 shall be the final dividend for the financial year 2020-21. Thus, the total dividend for the financial year 2020-21 remains ₹ 1/- per equity share.

Your Company is in compliance with its Dividend Distribution Policy and Capital Allocation Policy as approved by the Board.

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Buyback of Equity Shares

Pursuant to the approval of the Board on October 13, 2020 and approval of shareholders through special resolution dated November 16, 2020 passed through postal ballot by e-voting, your Company concluded the buyback of 237,500,000 equity shares of face value of ₹ 2/- each at a price of ₹ 400/- per equity share, for an aggregate amount of ₹ 95,000 million (excluding buyback tax), in January 2021.

The buyback was made from all existing shareholders of the Company as on December 11, 2020, being the record date for the purpose, on a proportionate basis under the tender offer route in accordance with the provisions of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 and the Companies Act, 2013 and rules made thereunder.

Transfer to Reserves

Appropriations to general reserves for the financial year ended March 31, 2021 as per standalone and consolidated financial statements were:

	(₹ in millions)	
	Standalone	Consolidated
Net profit for the year	100,609	107,964*
Balance of Reserves at the beginning of the year	453,110	541,790
Transfer to General Reserves	-	-
Balance of Reserves at the end of the year	441,458	538,052

* excluding non-controlling interest

For complete details on movement in Reserves and Surplus during the financial year ended March 31, 2021, please refer to the Statement of Changes in Equity included in the Standalone and Consolidated financial statements on page nos. 156 to 157 and 229 to 230 respectively of this Annual Report.

Share Capital

During the financial year 2020-21, the Company allotted 3,281,165 equity shares consequent to exercise of employee stock options. Your Company also extinguished 237,500,000 equity shares consequent to buyback in January 2021 and reduced the paid-up equity share capital by ₹ 475 million. Consequently, the paid-up equity share capital of the Company as of March 31, 2021 stood at ₹ 10,958 million consisting of 5,479,138,555 equity shares of ₹ 2/- each.

Subsidiary Companies

In accordance with Section 129(3) of the Companies Act, 2013, a statement containing salient features of the financial statements of the subsidiary companies in Form AOC-1 is

provided at page nos. 302 to 308 of this Annual Report. The statement also provides details of performance and financial position of each of the subsidiaries.

Audited financial statements together with related information and other reports of each of the subsidiary companies have also been placed on the website of the Company at <https://www.wipro.com/investors/annual-reports/>.

Your Company funds its subsidiaries, from time to time, in the ordinary course of business and as per the funding requirements, through equity, loan, guarantee and/or other means to meet working capital requirements.

In terms of the Company's Policy on determining "material subsidiary", during the financial year ended March 31, 2021, Wipro LLC was determined as a material subsidiary whose income exceeds 10% of the consolidated income of the Company in the immediately preceding financial year. Further details on the subsidiary monitoring framework have been provided as part of the Corporate Governance report.

In June 2021, Wipro IT Services LLC, a wholly owned step-down subsidiary of your Company incorporated under the laws of Delaware, United States of America has approved the proposal for issuance of U.S. dollar denominated notes ("**Notes**") in an aggregate principal amount of up to US\$ 750 million. The Notes will be guaranteed by the Company vide a corporate guarantee. The net proceeds of the Notes are intended to be utilised for refinancing or repaying existing debt, general corporate purposes and/or for any other purpose permitted by law. The Notes are proposed to be listed on the Singapore Stock Exchange.

The Board of Directors of your Company, at their meeting held on June 9, 2021, granted its approval to unconditionally and irrevocably guarantee the due and prompt payment of the principal and interest and any additional amount payable in respect of the Notes, as and when the same shall become due and payable. The Guarantee is subject to the aggregate liability of the Company not exceeding US\$ 865 million (115% of the principal amount of the Notes).

Particulars of Loans, Advances, Guarantees and Investments

Pursuant to Section 186 of the Companies Act, 2013 and Schedule V of the Listing Regulations, disclosure on particulars relating to Loans, Advances, Guarantees and Investments are provided as part of the financial statements.

II. BUSINESS AND OPERATIONS

Your Company is a global technology services firm, with employees in over 55 countries and serving enterprise clients across various industries. Your Company's business is

comprised of the IT Services, IT Products and ISRE segments. Companies are transforming their technology stack, to operate with agility and flexibility. Your Company is a trusted partner to its clients in their transformation journey and enable them to be leaders in their respective industries.

During the year ended March 31, 2021, your Company adopted a new organizational structure designed to simplify its go-to-market execution and ensure sector focus and growth in non-US markets. The previous structure of multiple delivery units has been replaced by a simplified model designed to bring the best of Wipro closer to its customers. This model consists of four Strategic Market Units (“**SMUs**”) and two Global Business Lines (“**GBLs**”). The four SMUs are Americas 1, Americas 2, Europe, and Asia Pacific Middle East Africa (“**APMEA**”).

Your Company organizes its customer-facing functions of sales, marketing and business development into teams that focus primarily on the four SMUs and service offerings, enabling it to deliver services to customers based on deep domain insight. Your Company’s customer-facing functions in each SMU are predominantly locally staffed.

Your Company is seeing that traditional technology services are under stress and “shift to the new” is becoming more pronounced. Growth in the technology services sector will be led by next generation technologies and services, such as digital, cloud, data, engineering and cybersecurity. Companies are actively exploring opportunities for digitization, leading to increased demand for consulting services. Digital technologies are expected to grow 15%-20% over the next five years and next-generation technologies such as 5G, AI/Intelligent Enterprise, robotics and blockchain, is anticipated to grow exponentially in the near future.

Your Company assist its clients to create new possibilities at the intersection of design, domain, consulting and next-generation technologies. Your Company’s new operating model ensures adequate sector and domain-focused go-to-market and execution. It also combines global expertise with local geography-focus in building capabilities, and ensures dedicated sales presence, led by proximity to clients. Your Company is creating value for clients through sector focused business solutions, digital and technology capabilities, cutting edge innovation, leveraging strategic partnerships and talent.

Your Company’s IT Services segment provides a range of IT and IT-enabled services which include digital strategy advisory, customer-centric design, technology consulting, IT consulting, custom application design, development, re-engineering and maintenance, systems integration, package implementation, global infrastructure services, analytics services, business process services, research and development and hardware and software design to leading enterprises worldwide.

Your Company’s IT Products segment provides a range of third-party IT products, which allows us to offer comprehensive IT system integration services. These products include computing, platforms and storage, networking solutions, enterprise information security and software products, including databases and operating systems. Your Company provides IT products as a complement to its IT services offerings rather than sell standalone IT products, and its focus continues to be on consulting and digital engagements, with a more selective approach in bidding for System Integration (“**SI**”) engagements.

Further information on your Company’s IT services and products offerings, business strategy, operating segments overview and business model are presented as part of the Management Discussion and Analysis Report (“**MD & A Report**”) from page no. 30 onwards.

Material Changes and Commitments Affecting the Business Operations and Financial Position of the Company

The ongoing global COVID-19 pandemic has caused and continues to cause significant loss of life and has resulted in curtailment of economic activities across the world as local administrations and governments seek to limit spread of the disease, including through lockdown policies, restriction on business activities and business shutdowns. Among other things, many of your Company’s and its clients’ offices have been closed and employees have been working from home and many customer-facing businesses have closed or are operating at a significantly lower capacity to observe various social distancing requirements and government-mandated COVID-19 protocols.

During the COVID-19 pandemic, your Company continued to sign large deals and deliver large-scale transformation projects.

In March 2020, at the onset of the COVID-19 pandemic, your Company enabled its employees globally to work from home. Since then, fewer than 3% of employees have been working from Company’s offices.

Additional information regarding potential impact of COVID-19 pandemic on your Company’s business operations and financial position are provided as part of the MD & A Report from page no. 30 onwards.

Outlook

Global IT service providers offer a range of end-to-end software development, digital services, IT business solutions, research and development services, technology infrastructure services, business process services, consulting and related support functions.

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According to the Future of technology Services– Winning in this Decade published by NASSCOM, Indian technologies services industry is forecasted to grow 10%-12% CAGR in 5 years to reach \$300-\$350B revenues.

According to the Future of technology Services– Winning in this Decade published by NASSCOM, share of digital in Indian technology services revenue is likely to be 55%-60% by 2025 with an annual growth of 25%-30%.

Acquisitions, Divestments, Investments and Mergers

Acquisitions are a key enabler for driving capability to build industry domain, focus on key strategic areas, strengthening presence in emerging technology areas including Digital, and increase market footprint in newer markets. Your Company focuses on opportunities where it can further develop its domain expertise, specific skill sets and its global delivery model to maximize service and product enhancements and higher margins.

- a) In August 2020, your Company acquired 4C NV and its subsidiaries, a Salesforce multi-cloud partner in Europe, U.K., and the Middle East.
- b) In August 2020, your Company also acquired IVIA Serviços de Informática Ltda., a specialized IT services provider to financial services, retail and manufacturing sectors in Brazil.
- c) In December 2020, as part of strategic digital and IT partnership deal, your Company entered into a definitive agreement with Metro AG, the leading global wholesale company that is redefining the food service distribution industry. Duration of the deal is for 5 years with the intention to extend it up to additional 4 years. As part of this transaction, your Company had taken over the IT units of Metro AG, namely METRO-NOM GMBH and METRO Systems Romania S.R.L. effective April 1, 2021.
- d) In December 2020, your Company acquired 83.4% stake in Encore Theme Technologies Private Limited, a Finastra trade finance solutions partner across the Middle East, Africa, India and Asia Pacific. The remaining 16.6% equity stake will be acquired subject to and after receipt of certain regulatory approvals/confirmations.
- e) In February 2021, your Company acquired Eximius Design, LLC and Eximius Design India Private Limited, a leading engineering services company with expertise in semiconductor, software and systems design.
- f) In April 2021, your Company announced that it has signed definitive agreement to acquire Ampion, an Australia-based provider of cyber security, DevOps and quality engineering services. The transaction is expected to be completed during the quarter ending June 30, 2021, subject to customary closing conditions and regulatory approvals.

- g) In April 2021, your Company acquired Capco, a global management and technology consultancy providing digital, consulting and technology services to financial institutions in the Americas, Europe and the Asia Pacific.
- h) Wipro Ventures, the strategic investment arm of Wipro, invests in early-to-mid-stage enterprise software startups. The areas of investment include Artificial Intelligence, Analytics, Business Automation, Cloud Infrastructure, Cyber security, Data Management, Internet of Things and Testing Automation. As of March 31, 2021, Wipro Ventures manages 16 active investments. In addition to direct equity investments in emerging startups, Wipro Ventures has invested in five enterprise-focused venture funds: B Capital, Boldstart Ventures, Glilot Capital Partners, TLV Partners and Work-Bench.
- i) During the financial year 2020-21, your Company has carried out the merger of Cellent GmbH, Germany with and into Wipro Technologies GmbH, Germany.

Management Discussion and Analysis Report

In terms of Regulation 34 of the Listing Regulations and SEBI circular SEBI/HO/CFD/CMD/CIR/P/2017/10 dated February 6, 2017, your Company has adopted salient features of Integrated Reporting prescribed by the International Integrated Reporting Council ('IIRC') as part of its MD & A Report. The MD & A report, capturing your Company's performance, industry trends and other material changes with respect to your Company's and its subsidiaries, wherever applicable, are presented from page no. 30 onwards of this Annual Report.

The MD & A Report provides a consolidated perspective of economic, social and environmental aspects material to your Company's strategy and its ability to create and sustain value to its key stakeholders and includes aspects of reporting as required by Regulation 34 of the Listing Regulations on Business Responsibility Report. Statutory section of Business Responsibility Report is provided from page nos. 384 to 390 of this Annual Report.

III. GOVERNANCE AND ETHICS

Corporate Governance

Your Company believes in adopting best practices of corporate governance. Corporate governance principles are enshrined in the Spirit of Wipro, which form the core values of Wipro. These guiding principles are also articulated through the Company's code of business conduct, Corporate Governance Guidelines, charter of various sub-committees and disclosure policy.

As per Regulation 34 of the Listing Regulations, a separate section on corporate governance practices followed by your Company, together with a certificate from V. Sreedharan & Associates, Company Secretaries, on compliance with corporate governance norms under the Listing Regulations, is provided at page no. 121 onwards.

Board of Directors

Board's Composition and Independence

Your Company's Board consists of global leaders and visionaries who provide strategic direction and guidance to the organization. As on March 31, 2021, the Board comprised of two Executive Directors, six non-executive Independent Directors and one non-executive non-independent Director.

Definition of 'Independence' of Directors is derived from Regulation 16 of the Listing Regulations, NYSE Listed Company Manual and Section 149(6) of the Companies Act, 2013. The Company has received necessary declarations under Section 149(7) of the Companies Act, 2013 and Regulation 25(8) of the Listing Regulations, from the Independent Directors stating that they meet the prescribed criteria for independence. The Board, after undertaking assessment and on examination of the relationships disclosed, considered the following Non-Executive Directors as Independent Directors:

Mr. M. K. Sharma
Mrs. Ireena Vittal
Mr. William Arthur Owens
Dr. Patrick J. Ennis
Mr. Patrick Dupuis
Mr. Deepak M. Satwalekar

All Independent Directors have affirmed compliance to the code of conduct for independent directors as prescribed in Schedule IV to the Companies Act, 2013.

Meetings of the Board

The Board met six times during the financial year 2020-21 on April 15, 2020, May 29, 2020, July 14, 2020, October 12-13, 2020, January 13, 2021 and February 24, 2021. The necessary quorum was present for all the meetings. The maximum interval between any two meetings did not exceed 120 days.

Directors and Key Managerial Personnel

At the 74th Annual General Meeting (AGM) held on July 13, 2020, the shareholders of the Company approved the following:

1. Appointment of Mr. Thierry Delaporte (DIN: 08107242) as the Chief Executive Officer and Managing Director of the Company for a period of 5 years from July 6, 2020

to July 5, 2025, whose office shall be liable to retire by rotation.

2. Appointment of Mr. Deepak M. Satwalekar (DIN: 00009627) as an Independent Director for a period of five years from July 1, 2020 to June 30, 2025, whose office shall not be liable to retire by rotation.

Pursuant to the recommendation of Board Governance, Nomination and Compensation Committee, the Board approved re-appointment of Dr. Patrick J. Ennis (DIN: 07463299) and Mr. Patrick Dupuis (DIN: 07480046) as Independent Directors of the Company for a second term of 5 years with effect from April 1, 2021 to March 31, 2026, based on their skills, experience, knowledge and positive outcome of performance evaluation. The said re-appointment was approved by shareholders of the Company vide special resolutions dated June 4, 2021, passed through postal ballot by e-voting.

Pursuant to the recommendation of Board Governance, Nomination and Compensation Committee, the Board has, on May 13, 2021, approved the appointment of Ms. Tulsi Naidu (DIN: 03017471) as an Additional Director in the capacity of Independent Director for a term of 5 years with effect from July 1, 2021 to June 30, 2026, subject to approval of the shareholders of the Company. Necessary resolutions for her appointment are being placed for the approval of shareholders as part of the notice of the 75th AGM.

In the opinion of the Board, all our Independent Directors possess requisite qualifications, experience, expertise and hold high standards of integrity for the purpose of Rule 8(5)(iiiia) of the Companies (Accounts) Rules, 2014. List of key skills, expertise and core competencies of the Board, including the Independent Directors, is provided at page no. 123 of this Annual Report.

Pursuant to the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Thierry Delaporte (DIN: 08107242) will retire by rotation at the 75th AGM and being eligible, has offered himself for re-appointment.

During the financial year, Mr. Abidali Z. Neemuchwala resigned as the Chief Executive Officer and Managing Director of the Company with effect from the end of the day on June 1, 2020. Further, Mrs. Arundhati Bhattacharya stepped down as an Independent Director from the Board with effect from close of business hours on June 30, 2020.

Committees of the Board

Your Company's Board has the following committees:

1. Audit, Risk and Compliance Committee, which also acts as Risk Management Committee.
2. Board Governance, Nomination and Compensation

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Committee, which also acts as Corporate Social Responsibility Committee.

3. Administrative and Shareholders/Investors Grievance Committee (Stakeholders Relationship Committee).
4. Strategy Committee.

At the Board Meeting held on April 15, 2021, it was decided to discontinue the Strategy Committee, as the entire Board will be deliberating matters pertaining to the strategy of the Company going forward.

Details of terms of reference of the Committees, Committee membership changes, and attendance of Directors at meetings of the Committees are provided in the Corporate Governance report from page nos. 128 to 132 of this Annual Report.

Board Evaluation

In line with the Corporate Governance Guidelines of the Company, Annual Performance Evaluation was conducted for all Board Members as well as the working of the Board and its Committees. This evaluation was led by the Chairman of the Board Governance, Nomination and Compensation Committee with specific focus on performance and effective functioning of the Board. The Board evaluation framework has been designed in compliance with the requirements under the Companies Act, 2013 and the Listing Regulations, and in accordance with the Guidance Note on Board Evaluation issued by SEBI in January 2017. The Board evaluation was conducted through questionnaire designed with qualitative parameters and feedback based on ratings.

Evaluation of the Board was based on criteria such as composition and role of the Board, Board communication and relationships, functioning of Board Committees, review of performance of Executive Directors, succession planning, strategic planning, etc.

Evaluation of Committees was based on criteria such as adequate independence of each Committee, frequency of meetings and time allocated for discussions at meetings, functioning of Board Committees and effectiveness of its advice/recommendation to the Board, etc.

Evaluation of Directors was based on criteria such as participation and contribution in Board and Committee meetings, representation of shareholder interest and enhancing shareholder value, experience and expertise to provide feedback and guidance to top management on business strategy, governance, risk and understanding of the organization's strategy, etc.

The outcome of the Board Evaluation for the financial year 2020-21 was discussed by the Board Governance,

Nomination and Compensation Committee and the Board at their respective meetings held in April 2021. The Board has received highest ratings on Board communication and relationships, legal and financial duties of the Board and Composition and Role of the Board. The Board noted the actions taken in improving Board effectiveness based on feedback given in the previous year. Further, the Board also noted areas requiring more focus in the future, which includes further progress on Board diversity, Strategy especially post COVID-19, discussion on succession planning, and risk management.

Policy on Director's Appointment and Remuneration

The Board Governance, Nomination and Compensation Committee has framed a policy for selection and appointment of Directors including determining qualifications and independence of a Director, Key Managerial Personnel (KMP), Senior Management Personnel and their remuneration as part of its charter and other matters provided under Section 178(3) of the Companies Act, 2013.

Pursuant to Section 134(3) of the Companies Act, 2013, the nomination and remuneration policy of the Company which lays down the criteria for determining qualifications, competencies, positive attributes and independence for appointment of Directors and policies of the Company relating to remuneration of Directors, KMP and other employees is available on the Company's website at <https://www.wipro.com/content/dam/nexus/en/investor/corporate-governance/policies-and-guidelines/ethical-guidelines/wipro-limited-remuneration-policy.pdf>. We affirm that the remuneration paid to Directors, senior management and other employees is in accordance with the remuneration policy of the Company.

Policy on Board Diversity

The Board Governance, Nomination and Compensation Committee has framed a policy for Board Diversity which lays down the criteria for appointment of Directors on the Board of your Company and guides organization's approach to Board Diversity.

Your Company believes that, Board diversity basis the gender, race, age will help build diversity of thought and will set the tone at the top. A mix of individuals representing different geographies, culture, industry experience, qualification and skill set will bring in different perspectives and help the organization grow. The Board of Directors is responsible for review of the policy from time to time. Policy on Board Diversity has been placed on the Company's website at <https://www.wipro.com/investors/corporate-governance/>.

Risk Management

Your Company has put in place an Enterprise Risk Management (ERM) framework and adopted an enterprise risk management policy based on globally recognized standards. The ERM framework is administered by the Audit, Risk and Compliance Committee. The objective of the ERM framework is to enable and support achievement of business objectives through risk-intelligent assessment apart from placing significant focus on constantly identifying and mitigating risks within the business. The ERM framework covers various categories of risks including, inter alia, information security and cyber security risks, effectiveness of the controls that have been implemented to prevent such risks and continuous improvement of the systems and processes to mitigate such risks. For more details on the Company's risk management framework, please refer to page nos. 38 to 41 of this Annual Report.

Compliance Management Framework

The Board has approved a Global Statutory Compliance Policy providing guidance on broad categories of applicable laws and process for monitoring compliance. In furtherance to this, your Company has instituted an online compliance management system within the organization to monitor compliances and provide update to the senior management and Board on a periodic basis. The Audit, Risk and Compliance Committee and the Board periodically monitor status of compliances with applicable laws.

Code for Prevention of Insider Trading

Your Company has adopted a Code of Conduct to regulate, monitor and report trading by designated persons and their immediate relatives as per the requirements under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. This Code of Conduct also includes code for practices and procedures for fair disclosure of unpublished price sensitive information which has been made available on the Company's website at <https://www.wipro.com/investors/corporate-governance/>.

Vigil Mechanism

Your Company has adopted an Ombuds process as a channel for receiving and redressing complaints from employees and directors, as per the provisions of Section 177(9) and (10) of the Companies Act, 2013, Regulation 22 of the Listing Regulations and Regulation 9A of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

Under this policy, your Company encourages its employees to report any incidence of fraudulent financial or other information to the stakeholders, reporting of instance(s)

of leak or suspected leak of unpublished price sensitive information, and any conduct that results in violation of the Company's code of business conduct, to the management (on an anonymous basis, if employees so desire). Further, your Company has prohibited discrimination, retaliation or harassment of any kind against any employee who reports under the Vigil Mechanism or participates in the investigation.

Awareness of policies is created by, inter alia, sending group mailers highlighting actions taken by the Company against the errant employees. Mechanism followed under the Ombuds process has been displayed on the Company's intranet and website at <https://www.wipro.com/investors/corporate-governance/#WiprosOmbudsProcess>.

All complaints received through Ombuds process and investigative findings are reviewed and approved by the Chief Ombuds person. All employees and stakeholders can also register their concerns either by sending an email to ombuds.person@wipro.com or through web-based portal at <https://www.wipro.com/investors/corporate-governance/#WiprosOmbudsProcess>. Following an investigation of the concerns received, a decision is made by the appropriate authority on the action to be taken basis the findings of the investigation. In case the complainant is non-responsive for more than 15 days, the concern may be closed without further action.

The below table provides details of complaints received/dispensed during the financial year 2020-21:

No. of complaints pending at the beginning of financial year	85
No. of complaints filed during the financial year	870
No. of complaints disposed during the financial year	917
No. of complaints pending at the end of the financial year	38

All cases were investigated and actions taken as deemed appropriate. Based on self-disclosure data, 19% of these cases were reported anonymously. The top categories of complaints were people processes at 33% and workplace concerns and harassment at 28%. The majority of cases (76%) were resolved through engagement of human resources or mediation, or closed since they were unsubstantiated.

The Audit, Risk and Compliance Committee periodically reviews the functioning of this mechanism. No personnel of the Company were denied access to the Audit, Risk and Compliance Committee.

Information Required under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013

Your Company has constituted Internal Complaints Committee under the Sexual Harassment of Women at

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Workplace (Prevention, Prohibition and Redressal) Act, 2013 and also has a policy and framework for employees to report sexual harassment cases at workplace. The Company's process ensures complete anonymity and confidentiality of information. Adequate workshops and awareness programmes against sexual harassment are conducted across the organization. The below table provides details of complaints received/disposed during the financial year 2020-21.

Number of complaints at the beginning of the financial year	27
No. of complaints filed during the financial year	43
No. of complaints disposed during the financial year	56
No. of complaints pending at the end of the financial year	14

As per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, your Company follows calendar year for annual filling with statutory authority and as per the filing, a total of 36 complaints related to sexual harassment were raised in the calendar year 2020.

Related Party Transactions

Your Company has historically adopted the practice of undertaking related party transactions only in the ordinary and normal course of business and at arm's length as part of its philosophy of adhering to highest ethical standards, transparency and accountability. In line with the provisions of the Companies Act, 2013 and the Listing Regulations, the Board has approved a policy on related party transactions. An abridged policy on related party transactions has been placed on the Company's website at <https://www.wipro.com/content/dam/nexus/en/investor/corporate-governance/policies-and-guidelines/ethical-guidelines/abridged-policy-for-related-party-transactions.pdf>.

All related party transactions are placed on a quarterly basis before the Audit, Risk and Compliance Committee and before the Board for approval. Prior omnibus approval of the Audit, Risk and Compliance Committee and the Board is obtained for the transactions which are foreseeable and of a repetitive nature.

The particulars of contracts or arrangements with related parties referred to in Section 188(1) and applicable rules of the Companies Act, 2013 in Form AOC-2 is provided as Annexure I to this Board's Report.

Details of transaction(s) of your Company with entity(ies) belonging to the promoter/promoter group which hold(s) more than 10% shareholding in the Company as required under para A of Schedule V of the Listing Regulations are provided as part of the financial statements.

Pursuant to Regulation 23(9) of the Listing Regulations, your Company has filed the reports on related party transactions with the Stock Exchanges.

Directors' Responsibility Statement

Your Directors hereby confirm that:

- in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors have prepared the annual accounts on a going concern basis;
- the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively;
- adequate systems and processes, commensurate with the size of the Company and the nature of its business, have been put in place by the Company, to ensure compliance with the provisions of all applicable laws as per the Company's Global Statutory Compliance Policy and that such systems and processes are operating effectively.

Wipro Employee Stock Option Plans/Restricted Stock Unit Plans

Your Company has instituted various employee stock options plans/restricted stock unit plans from time to time to motivate, incentivize and reward employees. The Board Governance, Nomination and Compensation Committee administers these plans. The stock option plans are in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, as amended ("**Employee Benefits Regulations**") and there have been no material changes to these plans during the financial year. Disclosures on various plans, details of options granted, shares allotted upon exercise, etc. as required under the Employee Benefits Regulations read with the Securities and Exchange Board of India circular no. CIR/CFD/POLICY CELL/2/2015 dated June 16, 2015 are available on the

Company's website at <https://www.wipro.com/content/dam/nexus/en/investor/annual-reports/2020-2021/disclosure-under-sebi-share-based-employee-benefits-regulations-2014-for-the-year-ended-march-31-2021.pdf>. No employee was issued stock options during the year equal to or exceeding 1% of the issued capital of the Company at the time of grant.

Particulars of Employees

Information required pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided as Annexure II to this report.

A statement containing, inter alia, the names of top ten employees in terms of remuneration drawn and every employee employed throughout the financial year and in receipt of remuneration of ₹102 lakhs or more and, employees employed for part of the year and in receipt of remuneration of ₹ 8.50 lakhs or more per month, pursuant to Rule 5(2) the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided as Annexure III to this report.

IV. INTERNAL FINANCIAL CONTROLS AND AUDIT

Internal Financial Controls and their Adequacy

The Board of your Company has laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively. Your Company has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures.

Statutory Audit

At the 71st AGM held on July 19, 2017, Deloitte Haskins & Sells LLP, Chartered Accountants (Registration No. 117366W/W- 100018) was appointed as statutory auditors of the Company for a term of 5 years from the financial year 2017-18 onwards. Accordingly, Deloitte Haskins & Sells LLP will continue as statutory auditors of the Company till the financial year 2021-22.

There are no qualifications, reservations or adverse remarks made by Deloitte Haskins & Sells LLP, Statutory Auditors, in their report for the financial year ended March 31, 2021.

Pursuant to provisions of the Section 143(12) of the Companies Act, 2013, neither the Statutory Auditors nor the Secretarial Auditor has reported any incident of fraud to the Audit, Risk and Compliance Committee during the year under review.

Secretarial Audit

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. V. Sreedharan, Partner, V. Sreedharan & Associates, a firm of Company Secretaries in Practice, to conduct Secretarial Audit of the Company. The Report of the Secretarial Audit in Form MR-3 for the financial year ended March 31, 2021 is enclosed as Annexure IV to this Report. There are no qualifications, reservations or adverse remarks made by the Secretarial Auditor in his report.

V. KEY AWARDS AND RECOGNITIONS

Your Company is one of the most admired and recognized companies in the IT industry. Your Company has won several awards and accolades, out of which key recognitions are given below:

1. Wipro was included in the Dow Jones Sustainability Index (DJSI) - World and Emerging Markets for the 11th time in succession.
2. Wipro has been recognized as one of the World's Most Ethical Companies for the 10th successive year by the Ethisphere Institute.
3. Wipro has received the award for "Leadership" category in corporate governance practices for the 4th consecutive year under corporate governance scorecard developed by BSE Limited (BSE), International Finance Corporation (IFC) and IiAS.
4. Wipro was positioned as a leader in Gartner's Magic Quadrant for Data Center Outsourcing and Hybrid Infrastructure Managed Services, Asia Pacific.
5. Wipro has won the Data Estate Modernization 2020 Microsoft Partner of the Year Award.
6. Wipro was recognized as leader in Everest Group PEAK Matrix™ for Healthcare Payer Operations Service Providers 2020.
7. Wipro has won the 'Oracle UK & Ireland Partner of the Year 2020' award in 'Customer Experience' category.
8. Wipro has won the Application Innovation 2020 Microsoft Partner of the Year Award for demonstrating excellence in innovation and implementation of customer solutions based on Microsoft technology.
9. Wipro was positioned as a Leader and Star Performer in Everest Group PEAK Matrix for Open Banking IT Service Providers 2020.
10. Wipro was positioned as a Leader in Everest Group's BFS Risk and Compliance IT Services PEAK Matrix Assessment 2020.
11. Wipro was positioned as a Leader in Gartner's Magic Quadrant for Data Center Outsourcing and Hybrid Infrastructure Managed Services, North America.

Board's Report

12. Wipro has been positioned as a 'Leader' in Gartner's 2020 Magic Quadrant for Public Cloud Infrastructure Professional and Managed Services, Worldwide.

Further details of awards and accolades won by your Company are provided at page no. 17 of this Annual Report.

VI. SOCIAL RESPONSIBILITY AND SUSTAINABILITY

Corporate Social Responsibility

Your Company is at the forefront of Corporate Social Responsibility (CSR) and sustainability initiatives and practices. Your Company believes in making lasting impact towards creating a just, equitable, humane and sustainable society. Your Company has been involved with social initiatives for more than a decade and half and engages in various activities in the field of education, healthcare and communities, ecology and environment, etc.

As per the provisions of the Companies Act, 2013, a company meeting the specified criteria shall spend at least 2% of its average net profits for three immediately preceding financial years towards CSR activities. Accordingly, your Company spent ₹ 2,512 million towards CSR activities during the financial year 2020-21.

In April 2020, your Company committed ₹ 1,000 million towards tackling the unprecedented health and humanitarian crisis arising from the COVID-19 pandemic outbreak and out of that an amount of ₹ 868 million was spent. Your Company's Covid response involved working closely with around 100 non-government organizations (NGOs) who were engaged directly on the ground in supporting affected communities. In the early stages of the pandemic (March-June), your Company's response was focused on humanitarian relief in cities that were severely affected and where it has significant operational presence-Bengaluru, Chennai, NCR, Mumbai, Kolkata and Hyderabad. In parallel, your Company along with Azim Premji Foundation developed and implemented a strategic response to the COVID-19 healthcare challenge that extended for most of the year. The response addressed in-depth the entire spectrum of issues from awareness creation to testing, isolation and hospital care.

There were three innovative projects your Company conceptualized and executed directly. These were: (i) the preparation and distribution of nearly 3 million cooked meals to more than 2.5 lakh people from the Wipro canteens in Bengaluru, Pune and Kolkata, (ii) Converting its Pune IT facility to a fully equipped and staffed 450 bed Covid hospital. The hospital has established a solid reputation with the surrounding communities and has seen nearly 5,500 admissions till date and (iii) Designing and running a digital platform for doctors and healthcare experts to exchange and

collaborate on emerging good practices in Covid care- the Global Coalition for COVID-19 Medical Care (GCCMC). The platform has been very active with a number of webinars and interactive sessions organized on COVID-19 control and vaccination.

Along with the integrated Covid response, your Company also continued to focus and support its regular programs in Education, Urban Ecology, Primary Health Care and Disaster Response. Your Company's partner network comprising nearly 200 committed organizations from across the country adapted very well to the changing dynamics on the ground and ensured continuity of work through a hybrid model that combined online intervention with some field work.

The contents of the CSR policy and revised format of CSR Report notified in the Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021 dated January 22, 2021, is attached as Annexure V to this report. CSR policy is also available on the Company's website at <https://www.wipro.com/content/dam/nexus/en/investor/corporate-governance/policies-and-guidelines/ethical-guidelines/12773-policy-on-corporate-social-responsibility.pdf>.

The terms of reference of CSR committee, framed in accordance with Section 135 of the Companies Act, 2013, forms part of Board Governance, Nomination and Compensation Committee.

The Committee consists of three Independent Directors, Mr. William Arthur Owens, Mr. M. K. Sharma and Mrs. Ireena Vittal, as its members. Mr. William Arthur Owens is the Chairman of the Committee.

Particulars Regarding Conservation of Energy and Research and Development and Technology Absorption

Details of steps taken by your Company to conserve energy through its "Sustainability" initiatives, Research and Development and Technology Absorption have been disclosed as part of the MD & A Report.

VII. DISCLOSURES

Foreign Exchange Earnings and Outgoings

During the year 2020-21, your Company's foreign exchange earnings were ₹ 463,447 million and foreign exchange outgoings were ₹ 213,295 million as against ₹ 460,794 million of foreign exchange earnings and ₹ 229,491 million of foreign exchange outgoings for the financial year 2019-20.

Annual Return

Pursuant to Section 92(3) and Section 134(3)(a) of the Companies Act, 2013, the Company has placed a copy of the

Annual Return as at March 31, 2021 on its website at <https://www.wipro.com/content/dam/nexus/en/investor/annual-reports/2020-2021/draft-annual-return-2020-21.pdf>. By virtue of amendment to Section 92(3) of the Companies Act, 2013, the Company is not required to provide extract of Annual Return (Form MGT-9) as part of the Board's report.

Other Disclosures

- a) Your Company has not accepted any deposits from the public and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.
- b) Your Company has not issued shares with differential voting rights and sweat equity shares during the year under review.
- c) Your Company has complied with the applicable Secretarial Standards relating to 'Meetings of the Board of Directors' and 'General Meetings' during the year.
- d) Maintenance of cost records and requirement of cost Audit as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 are not applicable to the business activities carried out by the Company.
- e) There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the Company and its future operations.

- f) Details of unclaimed dividends and equity shares transferred to the Investor Education and Protection Fund authority have been provided as part of the Corporate Governance report.
- g) There are no proceedings initiated/pending against your Company under the Insolvency and Bankruptcy Code, 2016 which materially impact the business of the Company.

Acknowledgements and Appreciation

Your Directors take this opportunity to thank the customers, shareholders, suppliers, bankers, business partners/associates, financial institutions and Central and State Governments for their consistent support and encouragement to the Company. I am sure you will join our Directors in conveying our sincere appreciation to all employees of the Company and its subsidiaries and associates for their hard work and commitment. Their dedication and competence have ensured that the Company continues to be a significant and leading player in the IT Services industry.

For and on behalf of the Board of Directors,

Bengaluru
June 9, 2021

Rishad A. Premji
Chairman

Annexure I

Particulars of contracts/arrangements made with related parties

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

This Form pertains to the disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in Sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

Details of contracts or arrangements or transactions not at arm's length basis

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2021, which were not at arm's length basis.

Details of material contracts or arrangements or transactions at arm's length basis

There were no material contracts or arrangements or transactions entered into during the year ended March 31, 2021 crossing the materiality threshold of 10% of the annual consolidated turnover of the Company. The details of contracts or arrangements or transactions at arm's length basis for the year ended March 31, 2021 are as follows:

Name of Related Party	Nature of Relationship	Duration of Contract	Salient Terms*	Amount (₹ in Mn)
Sales of Goods and Services				
Wipro, LLC	Subsidiary	01-04-05 - Ongoing	As per Transfer Pricing guidelines	45,355
Wipro Gallagher Solutions, LLC	Subsidiary	01-04-16 - Ongoing	As per Transfer Pricing guidelines	1,474
Wipro Opus Risk Solutions LLC (formerly known as Wipro Opus Mortgage Solutions LLC/Opus Capital Markets Consultants, LLC)	Subsidiary	01-04-16 - Ongoing	As per Transfer Pricing guidelines	137
Wipro Technologies SA DE CV	Subsidiary	01-01-12 - Ongoing	As per Transfer Pricing guidelines	570
Wipro Technologies S.A.	Subsidiary	01-04-09 - Ongoing	As per Transfer Pricing guidelines	3
Wipro Information Technology Netherlands BV	Subsidiary	01-06-08 - Ongoing	As per Transfer Pricing guidelines	425
Wipro Portugal S.A.	Subsidiary	01-04-07 - Ongoing	As per Transfer Pricing guidelines	8
Wipro do Brasil Technologia Ltda	Subsidiary	01-04-05 - Ongoing	As per Transfer Pricing guidelines	132
Wipro Technologies GmbH	Subsidiary	01-03-11 - Ongoing	As per Transfer Pricing guidelines	1,933
Wipro Technology Chile SPA	Subsidiary	01-01-16 - Ongoing	As per Transfer Pricing guidelines	6
Wipro Outsourcing Services (Ireland) Limited	Subsidiary	12-11-12 - Ongoing	As per Transfer Pricing guidelines	15
Wipro Information Technology Kazakhstan LLP	Subsidiary	15-05-14 - Ongoing	As per Transfer Pricing guidelines	24
Wipro (Thailand) Co. Limited	Subsidiary	01-11-10 - Ongoing	As per Transfer Pricing guidelines	95
PT. WT Indonesia	Subsidiary	01-11-12 - Ongoing	As per Transfer Pricing guidelines	291
Wipro IT Services Poland SP.Z.O.O.	Subsidiary	01-04-14 - Ongoing	As per Transfer Pricing guidelines	220
Wipro Technologies South Africa (Proprietary) Limited	Subsidiary	01-04-12 - Ongoing	As per Transfer Pricing guidelines	501
Wipro Technologies Nigeria Limited	Subsidiary	01-04-14 - Ongoing	As per Transfer Pricing guidelines	272
Wipro Shanghai Limited	Subsidiary	27-04-04 - Ongoing	As per Transfer Pricing guidelines	0.18
Wipro Technologies Australia Pty Ltd.	Subsidiary	01-08-12 - Ongoing	As per Transfer Pricing guidelines	736
Wipro Promax Analytics Solutions Americas LLC	Subsidiary	01-04-16 - Ongoing	As per Transfer Pricing guidelines	8
Wipro Chengdu Limited	Subsidiary	01-04-09 - Ongoing	As per Transfer Pricing guidelines	59
Wipro Networks Pte Limited	Subsidiary	01-04-16 - Ongoing	As per Transfer Pricing guidelines	1,703
Wipro Technologies SDN BHD	Subsidiary	01-04-13 - Ongoing	As per Transfer Pricing guidelines	3
Wipro Solutions Canada Limited	Subsidiary	16-08-14 - Ongoing	As per Transfer Pricing guidelines	2,785
Designit Colombia S A S	Subsidiary	01-04-18 - Ongoing	As per Transfer Pricing guidelines	8

Name of Related Party	Nature of Relationship	Duration of Contract	Salient Terms*	Amount (₹ in Mn)
HealthPlan Services, Inc.	Subsidiary	01-06-16 - Ongoing	As per Transfer Pricing guidelines	657
Wipro Apprio, Inc. (formerly known as Apprio, Inc.)	Subsidiary	01-01-17 - Ongoing	As per Transfer Pricing guidelines	507
Wipro Holdings (UK) Limited	Subsidiary	01-04-10 - Ongoing	As per Transfer Pricing guidelines	1,078
Wipro Arabia Co. Limited	Subsidiary	23-12-06 - Ongoing	As per Transfer Pricing guidelines	1,715
Wipro Doha LLC	Subsidiary	01-04-14 - Ongoing	As per Transfer Pricing guidelines	389
Wipro Gulf LLC	Subsidiary	01-04-17 - Ongoing	As per Transfer Pricing guidelines	314
Wipro Bahrain Limited CO. W.L.L.	Subsidiary	01-01-15 - Ongoing	As per Transfer Pricing guidelines	157
Wipro IT Services Bangladesh Limited	Subsidiary	31-03-18 - Ongoing	As per Transfer Pricing guidelines	587
Wipro Japan KK	Subsidiary	01-04-19 - Ongoing	As per Transfer Pricing guidelines	1,132
Designit Spain Digital, S.L.	Subsidiary	01-10-19 - Ongoing	As per Transfer Pricing guidelines	17
Wipro Apprio (Ireland) Limited (formerly known as Apprio Ltd)	Subsidiary	01-01-18 - Ongoing	As per Transfer Pricing guidelines	47
Wipro Apprio UK Limited (formerly known as Apprio Ltd)	Subsidiary	01-01-17 - Ongoing	As per Transfer Pricing guidelines	6
International Technegroup Inc.	Subsidiary	01-10-19 - Ongoing	As per Transfer Pricing guidelines	170
Infocrossing, LLC	Subsidiary	01-04-20 - Ongoing	As per Transfer Pricing guidelines	281
Wipro Technologies Limited	Subsidiary	01-05-08 - Ongoing	As per Transfer Pricing guidelines	21
Wipro Technologies Peru S.A.C	Subsidiary	01-01-16 - Ongoing	As per Transfer Pricing guidelines	14
Designit Denmark A/S	Subsidiary	01-04-20 - Ongoing	As per Transfer Pricing guidelines	1
Designit Tokyo Ltd.	Subsidiary	01-04-20 - Ongoing	As per Transfer Pricing guidelines	2
Designit Oslo A/S	Subsidiary	01-04-20 - Ongoing	As per Transfer Pricing guidelines	2
Wipro IT Services Austria GmbH (formerly known as Cellent GmbH)	Subsidiary	01-11-18 - Ongoing	As per Transfer Pricing guidelines	30
Designit North America, Inc. (formerly known as Cooper Software Inc.)	Subsidiary	01-04-20 - Ongoing	As per Transfer Pricing guidelines	21
International Technegroup Ltd.	Subsidiary	01-04-20 - Ongoing	As per Transfer Pricing guidelines	24
Wipro Enterprises Private Limited	Entity controlled by Promoters	01-04-14 - Ongoing	As per Related Party Transaction Policy guidelines	57
Wipro GE Healthcare Private Limited	Joint Venture between Wipro Enterprises Private Limited and General Electric	Ongoing	As per Related Party Transaction Policy guidelines	7
Asian Paints Limited	Common Directors	Ongoing	As per Related Party Transaction Policy guidelines	22
Titan Company Limited	Common Directors	Ongoing	As per Related Party Transaction Policy guidelines	3
Vedanta Limited	Common Directors	Ongoing	As per Related Party Transaction Policy guidelines	416
Standard Chartered Bank	Common Directors	Ongoing	As per Related Party Transaction Policy guidelines	37
Purchase of Services				
Wipro, LLC	Subsidiary	01-04-05 - Ongoing	As per Transfer Pricing guidelines	2,699
Infocrossing, LLC	Subsidiary	01-04-08 - Ongoing	As per Transfer Pricing guidelines	16

Name of Related Party	Nature of Relationship	Duration of Contract	Salient Terms*	Amount (₹ in Mn)
Wipro Opus Risk Solutions LLC (formerly known as Wipro Opus Mortgage Solutions LLC/ Opus Capital Markets Consultants, LLC)	Subsidiary	01-04-16 - Ongoing	As per Transfer Pricing guidelines	0.31
Wipro Technologies SA DE CV	Subsidiary	01-01-12 - Ongoing	As per Transfer Pricing guidelines	2,260
Wipro Philippines, Inc.	Subsidiary	31-03-11 - Ongoing	As per Transfer Pricing guidelines	2,849
Wipro Technologies S.A.	Subsidiary	01-04-09 - Ongoing	As per Transfer Pricing guidelines	20
Wipro Portugal S.A.	Subsidiary	01-04-07 - Ongoing	As per Transfer Pricing guidelines	771
Wipro do Brasil Tecnologia Ltda	Subsidiary	01-04-05 - Ongoing	As per Transfer Pricing guidelines	1,198
Wipro Technologies GmbH	Subsidiary	01-03-11 - Ongoing	As per Transfer Pricing guidelines	3,729
Wipro Technology Chile SPA	Subsidiary	01-01-16 - Ongoing	As per Transfer Pricing guidelines	78
Wipro Outsourcing Services (Ireland) Limited	Subsidiary	12-11-12 - Ongoing	As per Transfer Pricing guidelines	158
Wipro Technologies SRL	Subsidiary	01-01-10 - Ongoing	As per Transfer Pricing guidelines	2,255
Wipro (Thailand) Co. Limited	Subsidiary	01-11-10 - Ongoing	As per Transfer Pricing guidelines	98
PT. WT Indonesia	Subsidiary	01-11-12 - Ongoing	As per Transfer Pricing guidelines	41
Wipro IT Services Poland SP.Z.O.O	Subsidiary	01-04-14 - Ongoing	As per Transfer Pricing guidelines	1,829
Wipro Shanghai Limited	Subsidiary	27-04-04 - Ongoing	As per Transfer Pricing guidelines	40
Wipro Technologies Australia Pty Ltd.	Subsidiary	01-08-12 - Ongoing	As per Transfer Pricing guidelines	152
Wipro Promax Analytics Solutions Americas LLC	Subsidiary	01-04-16 - Ongoing	As per Transfer Pricing guidelines	9
Wipro Chengdu Limited	Subsidiary	01-04-09 - Ongoing	As per Transfer Pricing guidelines	537
Wipro Networks Pte Limited	Subsidiary	01-04-16 - Ongoing	As per Transfer Pricing guidelines	319
Wipro Technologies Peru S.A.C.	Subsidiary	01-01-16 - Ongoing	As per Transfer Pricing guidelines	6
Wipro Solutions Canada Limited	Subsidiary	16-08-14 - Ongoing	As per Transfer Pricing guidelines	38
Wipro Technologies Australia Pty Ltd.	Subsidiary	01-08-12 - Ongoing	As per Transfer Pricing guidelines	135
Designit A/S	Subsidiary	01-04-16 - Ongoing	As per Transfer Pricing guidelines	71
Designit Denmark A/S	Subsidiary	01-03-16 - Ongoing	As per Transfer Pricing guidelines	211
Designit Germany GmbH	Subsidiary	31-03-16 - Ongoing	As per Transfer Pricing guidelines	90
Designit Oslo A/S	Subsidiary	01-04-16 - Ongoing	As per Transfer Pricing guidelines	2
Designit Spain Digital, S.L.	Subsidiary	01-04-16 - Ongoing	As per Transfer Pricing guidelines	5
Designit Sweden AB	Subsidiary	01-04-16 - Ongoing	As per Transfer Pricing guidelines	114
Wipro (Dalian) Limited	Subsidiary	30-12-15 - Ongoing	As per Transfer Pricing guidelines	504
HealthPlan Services, Inc.	Subsidiary	01-06-16 - Ongoing	As per Transfer Pricing guidelines	247
Wipro IT Services Austria GmbH (formerly known as Cellent GmbH)	Subsidiary	01-04-16 - Ongoing	As per Transfer Pricing guidelines	8
Wipro Apprio, Inc. (formerly known as Apprio, Inc.)	Subsidiary	01-01-17 - Ongoing	As per Transfer Pricing guidelines	3,779
Wipro Apprio (Ireland) Limited (formerly known as Apprio Ltd.)	Subsidiary	01-01-18 - Ongoing	As per Transfer Pricing guidelines	89
Wipro Apprio UK Limited (formerly known as Apprio Ltd.)	Subsidiary	01-01-17 - Ongoing	As per Transfer Pricing guidelines	506
Designit North America, Inc. (formerly known as Cooper Software Inc.)	Subsidiary	23-10-17 - Ongoing	As per Transfer Pricing guidelines	270
Wipro HR Services India Private Limited	Subsidiary	19-02-19 - Ongoing	As per Transfer Pricing guidelines	131
Designit Peru, S.A.C.	Subsidiary	24-09-18 - Ongoing	As per Transfer Pricing guidelines	(0.06)

Name of Related Party	Nature of Relationship	Duration of Contract	Salient Terms*	Amount (₹ in Mn)
Wipro Designit Services Inc. (formerly known as Rational Interaction Inc.)	Subsidiary	01-04-20 - Ongoing	As per Transfer Pricing guidelines	64
Wipro 4C NV (formerly known as 4C NV)	Subsidiary	11-08-20 - Ongoing	As per Transfer Pricing guidelines	6
Wipro Wear4C UK Limited (formerly known as Wear4C UK Limited)	Subsidiary	11-08-20 - Ongoing	As per Transfer Pricing guidelines	30
Cloudsocius DMCC	Subsidiary	11-08-20 - Ongoing	As per Transfer Pricing guidelines	8
Wipro VLSI Design Services, LLC (formerly known as Eximius Design, LLC)	Subsidiary	25-02-21 - Ongoing	As per Transfer Pricing guidelines	25
Wipro Technologies Limited	Subsidiary	01-05-08 - Ongoing	As per Transfer Pricing guidelines	17
Wipro Japan KK	Subsidiary	01-04-19 - Ongoing	As per Transfer Pricing guidelines	0.27
Wipro Technologies SDN BHD	Subsidiary	01-04-20 - Ongoing	As per Transfer Pricing guidelines	1
Wipro IT Services Bangladesh Limited	Subsidiary	01-04-20 - Ongoing	As per Transfer Pricing guidelines	0.12
International Technegroup Inc.	Subsidiary	01-10-19 - Ongoing	As per Transfer Pricing guidelines	38
Denim Group Limited	Associate	01-03-18 - Ongoing	As per RPT Policy guidelines	21
Drivestream, Inc.	Associate	12-06-17 - Ongoing	As per RPT Policy guidelines	21
Wipro Enterprises Private Limited	Entity controlled by Promoters	01-04-14 - Ongoing	As per RPT Policy guidelines	419
Wipro GE Healthcare Private Limited	Joint Venture between Wipro Enterprises Private Limited and General Electric	Ongoing	As per RPT Policy guidelines	4
Commission Paid				
Wipro Technologies GmbH	Subsidiary	01-03-11 - Ongoing	As per Transfer Pricing guidelines	790
Wipro Travel Services Limited	Subsidiary	01-02-03 - Ongoing	As per Transfer Pricing guidelines	21
Wipro Japan KK	Subsidiary	26-03-01 - Ongoing	As per Transfer Pricing guidelines	678
Rent Paid				
Azim Hasham Premji	Promoter	Ongoing	As per Agreement	7
Wipro Holdings (UK) Limited	Subsidiary	Ongoing	As per Agreement	57
Wipro, LLC	Subsidiary	Ongoing	As per Agreement	41
Designit Spain Digital, S.L	Subsidiary	Ongoing	As per Agreement	4
Wipro Japan KK	Subsidiary	Ongoing	As per Agreement	24
Designit Oslo A/S	Subsidiary	Ongoing	As per Agreement	1
Designit A/S	Subsidiary	Ongoing	As per Agreement	4
Wipro Technologies Australia Pty Ltd.	Subsidiary	Ongoing	As per Agreement	32
Wipro Enterprises Private Limited	Entity controlled by Promoters	Ongoing	As per Agreement	2
Corporate Guarantee Commission				
Wipro, LLC	Subsidiary	01-04-14 - Ongoing	As per Transfer Pricing guidelines	96
Wipro Technologies GmbH	Subsidiary	16-06-17 - Ongoing	As per Transfer Pricing guidelines	9
Wipro IT Services Poland SP.Z.O.O	Subsidiary	01-12-15 - Ongoing	As per Transfer Pricing guidelines	0.28
Wipro Solutions Canada Limited	Subsidiary	01-09-15 - Ongoing	As per Transfer Pricing guidelines	43

Name of Related Party	Nature of Relationship	Duration of Contract	Salient Terms*	Amount (₹ in Mn)
Wipro Technologies Australia Pty Ltd.	Subsidiary	01-08-12 - Ongoing	As per Transfer Pricing guidelines	7
Wipro Holdings (UK) Limited	Subsidiary	20-06-17 - Ongoing	As per Transfer Pricing guidelines	1
Wipro Arabia Co. Limited	Subsidiary	01-04-14 - Ongoing	As per Transfer Pricing guidelines	8
Rental Income				
Wipro Gallagher Solutions, LLC	Subsidiary	01-01-16 - Ongoing	As per Agreement	2
Wipro Travel Services Limited	Subsidiary	21-12-15 - Ongoing	As per Agreement	3
Designit Denmark A/S	Subsidiary	01-03-16 - Ongoing	As per Agreement	29
Wipro LLC	Subsidiary	Ongoing	As per Agreement	182
Designit A/S	Subsidiary	15-10-19 - Ongoing	As per Agreement	4
Wipro HR Services India Private Limited	Subsidiary	01-09-20 - Ongoing	As per Agreement	0.26
Wipro Technologies Australia Pty Ltd.	Subsidiary	28-01-21 - Ongoing	As per Agreement	2
Wipro Enterprises Private Limited	Entity controlled by Promoters	01-04-14 - Ongoing	As per Agreement	44
Azim Premji Foundation	Entity controlled by Promoters	Ongoing	As per Agreement	6
Management Service Fees				
Azim Premji Foundation	Entity controlled by Promoters	Ongoing	Management Service fees	2
Wipro Enterprises Private Limited	Entity controlled by Promoters	01-04-14 - Ongoing	Management Service fees	107
Restricted Stock Unit (RSU) Compensation Cost Allocation				
Designit A/S	Subsidiary	Ongoing	As per Allocation	0.31
Designit Oslo A/S	Subsidiary	Ongoing	As per Allocation	1
Designit TLV Ltd.	Subsidiary	Ongoing	As per Allocation	1
HealthPlan Services, Inc.	Subsidiary	Ongoing	As per Allocation	2
Infocrossing, LLC	Subsidiary	Ongoing	As per Allocation	0.19
International Technegroup Inc.	Subsidiary	Ongoing	As per Allocation	0.17
Wipro Opus Risk Solutions LLC (formerly known as Wipro Opus Mortgage Solutions LLC/ Opus Capital Markets Consultants, LLC)	Subsidiary	Ongoing	As per Allocation	0.19
Topcoder, LLC	Subsidiary	Ongoing	As per Allocation	5
Wipro Appirio, Inc. (formerly known as Appirio, Inc.)	Subsidiary	Ongoing	As per Allocation	(0.27)
Designit North America, Inc. (formerly known as Cooper Software Inc.)	Subsidiary	Ongoing	As per Allocation	1
Wipro do Brasil Servicos de Tecnologia S.A.	Subsidiary	Ongoing	As per Allocation	2
Wipro Arabia Co. Limited	Subsidiary	Ongoing	As per Allocation	5
Wipro Bahrain Limited CO. W.L.L	Subsidiary	Ongoing	As per Allocation	0.17
Wipro do Brasil Tecnologia Ltda	Subsidiary	Ongoing	As per Allocation	7
Wipro Gallagher Solutions, LLC	Subsidiary	Ongoing	As per Allocation	0.13
Wipro HR Services India Private Limited	Subsidiary	Ongoing	As per Allocation	7
Wipro Japan KK	Subsidiary	Ongoing	As per Allocation	1

Name of Related Party	Nature of Relationship	Duration of Contract	Salient Terms*	Amount (₹ in Mn)
Wipro LLC	Subsidiary	Ongoing	As per Allocation	7
Wipro Technologies GmbH	Subsidiary	Ongoing	As per Allocation	2
Wipro Technologies S.A.D.E.C.V	Subsidiary	Ongoing	As per Allocation	25
Other Costs				
Wipro Enterprises Private Limited	Entity controlled by Promoters	01-04-14 - Ongoing	On Actual Cost Basis	31
Azim Premji Foundation	Entity controlled by Promoters	Ongoing	On Actual Cost Basis	3
Asian Paints Limited	Common Directors	Ongoing	On Actual Cost Basis	2
Atria Convergence Technologies Limited	Common Directors	Ongoing	On Actual Cost Basis	1
Bain and Company	Common Directors	Ongoing	On Actual Cost Basis	23
Godrej Consumer Products Limited	Common Directors	Ongoing	On Actual Cost Basis	0.12
Indian School of Business	Common Directors	Ongoing	On Actual Cost Basis	0.03
Wipro GE Healthcare Private Limited	Joint Venture between Wipro Enterprises Private Limited and General Electric	Ongoing	On Actual Cost Basis	8
Vedanta Limited	Common Directors	Ongoing	On Actual Cost Basis	6
Interest Income				
Wipro, LLC	Subsidiary	Ongoing	As per Agreement	133

Amounts in the above table are subject to rounding-off adjustments.

*Appropriate approvals have been taken from the Audit Committee and Board of Directors of the Company from time to time for the related party transactions as mentioned above.

Rishad A. Premji
Chairman

M. K. Sharma
Director

M. Sanaulla Khan
Company Secretary

Thierry Delaporte

Chief Executive Officer and Managing Director

Jatin Pravinchandra Dalal

Chief Financial Officer

Bengaluru
June 9, 2021

ANNEXURE II

Statement of Disclosure of Remuneration under Section 197 of Companies Act, 2013 and Rule 5(1) of Companies Appointment and Remuneration of Managerial Personnel) Rules, 2014

Remuneration paid to Whole time Directors

Name of Directors	Designation	% Increase/Decrease of remuneration in 2021 as compared to 2020*	Ratio of remuneration to MRE*	Ratio of remuneration to MRE and WTD*
Rishad A. Premji ⁽¹⁾	Chairman	128.89	164.29	164.29
Thierry Delaporte ⁽²⁾⁽³⁾	Chief Executive Officer and Managing Director	NA	896.37	896.37
Abidali Z. Neemuchwala ⁽⁴⁾	Chief Executive Officer and Managing Director	NA	31.64	31.64

MRE – Median Remuneration of employees, WTD – Whole Time Director

* Rounded off to two decimals

- (1) Mr. Rishad A. Premji had foregone his variable pay and profit linked commission for the relevant period for fiscal 2020 to show solidarity with the team in facing the situation caused by COVID-19. Accordingly, the remuneration considered for the table above does not include the same and is hence not comparable.
- (2) Mr. Thierry Delaporte was appointed as the Chief Executive Officer and Managing Director of the Company with effect from July 6, 2020. The remuneration disclosed in the above table is for the period July 6, 2020 to March 31, 2021 and hence, comparable figures have not been provided.
- (3) The remuneration of Chief Executive Officer and Managing Director is computed on an accrual basis. It also includes the amortization of RSUs granted to him, which vest over a period of time. This also includes RSUs that will vest based on performance parameters of the Company.
- (4) Mr. Abidali Z. Neemuchwala resigned as the Chief Executive Officer and Managing Director with effect from the end of the day on June 1, 2020. The compensation disclosed for Mr. Neemuchwala is for the period April 1, 2020 to June 1, 2020. Considering the same, comparable figures have not been provided in the above table.

Remuneration paid to Other Directors

Name of Directors	Designation	% Increase/Decrease of remuneration in 2021 as compared to 2020*	Ratio of remuneration to MRE*	Ratio of remuneration to MRE and WTD *
Azim H. Premji ⁽⁵⁾	Founder Chairman	NA	10.80	10.80
Ireena Vittal	Independent Director	7.15	15.10	15.10
M. K. Sharma	Independent Director	13.24	17.00	17.00
Dr. Patrick J. Ennis	Independent Director	7.15	29.71	29.71
Patrick Dupuis ⁽⁶⁾	Independent Director	42.26	29.71	29.71
William A. Owens	Independent Director	10.40	41.53	41.53
Deepak M. Satwalekar ⁽⁷⁾	Independent Director	NA	9.83	9.83
Arundhati Bhattacharya ⁽⁷⁾	Independent Director	NA	3.37	3.37

MRE – Median Remuneration of employees, WTD – Whole Time Director

* Rounded off to two decimals

- (5) Mr. Azim H. Premji was appointed as Non-Executive, Non-Independent Director of the Company with effect from July 31, 2019. In support of Wipro's humanitarian efforts to combat COVID-19, Mr. Azim H. Premji had foregone the profit linked commission payable to him for the relevant period for fiscal 2020. Considering the same, comparable figures have not been provided in the above table.
- (6) In support of Wipro's humanitarian efforts to combat COVID-19, Mr. Patrick Dupuis, Independent Director, had foregone the commission payable to him for the quarter ended March 31, 2020.
- (7) Comparable figures have not been provided as Ms. Arundhati Bhattacharya resigned as an Independent Director with effect from close of business hours on June 30, 2020 and Mr. Deepak M. Satwalekar was appointed as an Independent Director with effect from July 1, 2020.

Remuneration paid to other Key Managerial Personnel (KMP)

Name of KMPs	Designation	% Increase/Decrease of remuneration in 2021 as compared to 2020*	Ratio of remuneration to MRE *	Ratio of remuneration to MRE and WTD *
Jatin Pravinchandra Dalal	Chief Financial Officer	67.52	103.79	103.79
M Sanaula Khan**	Company Secretary	36.80	28.16	28.16

MRE- Median Remuneration of Employees, WTD- Whole Time Director

*Round off to two decimals

** Remuneration includes perquisites value of Restricted Stock Units exercised during the respective years.

Notes:

- The median remuneration of employees (MRE) excluding Whole time Directors was ₹ 717,900 and ₹ 652,000 in fiscal 2021 and fiscal 2020 respectively. The increase in MRE excluding the Whole time Director in fiscal 2021 as compared to fiscal 2020 is 10.11%.
- The median remuneration of employees (MRE) including Whole time Directors was ₹ 717,900 and ₹ 652,000 in fiscal 2021 and fiscal 2020 respectively. The increase in MRE excluding the Whole time Director in fiscal 2021 as compared to fiscal 2020 is 10.11%.
- The number of permanent employees on the rolls of the Company as of March 31, 2021 and March 31, 2020 was 201,665 and 182,886 respectively.
- The aggregate remuneration of employees excluding WTD grew by 5.7% over the previous fiscal, attributed to the increase in headcount. The aggregate increase in salary for WTDs and other KMPs was 95.78% in fiscal 2021 over fiscal 2020, on account of the following:
 - For the fiscal 2021, Mr. Rishad A. Premji was paid commission as per the terms approved by the shareholders at the Annual General Meeting held in July 2019. The profit linked commission payable to him for fiscal 2020 was foregone by him to show solidarity with the team in facing the situation caused by COVID-19.
 - The compensation disclosed for Mr. Thierry Delaporte is for the period from July 6, 2020 to March 31, 2021. It includes components such as an one-time cash award, annual stock grant (1,200,000 ADS restricted stock units, comprising of 300,000 ADS restricted stock units and 900,000 ADS performance stock units and one-time grant of 300,000 ADS restricted stock units), which will vest over a period of time, among other things, as per the terms approved by the Shareholders at the Annual General Meeting held in July 2020.
 - Computation of remuneration to Mr. Jatin Pravinchandra Dalal is on an accrual basis and it includes the amortization of Restricted Stock Units (RSU), granted to him, which will vest over a period of time. This also includes RSUs that will vest based on performance parameters of the Company.
- The Company affirms that the remuneration is paid as per the remuneration policy of the Company.

Variable Pay Compensation

The variable pay of executive officers, including the Chief Executive Officer and Managing Director, is based on clearly laid out criteria and measures, which are linked to the desired performance and business objectives of the organization. The criteria for variable pay, which is paid out quarterly/annually, includes financial parameters like revenue, profit achievement, operating margin achievement and other strategic goals as decided by the Board from time to time.

Apart from the variable pay component, long term (typically greater than one year) incentives granted to executive officers, including the Chief Executive Officer and Managing Director, includes both time-based stock units (RSUs) and performance-based stock units (PSUs).

The vesting of PSU's is based on performance parameters of the Company over a defined performance period and is linked to pre-defined financial goals. Time-based stock units typically vest over a defined period. The vesting pattern and schedule for both these types of stock units are as determined by the Board Governance, Nomination and Compensation Committee.

Annexure III

Information as per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

A) Top 10 employees in terms of salary drawn during the financial year 2020-21

Sl No.	Name of the Employee	Date of Joining (DD-MM-YYYY)	Gross Remuneration (in ₹)	Educational Qualification	Age	Experience (yrs)	Last Employment	Designation
1	Thierry Delaporte #	06-07-2020	643,500,805	Bachelor's Degree in Economy and Finance, Masters in Law	54	26	Capgemini	Chief Executive Officer and Managing Director
2	Rishad A. Premji	20-07-2007	117,946,582	B.A, MBA	44	22	Bain & Company	Executive Chairman
3	Anand Padmanabhan	02-05-1994	106,824,327	BE	55	31	Almoayed Data Group	President-Strategic Sales and Geographies
4	Jatin Pravinchandra Dalal *	01-07-2002	74,514,301	BE, CA, PGDBA, CFA (USA), CGMA (UK), CMA	46	22	GE India	President and Chief Financial Officer
5	Bhanumurthy BM	03-09-1992	48,799,715	B Tech, PGDM	57	34	CMC Limited	President and Chief Operating Officer
6	Saurabh Govil	11-05-2009	45,395,178	B.Sc., PGDM- PM & IR	53	32	GE India	President and Chief Human Resources Officer
7	Ayaskant Sarangi	03-12-2012	34,627,231	PGDBM	46	23	GE India	Senior Vice President - Human Resources
8	Dipak Kumar Bohra	14-06-2002	34,347,389	B Com, CA, ICWAI	48	24	Aditya Birla Group	Senior Vice President and Chief of Internal Audit
9	Deepak Acharya	01-02-2018	31,932,498	BSc, LLB, FCS	53	25	Procter & Gamble Singapore	Senior Vice President & General Counsel
10	Anuj Bhalla	15-05-1996	31,425,923	BE, MBA	50	25	First Employment	Senior Vice President & Global Delivery Head

Notes:

- Remuneration comprises salary, allowances, commission, performance based payments, perquisite and Company's contribution to Provident Fund and super-annuation as per definition contained in Section 2(78) of the Companies Act, 2013, paid during the year. It also includes perquisites value of Restricted Stock Units (RSUs) exercised, if any, by employees.
- The nature of employment is contractual in all the above cases.
- None of the employees employed throughout the financial year or part thereof, were in receipt of remuneration in that year, which in the aggregate, or as the case may be at a rate which, in the aggregate, is in excess of that drawn by the Managing Director or Whole Time Director or Manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the Company.
- In terms of proviso to Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, particulars of employees posted and working in a country outside India, not being Directors or their relatives, have not been included in the above statement.
- Mr. Rishad A. Premji, who is in the employment of the Company, is the son of Mr. Azim H. Premji, Founder Chairman of the Company. Computation of remuneration of Mr. Rishad A. Premji, Chairman, includes cash bonus (part of his allowances) on an accrual basis, which is payable over a period of time.
- # The compensation disclosed is for the period July 6, 2020 to March 31, 2021. Figures mentioned in ₹ are equivalent of amounts paid in foreign currency, as may be applicable. It includes components such as an one-time cash award, annual stock grant (1,200,000 ADS restricted stock units, comprising of 300,000 ADS restricted stock units and 900,000 ADS performance stock units and one-time grant of 300,000 ADS restricted stock units), which will vest over a period of time, among other things, as per the terms approved by the Shareholders at the Annual General Meeting held in July 2020.
- * Computation of remuneration to the Chief Executive Officer and Managing Director, Chief Financial Officer is on an accrual basis and includes the amortization of Restricted Stock Units (RSUs), granted to them, which will vest over a period of time. This also includes RSUs that will vest based on performance parameters of the Company.

B) Employees drawing salary of ₹ 102 lakhs or above per annum and posted in India

Name of the Employee	Date of Joining (DD-MM-YYYY)	Gross Remuneration (in ₹)	Educational Qualification	Age	Experience (yrs)	Last Employment	Designation
Ajay Bhaskar	08-07-2002	14,316,104	BE, MBA	48	26	Hindustan Lever Ltd.	Vice President- Head of Corporate Strategy & IP
Ajay Nahar	24-06-2019	10,330,444	MBA (International Business & Finance)	42	19	Ernst & Young	General Manager
Amal Bhattacharya	03-08-2010	13,024,248	Corporate PGDBA, BE	56	30	Sun Microsystems	General Manager & Presales Head-India
Amit Bajoria	30-10-2000	19,529,727	CA	43	20	First Employment	Senior Vice President
Anurag Seth	03-05-1990	15,084,370	BE, PGDBM - Information Management	54	31	First Employment	VP & Head - Talent Transformation, TopGear & Business
Aparna Iyer	21-04-2003	11,517,721	CA	40	18	First Employment	Vice President
Aravind VS	22-04-2002	26,995,798	PGDBM	41	19	First Employment	Senior Vice President
Ashok Nagar	11-04-2005	13,495,254	PGDCA	50	26	Technova India Pvt Ltd	General Manager
Ashok Philipose	16-04-1996	10,228,856	BE	51	26	Pentafour Software	Vice President
Balasubramanian K	17-04-2002	25,767,070	B.Com, CA	41	19	First Employment	Vice President
Bhaskar Pandey	01-10-2019	12,542,773	Post Graduate MMS	50	27	Vara Infotech Ltd	General Manager & Sector Head-India PRE
Bhavani Padmanabhan	09-05-2016	11,392,732	LLB, Masters in Business Law	52	29	SABMiller India Limited	VP & Deputy General Counsel - Global Legal Head-IP
Byomkesh Tripathy	07-07-2014	13,748,865	MBA	45	21	GE Appliances and Lighting	Vice President
Chandra Shekar S N	06-11-1995	23,992,163	BE	48	25	Indian Industrial Machines	Vice President
Denny John	12-08-1996	10,651,819	BE	49	30	Modi Olivetti Ltd	Vice President
Devender Malhotra	23-08-2002	24,204,011	BE, PGD	49	26	Satyam GE Software	VP & Global Delivery Head, CIS
Gurmeet Singh Sran	16-07-2009	16,810,489	M.Sc	51	26	Genpact	Senior Practice Director
Hari Raja S	06-01-2020	16,234,469	Business Management Science	44	17	Cognizant Technologies	Vice President & Practice Head - Sales Force
Harish Dwarkanhalli	10-12-2019	29,964,410	BE	46	24	Cognizant Technologies	President - Applications & Data
Harsh Bhatia	07-11-2002	11,916,689	B.SC	55	33	DakSH	Vice President - Operations
Jayant Prabhu K	05-08-1996	10,421,231	BE	45	24	First Employment	Vice President
Kamini Shah	18-01-2017	11,113,666	CA	51	24	Hewlett Packard	Vice President and BFM Head - Americas 1
Keyur Maniar	12-03-2007	27,504,818	BE, MBA	51	27	Capital One Financial	Senior Vice President
Kiran K Desai	21-09-1998	20,961,813	BE, PG Diploma	55	34	Unicorp Industries	Senior Vice President - GIS
Krishnakumar N	05-09-1994	31,162,918	B.Sc, MSc (Computer Science)	53	29	DRDO	Vice President- Global Head Service Transformation
Krishnan Subramanian	13-04-2015	15,021,666	CA	53	29	Content Media India Pvt Ltd	Vice President
Kumudha Sridharan	31-05-1995	15,922,016	BE	57	34	ITI Ltd	Senior Vice President
Madhusudan Narayana Murthy	10-08-2015	10,132,300	B.Sc	48	22	Sapient	General Manager
Manish N	02-12-2019	12,120,965	BE	50	29	SAP Labs India Pvt Ltd	Vice President
Manjunath AV	01-05-1995	16,497,838	BE	51	29	Standard Autolog	Vice President
Manoj Madhusudhanan	07-07-2003	10,531,299	BE	48	26	Skanda Software	Fellow - Wipro Digital
Milind Halapeth	15-01-2007	17,704,471	BE, MBA	48	27	Publicis Groupe	Vice President
Mohit B Lal	16-03-1999	22,314,355	B.Sc., MCA	51	27	MXSS Delhi	Vice President & Service Delivery Head

Name of the Employee	Date of Joining (DD-MM-YYYY)	Gross Remuneration (in ₹)	Educational Qualification	Age	Experience (yrs)	Last Employment	Designation
Murali Parthasarathy	01-08-2012	15,415,851	BE	52	29	Allgreen Ecotech Solutions Pvt Ltd	Vice President
Nanda Kishore N	01-08-1994	16,983,870	BE, PG Diploma	49	27	Hypermedia Info Systems	Vice President
Nikhil Asopa	03-10-2016	15,742,819	MBA	49	24	Tata Consultancy Services	Vice President- Business & Operations Head, India
Pavan Papalal Agrawal	10-10-2012	10,874,327	BE	49	26	Infosys Ltd	Vice President
Prasad Gantasai	01-02-2006	19,127,499	B.A, MSW	47	26	isoft India	Vice President & Head-HR
Prasenjit Lahiri	05-01-1995	20,992,468	BE	52	27	TVS Electronics	Vice President
Putul Mathur	24-04-2006	14,138,718	PG Diploma in Personnel Management and Industrial Relations	52	26	Nittany Outsourcing Services	Vice President - Human Resources
Rahul Mansharamani	19-10-2004	13,272,779	BE, PG Diploma	45	21	Eicher Motors Limited	Vice President
Rahul Shah	02-11-2015	16,364,398	PGDM	50	25	Infosys Digital	Vice President
Rajaneesh Kini R	02-01-2020	13,146,525	Masters in Software, PGDBM	43	22	Altran group Company	Vice President
Rajesh Sehgal	04-06-2001	11,521,540	BE, MBA	51	25	Hoogovens	Vice President
Ramachandran P	16-12-1996	11,895,467	BE	46	24	First Employment	Vice President
Ranu Singh	05-08-2019	12,292,359	B.Sc, MBA (Finance)	46	19	Genpact Healthcare & P&C	Head-Buy Side Insurance Products
Ravi Gupta	28-11-2011	10,760,961	PG Diploma	44	19	Genpact	Senior Partner
Reynolds Alex PA	09-07-2001	12,658,927	PGDBA - Sales and Marketing	49	22	Only plastics.com	General Manager
Saibal Basu	15-07-2002	11,870,832	B.Sc	55	31	Trigent Software	Vice President
Samir Gadgil	09-10-2004	17,118,994	BE, MPM	45	22	Cedar Consulting	Vice President-Human Resources
Sannaulla Khan Mohammed	12-05-2015	20,214,162	M.Com, FOS	50	27	ICI Prudential Life Insurance Co. Ltd.	Vice President & Company Secretary
Sandeep Aggarwal	11-05-2020	15,470,752	CA	45	25	Alight Services India Pvt Ltd	Vice President, Finance IDEAS
Sanjay Tarsemial Jaireth	21-05-2019	11,075,982	MBA	47	22	Mphasis	General Manager & Sector Head India SRE BFSI
Sanjeev Singh	02-11-2018	28,341,236	B.Tech, PGDM	55	20	Aegis Limited	Senior Vice President
Satish Y	19-04-2000	12,877,429	BE	48	25	Jindal Vijayanagar Steel Ltd	Vice President
Sheetal Sharad Mehta	16-09-1994	14,514,936	BE	48	27	First Employment	Senior Vice President
Srinivas Sai Nidadhavolu	16-08-2002	11,539,382	B.Com, PGDM	48	25	Agro Tech Foods	Vice President & Practice Head - SAP
Srinivasan G	14-04-1999	10,362,078	BE	51	30	Indchem Electronics	Vice President
Sudhir Kesavan	09-01-2017	12,153,481	B.Tech	47	24	Value Labs	Vice President
Sumit Taneja	08-05-2006	14,666,161	BA, PGD	43	17	Tata Motors Ltd	Vice President
Sunita Cherian	04-11-1996	24,707,333	B.Tech, PGDBA	47	24	First Employment	Senior Vice President - Human Resources
Surendranath Garmella	10-07-2006	10,422,116	B.Sc, MCA	53	31	MSG Systems	Vice President
Syam Vijay Kumar Yellapragada	28-09-1998	15,299,566	B.Tech	51	24	Bharat Dynamics Ltd	General Manager & Practice Head IDP
TV Sriram	30-09-2019	14,275,356	PGD, BE	51	29	Juniper Networks Solution India Private Limited	Vice President
Venkataraman Mahadevan	10-08-2004	16,005,770	B.Sc., Advance Diploma in SMGT	50	16	NIIT Limited	Vice President
Vijayalakshmi Ramatchandirane	15-07-2016	10,556,981	ME	49	25	Tata Consultancy Services Limited	Vice President
Vijayasimha Allughatta	28-02-2014	25,106,689	BE	47	25	Infosys Limited	Senior Vice President
Vipin Chandran Nair	12-03-2012	10,675,949	M.A. in Economics	50	27	TickerPlant Ltd	General Manager & Head-Communications
Viswanathan Ramaswamy	06-02-2014	21,526,391	M.Tech	54	34	Vodafone India Ltd	Vice President

C) Employed for part of the year with an average salary of ₹ 8.5 lakhs or above per month and posted in India

Name of the Employee	Date of Joining (DD-MM-YYYY)	Gross Remuneration (in ₹)	Educational Qualification	Age	Experience (yrs)	Last Employment	Designation
Abidali Z. Neemuchwala*	01-04-2015	22,715,472	BE, Electronics and Communication, Masters in Industrial Management	53	29	Tata Consultancy Services	Chief Executive Officer and Managing Director
Arjun Ramaraju	08-11-1994	42,677,113	BE	48	26	First Employment	Senior Vice President
Ganesh Khopkar	06-08-2007	10,074,170	B.Com, MFM	50	26	ABN Amro Central Enterprise Services Pvt Ltd	General Manager
Gautam Sarkar	22-04-2003	14,382,204	PGDBM	52	28	Usha Communications	Vice President & Business Head, Communications
Hari Menon	27-06-1994	12,672,153	B.Sc, MCA	51	27	Sonata	Vice President-Industrial Manufacturing Vertical
Jayanta Dey	13-10-1988	31,926,289	BE, MBA	55	33	First Employment	Vice President
Kapil Sharma	24-05-1995	13,432,503	BE	51	27	Larsen & Touro	General Manager and Business Head
Manish Prasad	18-02-2019	9,191,038	BTech	49	24	SAP Labs India Pvt. Ltd.	Vice President
Nambiar Sanjay Ramchandran	17-11-2017	14,977,845	BE	46	24	Infosys Limited	Vice President
Nandini Matiyani	01-10-2013	11,603,615	BE	48	26	Onmobile Global Ltd	Vice President
Rajeev Rajagopalan	28-05-2020	9,634,180	BE	46	24	Conduent	Vice President & Americas-2 Delivery Head
Ramesh Nagarajan	25-01-1991	34,050,672	ME	55	32	First Employment	Senior Vice President - Cloud Services
Rohit Adlakha	30-05-1995	18,128,406	BE	47	25	First Employment	Senior Vice President and Global Head Wipro HOLMES
Sandeep Kumar	20-02-2006	9,674,580	B.Com, MBA	57	32	First Employment	Vice President
Sanjay Sankar Basu	06-05-2019	10,365,529	BE, PGDM	54	27	SAP Labs India Pvt. Ltd.	Vice President
Sanjiv KR	16-11-1988	32,340,113	MMS	57	33	DCM Data Products	Chief Technology Officer
Saurabh Ray	25-09-2017	11,556,959	B.Tech	51	25	Tata Consultancy Services	Vice - President
Shantanu Rohatgi	15-05-1989	18,869,245	BE, MBA	53	32	First Employment	Vice President-PRE Enterprise
Somit Kapoor	25-02-2002	12,896,814	BE	44	19	New Holland	Vice President
Vijayakumar K K	02-12-1996	12,183,969	B.Sc	55	33	Sonata Software	Vice President

Notes:

- The above table contains details of employees in alphabetical order and does not include the details of remuneration drawn by the top 10 employees as their details are provided in item (A) of Annexure III to this Board's Report.
 - Remuneration comprises salary, allowances, commission, performance based payments, perquisite and Company's contribution to provident fund and superannuation as per the definition contained in Section 2(78) of the Companies Act, 2013 paid during the year. It also includes perquisites value of Restricted Stock Units (RSUs) exercised, if any, by employees.
 - The nature of employment is contractual in all the above cases.
 - None of the employees hold 2% or more of the paid-up equity share capital of the Company as per clause (iii) of sub-rule (2) of Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
 - In terms of the proviso to Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, particulars of employees posted and working in a country outside India, not being Directors or their relatives, have not been included in the above statement.
- * Compensation disclosed in the table above is for the period from April 1, 2020 to June 1, 2020. Figures mentioned in ₹ are equivalent of amounts paid in foreign currency, as may be applicable. Mr. Abidali Z. Neemuchwala resigned as the Chief Executive Officer and Managing Director of the Company with effect from the end of the day on June 1, 2020.

ANNEXURE IV
Form No. MR-3
SECRETARIAL AUDIT REPORT

[Pursuant to Sub Section (1) of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

For the Financial Year Ended March 31, 2021

To,
The Members,
Wipro Limited,
Doddakannelli,
Sarjapur Road,
Bengaluru - 560 035

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Wipro Limited** (the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2021 (the audit period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed, and other records maintained by the Company for the financial year ended on March 31, 2021 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment. There was no External Commercial Borrowing by the Company during the period under review;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not Applicable to the Company during the Audit Period)**;
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not Applicable to the Company during the Audit Period)**;
- h. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; and
- i. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- vi. Other laws applicable specifically to the Company namely:
 - a. Information Technology Act, 2000 and the rules made thereunder
 - b. Special Economic Zones Act, 2005 and the rules made thereunder
 - c. Software Technology Parks of India rules and regulations

We have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards issued by The Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meetings.
- ii. Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

We have not examined compliance by the Company with applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory financial audit and other designated professionals.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous, and no dissenting views have been recorded.

We further report that based on the review of the compliance reports/certificates of the Company Secretary which were taken on record by the Board of Directors, there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations, and guidelines.

We further report that during the audit period, except for the following events, there was no event/action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines etc.:

- a. The Company had bought back 23,75,00,000 (Twenty-Three Crores Seventy-Five Lakhs) fully paid-up Equity Shares of the Company of Face Value of Rs.2/- (Rupees Two Only) each at a price of Rs. 400/- (Rupees Four Hundred Only) per Equity Share on a proportionate basis through the tender offer process.
- b. Mr.Thierry Delaporte (DIN:08107242) has been appointed as Executive Director designated as Chief Executive Officer and Managing Director of the Company for a period of 5 years with effect from July 6, 2020.

For **V. SREEDHARAN & ASSOCIATES**
Company Secretaries

(V. Sreedharan)
Partner
FCS: 2347; CP No. 833

Bengaluru
June 09, 2021

UDIN: F002347C000436594
Peer Review Certificate No. 589/2019

This report is to be read with our letter of even date which is annexed as '**Annexure 1**' and forms an integral part of this report.

Annexure - 1

To,
The Members
Wipro Limited,
Doddakannelli,
Sarjapur Road,
Bengaluru - 560 035

Our report of even date is to be read along with this letter:

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. Due to the ongoing Covid-19 pandemic, we have conducted online verification and examination of records, as facilitated by the Company for the purpose of issuing this report.

For **V. SREEDHARAN & ASSOCIATES**
Company Secretaries

(V. Sreedharan)
Partner
FCS: 2347; CP No. 833

Bengaluru
June 09, 2021

UDIN: F002347C000436594
Peer Review Certificate No. 589/2019

ANNEXURE V

CORPORATE SOCIAL RESPONSIBILITY REPORT FOR THE FINANCIAL YEAR 2020-21

We present our report on Wipro's Corporate Social Responsibility (CSR) for the financial year 2020-21. We begin by reiterating that the values of 'Spirit of Wipro' guide all our actions and embody the letter and spirit of being a responsible corporate citizen.

Our vision of 'value through values' drives our goals of (i) making Wipro a more sustainable business in its operations and value chain as defined broadly by the triple bottom-line and ESG frameworks (Environment, Social and Governance) and (ii) contributing to a more just, inclusive and sustainable society.

- i. As a first principle, we constantly strengthen the alignment of our core business purpose with salient ESG goals in the areas of Energy, Climate Change, Water, Diversity and Inclusion at the workplace and Health and Well-Being of employees. All of this is based on the bedrock foundation of good governance and ethical conduct. During the year, we made a significant commitment to transforming to a Net Zero Company by 2040. Our targets of net zero greenhouse gas emissions are based on the globally accepted Science Based Targets Initiative. Our approach prioritizes deep decarbonization of our own operations and value chain while deferring offsets till 2040. This is in line with our core values and we believe we are well positioned to meet our commitments.
- ii. In the larger social sphere, our primary areas of work are in Education, Urban Ecology, Primary Health Care, Disaster Response and Public Spaces in cities. A common strand running across our social initiatives is a deliberative focus on inclusion and empowerment of disadvantaged communities. Our emphasis is on deep, meaningful, long-term work implemented by our carefully identified network of nearly 200 partners in India and all the major overseas geographies we are present in US, Europe, LATAM and APAC.

The year 2020 threw up the biggest challenge humanity has faced for a long time, the Covid-19 pandemic. From the very beginning, it was clear to us that our response had to be commensurate with the severity and scale of the crisis. Together with Azim Premji Foundation and Wipro Enterprises Private Limited, we committed ₹ 11,250 Mn of which our contribution was ₹ 1,000 Mn. For more than 12 months now, we have been engaged deeply in crafting and executing an integrated response that addresses the deeply intertwined humanitarian and healthcare aspects of the problem. We recognize that the pandemic and its after-effects is going to be with us for some time. Keeping this in mind, we have ensured that a significant part of our support is towards strengthening and augmenting the capacity of the public health system in India, especially in some of the most underserved areas. Of the several initiatives we supported, there were two outstanding projects that represent our ability to respond with agility and innovatively: (a) the first involved leveraging the canteen infrastructure in our Bengaluru, Pune and Kolkata facilities to deliver nearly 3 Mn cooked meals to vulnerable communities in distress and (b) the second project conceptualised and executed the converting of our Pune campus to a full-fledged 450 bed Covid hospital that has seen nearly 5,500 patients treated till now.

We would like to highlight the fact that our Covid response and investments were in addition to the regular CSR work, which we continued to support to the fullest extent. Our partners adopted a hybrid model of online and field work over the course of the year adapting dynamically to the situation on the ground. For example, our healthcare partners combined primary healthcare with essential frontline Covid work.

You will find a comprehensive articulation of our work in the Annual Report, which is based on the International Integrated Reporting framework of how value is created on both, financial and non-financial capitals and how they feed and reinforce each other.

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR FY 2020-21

1. Brief outline on CSR Policy of the Company: **A brief outline of the Company's CSR policy including overview of the projects or programs proposed to be undertaken is available at <https://www.wipro.com/sustainability-archive/>. Details are also captured under CSR Highlights for the financial year 2020-21 on page no. 113.**
2. Composition of CSR Committee: **The Board Governance, Nomination and Compensation Committee ("Committee") also acts as the CSR Committee of the Company.**

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	William Arthur Owens	Independent Director, Chairman of the Committee	5	5
2.	M. K. Sharma	Independent Director, Member of the Committee	5	5
3.	Ireena Vittal	Independent Director, Member of the Committee	5	5

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: **Details on composition of CSR committee, CSR Policy and CSR projects approved by the Board of Directors are available at <https://www.wipro.com/sustainability-archive/>.**
4. Provide the details of Impact Assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable: **The Company will carry out impact assessment of projects undertaken after January 22, 2021, as may be applicable, and will provide details of the same as part of its future reports as required pursuant to rule 8(3) of the Companies (Corporate Social Responsibility Policy) Rules, 2014.**
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: **Not Applicable**
6. Average net profit of the company as per section 135(5) (calculated for 3 preceding financial years i.e. FY 2017-18, FY 2018-19 and FY 2019-20): **₹ 82,817 Million**
7. a) Two percent of average net profits of the company as per section 135(5): **₹ 1,656 Million**
 b) Surplus arising out of the CSR projects or programs or activities of the previous financial years: **NIL**
 c) Amount required to be set off for the financial year 2020-21, if any: **NIL**
 d) Total CSR obligation for the financial year 2020-21 (7a+7b-7c): **₹ 1,656 Million**
8. a) CSR amount spent or unspent for the financial year 2020-21:

Total Amount Spent for the Financial Year (in ₹ Million)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
2,512 (inclusive of administrative overheads)	Nil	Nil	Nil	Nil	Nil

(In ₹ Million)

b) Details of CSR amount spent against ongoing projects for the financial year:

1	2	3	4	5	6	7	8	9	11	12		
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project (for current financial year)	Amount spent in the current financial year	Amount transferred to Unspent CSR Account for the project as per Section 135(f)	Mode of Implementation-Direct (Yes/No)	Mode of Implementing Agency	
				State	District						Name	CSR Registration number
1.	Community Healthcare	Promoting health care including preventive health care	Project is implemented pan-India	Refer enclosure		Ongoing	10	10	NIL	No	Wipro Cares	CSR00004747
2.	Education for Underprivileged	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects	Project is implemented pan-India	Refer enclosure		Ongoing	85	76.5	NIL	No	Wipro Cares & Wipro Foundation	CSR00004747 & CSR00004905
3.	Education : Systemic Reforms		Project is implemented pan-India	Refer enclosure		Ongoing	85	78	NIL	No	Wipro Foundation	CSR00004905
4.	Education for Children with Disability		Project is implemented pan-India	Refer enclosure		Ongoing	11	11	NIL	No	Wipro Cares	CSR00004747
5.	Higher Education for Skills Building		Project is implemented pan-India	Refer enclosure		Ongoing	1,000	932	NIL	Yes	-	-
6.	Engineering Education		Yes	Refer enclosure		Ongoing	9	6	NIL	Yes	-	-
7.	Sustainability Education		Project is implemented pan-India	Refer enclosure		Ongoing	32	23	NIL	Yes, and through implementing agency	Wipro Foundation	CSR00004905
8.	Ecology-Water	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water	Project is implemented pan-India	Refer enclosure		Ongoing	3.5	3	NIL	No	Wipro Foundation	CSR00004905
9.	Ecology-Biodiversity		Project is implemented pan-India	Refer enclosure		Ongoing	1	0.4	NIL	No	Wipro Foundation	CSR00004905
10.	Renewable Energy		Yes	Refer enclosure		Ongoing	550	371	NIL	Yes	-	-
11.	Community Ecology		Project is implemented pan-India	Refer enclosure		Ongoing	2.5	2.5	NIL	No	Wipro Cares	CSR00004747
12.	Sustainability Advocacy and Research	Contributions to public funded Universities and institutions engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs)	Project is implemented pan-India	Refer enclosure		Ongoing	16	14	NIL	Yes, and through implementing agency	Wipro Foundation	CSR00004905
13.	Rural livelihood programs	Rural development projects	Project is implemented pan-India	Refer enclosure		Ongoing	6.5	6.5	NIL	No	Wipro Cares	CSR00004747
14.	Protection of national heritage, art and culture	Protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional art and handicrafts	Yes	Refer enclosure		Ongoing	68	68	NIL	No	Wipro Foundation	CSR00004905

1	2	3	4	5	6	7	8	9	11	12	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount allocated for the project for current financial year	Amount spent in the current financial year	Amount transferred to Unspent CSR Account for the project as per Section 135(6)	Mode of Implementation- Direct (Yes/No)	Mode of Implementation- Through Implementing Agency Name	CSR Registration number
15.	COVID-19 Medical Infrastructure	Promoting health care including preventive health care; disaster management; including relief, rehabilitation and reconstruction activities	Yes	Refer enclosure	Ongoing	163	163	Nil	Yes	-	-
TOTAL*						2,042.5	1,765				

* Amounts in the above table are subject to rounding-off adjustments.

c) Details of CSR amount spent against other than ongoing projects for the financial year: (In ₹ Million)

1	2	3	4	5	6	7	8		
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency Name	CSR Registration number
1.	COVID 19-Contribution	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water; disaster management, including relief, rehabilitation and reconstruction activities	Project is implemented pan-India	Project is implemented pan-India	Project is implemented pan-India	301	No	Wipro Cares & Wipro Foundation	CSR000004747 & CSR000004905
2.	COVID 19-Contribution		Project is implemented pan-India	Project is implemented pan-India	Project is implemented pan-India	7	No	Wipro Cares	CSR000004747
3.	COVID 19-Relief Measure: Food Distribution		Project is implemented pan-India	Project is implemented pan-India	Project is implemented pan-India	101	Yes	-	-
4.	COVID-19: Distribution of PPE Kits, Body suits & N95 Masks		Project is implemented pan-India	Project is implemented pan-India	Project is implemented pan-India	46	Yes	-	-
5.	COVID-19: Contribution to PM Relief fund	Contribution to the Prime Minister's national relief fund or Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the central government for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women	Project is implemented pan-India	Project is implemented pan-India	Project is implemented pan-India	250	Yes	-	-
TOTAL*						705			

* Amounts in the above table are subject to rounding-off adjustments.

- d) Amount spent in Administrative Overheads: ₹ 42 Million
- e) Amount spent on Impact Assessment, if applicable: **Not Applicable**
- f) Total amount spent for the Financial Year 2020-21 (8b+8c+8d+8e): ₹ 2,512 Million
- g) Excess amount for set off, if any: ₹ 856 Million

Sl. No.	Particular	Amount (in ₹ Million)
(i)	Two percent of average net profit of the company as per Section 135(5) (calculated for 3 preceding Financial Years i.e. FY 2017-18, FY 2018-19 and FY 2019-20)	1,656
(ii)	Total amount spent for the Financial Year 2020-21	2,512
(iii)	Excess amount spent for the financial year 2020-21 [(ii)-(i)]	856
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	856

9. a) Details of Unspent CSR amount for the preceding three financial years: **Not Applicable**

- b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(In ₹ Million)

1	2	3	4	5	6	7	8	9
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration [#]	Total amount allocated for the project	Amount spent on the project in the reporting Financial Year	Cumulative amount spent at the end of reporting Financial Year	Status of the project- Completed/ Ongoing
1.	Community Healthcare	Community Healthcare	2018-19	3 years	10	10	57	Ongoing
2.	Education for Underprivileged	Education for Underprivileged	2018-19	3 years	85	76.5	206.5	Ongoing
3.	Education: Systemic Reforms	Education: Systemic Reforms	2018-19	3 years	85	78	545	Ongoing
4.	Education for Children with Disability	Education for Children with Disability	2018-19	3 years	11	11	138	Ongoing
5.	Sustainability Education	Sustainability Education	2018-19	3 years	32	23	193	Ongoing
6.	Higher Education for skills building	Higher Education for skills building	2018-19	3 years	1,000	932	7,235	Ongoing
7.	Engineering Education	Engineering Education	2018-19	3 years	9	6	29	Ongoing
8.	Ecology-Water	Ecology-Water	2018-19	3 years	3.5	3	33	Ongoing
9.	Ecology-Biodiversity	Ecology-Biodiversity	2018-19	3 years	1	0.4	32.4	Ongoing
10.	Renewable Energy	Renewable Energy	2018-19	3 years	550	371	3,157	Ongoing
11.	Community Ecology	Community Ecology	2018-19	3 years	2.5	2.5	14.5	Ongoing
12.	Sustainability Advocacy and Research	Sustainability Advocacy and Research	2018-19	3 years	16	14	119	Ongoing
13.	Rural livelihood programs	Rural livelihood programs	2018-19	3 years	6.5	6.5	34.5	Ongoing
TOTAL*					1,811.5	1,534	11,794	

[#] The duration of project mentioned above excludes the financial year in which such project commenced, as defined under rule 2(i) of the Companies (Corporate Social Responsibility Policy) Rules, 2014.

* Amounts in the above table are subject to rounding-off adjustments.

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details): **Not Applicable**
- a) Date of creation or acquisition of the capital asset(s).
 - b) Amount of CSR spent for creation or acquisition of capital asset.
 - c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
 - d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).
11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per Section 135(5): **Not Applicable**

Sd/-
Rishad A. Premji
Chairman

Sd/-
William Arthur Owens
(Chairman of Board Governance,
Nomination and Compensation Committee)

List of implementing partners

Sl. No.	Project Name	Name of Implementing Partners	State	District
1.	Community Healthcare	Doctors For You, Foundation for Mother and Child Health (FMCH), Late Vaibhav Phalnikar Memorial Foundation (LVMF), Niramaya Health Foundation, Rural Literacy and Health Programme (RLHP), Sabuj Sangha, SNEH Foundation, Sukarya, The Eleutheros Christian Society (ECS)	Maharashtra, Karnataka, West Bengal, Haryana, Nagaland	Mumbai, Pune, Mysuru, Kolkata, Gurugram, Tuensang
2.	Education for Underprivileged	Samridhhi Trust, Army Navy Air Force Wives Activity, Aseema Charitable Trust, ASHA Foundation, Community Educational Centre Society (CECS), Gubbachi Learning Community, Makkala Jagriti, Native Medicare Charitable Trust, Olcott Education Society, Sahasra Deepika International for Education (SDIE), Sugra Humayun Mirza Wakf, The Institution of Social Studies Trust (ISST), The Society for Door Step School (DSS), Towards Future, Vanavil Trust	Karnataka, Uttar Pradesh, Maharashtra, Nagaland, Tamil Nadu, Telangana, Delhi-NCR, West Bengal	Bengaluru, Gautam Buddha Nagar, Noida, Mumbai, Dimapur, Coimbatore, Chennai, Hyderabad, East Delhi, Pune, Kolkata
3.	Education: Systemic Reforms (Organizations funded through direct grants)	Avishkaar Yaatraa, Aawaj Jan Kalyan Samiti, Agrabamee, Art Sparks Foundation, Ayang Trust, Bookworm Trust & Library, CARMDAKSHI (Centre for Action Research & Management in Developing Attitudes, Knowledge, Skills in Human Resources), Chale Chalo, Cohesion Foundation Trust, Dakshin Foundation, Digentar Shiksha Evam Kheikhud Samiti, Dooars Jagron, Eklavya Foundation, Ektara Trust, I am a Teacher, Jhamtse Gatsal Children's Community, Jodo Gyan Educational Services, Maarga, Negaland Centre for Human Development & Information Technology (NCHD-IT), Nature Conservation Foundation (NCF), Organisation for Early Literacy (OELP), Palakniti Pariwar, Pararth Samiti, Patang, Roshni Trust, Rural Aid, Samarath Charitable Trust, School Education trust for the Disadvantaged (SETD), Shaheed Virender Smarak Samiti (SVSS), Space for Nurturing Creativity (SNC), Synergy Sansthan, The Ferdinand Centre for Education (TFC), Unnati Institute for Social and Educational Change, Vanangana, Vidya Mrytri Trust, Vikramshila Education Resource Society, Vision Empower	Himachal Pradesh, Madhya Pradesh, Odisha, Karnataka, Goa, Chhattisgarh, Gujarat, Rajasthan, West Bengal, Delhi-NCR, Nagaland, Maharashtra, Uttar Pradesh, Haryana, Uttarakhand, Assam, Andaman & Nicobar Islands, Arunachal Pradesh	Palampur, Bhopal, Harda, Tamia, Chhindwara, Ravagada, Sundergarh, Sambalpur, Bargarh, Bengaluru, Koppal, Hangal, Haveri, Panaji, Korba, Kutch, Juhapura, Vejalpur, Ahmedabad, Jaipur, Banarhat, Jalpaiguri, Kolkata, Kachhini, Alipurduar, Gurgaon, New Delhi, Kiphire, Pune, Akola, Aligarh, Banda, Samalkha, Kedarnath valley, Rudraprayag, Majuli, Andamans, Lumla, Tawang
	Education: Systemic Reforms (Organizations funded through seeding fellowships)	Aafaq Foundation, Adhvan, Agrani Samaj, Antral, Art of Play Foundation, ASWA (Aamma Social Welfare Association), Avanti Education and Training Foundation, Awadh Peoples Forum, Barefoot, BELIEF (Better Education Lifestyle and Environment Foundation), Eikas Foundation, Feathers, Gramoththan, Had Anhad, Happy Horizon Trust, Inqilab Foundation, I-saksham, Kanavu, Karunar, Kheti Trust, Karunodaya Foundation, Key Education Foundation, Kshamtalaya, Let's Educate Children in Need (LECN), Lets Open a Book, Library for All, Manzil Mystics, Mil Ke Chalo, Musht, North East Education Trust, Pi Jam, PRAYOG, RREA (Recognize, Rise and Empower Association), rZamba, Sahodaya Foundation, Sajag, Samaaveshi Paathshala, Samait Shala, Sanjhi Sikhya, Satirtha, Shiksharth Trust, Simple Education Foundation, SRI (Self Reliant India), Swa Taleem Foundation, Swatantra Talim, Teach for Green, Thrive Foundation, Umoya Sports, Universe Simplified Foundation, Upkram, Vardishnu, Varitra Foundation, Vidhya Vidhai, Vidyodaya, We, The People Abhiyan	Himachal Pradesh, Madhya Pradesh, Jharkhand, Delhi-NCR, Rajasthan, Telangana, Chhattisgarh, Uttar Pradesh, Tamil Nadu, Odisha, Bihar, Assam, Karnataka, Manipur, Ladakh, Gujarat, Punjab, Uttarakhand, Haryana	Chamba, Solan, Lahaul and Spiti, Mumbai, Pune, Jalgaon, Kolhapur, Amalner, Karjat, Seoni, Indore, Khandwa, Ranchi, North Delhi, East Delhi, South Delhi, New Delhi, Faridabad, Jhunjhunu, Udaipur, Ranga Reddy, Hyderabad, Dhamtari, Sukma, Ayodhya, Lucknow, Gurugram, Sonbhadra, Sitapur, Chennai, Madurai, Cuddalore, Sonepur, Saharsa, Gaya, Gopalganj, Jamui, Jorhat, Guwahati, Nagaon, Bengaluru, Ukhrul, Imphal, Kamjong, Kargil, Ahmedabad, Fatehgarh Sahib, Champawat, Tehri Garhwal, Rewari, Mewat, Karnal

Sl. No.	Project Name	Name of Implementing Partners	State	District	
4.	Education for Children with Disability	ASHA Community Health and Development Society, Matimand Shikshan Sa Dnyanagangotri, Alternative Strategies For the handicapped (ASTHA), Ashray Akruiti, Association for People with Disabilities (APD), Association for the Welfare of Persons with a Mental Handicap (AWMH), Dnyangangotri Pratishthan, Fourth Wave Foundation (FWF), National Association for the Blind (NAB), National Federation Of The Blind Maharashtra (NFBM), Navanirmana Charitable Trust, Prayas Society, Shri Sadguru Saibaba Seva Trust, Society of Parents of Children with Autistic Disorders (SOPAN), Swadhar IDWC, Urmi Foundation	Maharashtra, Karnataka, Rajasthan	Telangana, Delhi-NCR,	Pune, Mumbai, Hyderabad, Bengaluru, Dharwad, Koppal, Mayasandra, Tumkur, New Delhi, Jaipur
5.	Higher Education for skills building	Direct Implementation	Project is implemented pan-India		
6.	Engineering Education	Direct Implementation	Karnataka	Bengaluru	
7.	Sustainability Education	Aripa Foundation, C P Ramaswamy Environmental Education Centre (CPREEC), Central Himalayan Institute for Nature and Applied Research (CHINAR), Centre for Environment Education (CEE), Centre for Environmental Research and Education, CEPT University, Earthjust Ecosystems Foundation, Elementree Education Foundation, Green Future Foundation, Hume Centre for Ecology and Wildlife, IIM Ahmedabad, IIM Bengaluru, Indian Institute of Technology Bombay, Keystone Foundation, North East Network, Samavesh Society For Development and Governance, Titli, Vayam, Wild Ecologues, Ayang Trust, Dakshin Foundation, Jhamtse Gatsal Children's Community, Nature Conservation Foundation (NCF)	Bihar, Tamil Nadu, Uttarakhand, Gujarat, Maharashtra, Himachal Pradesh, Delhi-NCR, Kerala, Karnataka, Assam, Madhya Pradesh, Haryana, Andaman & Nicobar Islands, Arunachal Pradesh	Dharbhanga, Chennai, Kotagiri, Dehradun, Ahmedabad, Mumbai, Jawhar, Palghar, Solan, New Delhi, Wayanad, Bengaluru, Guwahati, Bhopal, Gurugram, Majuli, Andamans, Lumla, Tawang	
8.	Ecology-Water	Advanced Center for Water Resources, Hyderabad Urban Lab Foundation, Biome Environmental Trust	Maharashtra, Karnataka, Telangana	Pune, Bengaluru, Hyderabad	
9.	Ecology-Biodiversity	Wipro Foundation	Maharashtra, Karnataka	Pune, Bengaluru	
10.	Renewable Energy	Direct Implementation	Karnataka, Maharashtra, Tamil Nadu	Bengaluru, Mysuru, Pune, Coimbatore, Chennai	
11.	Community Ecology	Hasiru Dala	Karnataka	Bengaluru, Mysuru	
12.	Sustainability Advocacy and Research	Care Earth Trust, Council of Philanthropies for Climate Change, National Center for Biological Sciences, SPARK, Svapnya Foundation	Karnataka, Tamil Nadu	Chennai, Bengaluru	
13.	Rural livelihood programs	Rehoboth Sustainable Development Foundation, The Evangelical Fellowship of India (EFICOR)	Tamil Nadu, Kerala, Odisha	Coimbatore, Alappuzha, Puri	
14.	Protection of national heritage, art and culture	Art and Photography Foundation	Karnataka	Bengaluru	
15.	COVID-19 Medical Infrastructure	Direct Implementation	Maharashtra	Pune	