Management Discussion and Analysis

Industry Overview

IT Services

The COVID-19 pandemic has affected every industry, and has disrupted trade, supply chains, work and business models, employment and consumer behaviors. During the pandemic, companies across the world accelerated their digital transformation initiatives to address these disruptions and secure their businesses. While some companies have now set up advanced business continuity measures, others have embarked on new innovative services and products. As companies focused on protecting employees from the pandemic, technology enabled a seamless transition to remote working by shifting to digital channels and digital customer engagement models. Various stay at home orders resulted in large scale adoption of models such as buy-online-pickup-in-store in retail, tele-medicine and virtual care in healthcare, touchless experiences in finance and virtual solutions for online learning.

According to the Strategic Review 2021 published by NASSCOM (the "NASSCOM Report"), India's technology industry is forecasted to grow at 2.3% to reach approximately $194 billion in fiscal year 2021 (excluding e-commerce). According to the NASSCOM Report, exports are estimated to grow at 1.9% to reach approximately $150 billion in fiscal year 2021 and the domestic sector is forecasted to reach approximately $45 billion in fiscal year 2021, growing at 3.4%. According to the NASSCOM Report, the growth is driven by increased demand for digital transformation and infrastructure modernization.

As per the NASSCOM Report, digital revenues account for 28-30% of total industry revenues for fiscal year 2021, growing at five times the overall services growth. Share of digital services in new contracts is up by 90% from fiscal year 2020, driven by cloud, collaboration and cybersecurity. The growth of cloud, artificial intelligence ("AI"), machine learning ("ML"), internet of things ("IoT"), analytics, automation and collaboration software were accelerated during the COVID-19 pandemic, led by remote working and transformation engagements for contactless activities and customer experience. It is expected that the IT services industry will move to hybrid work models, with implications on hiring, team structures, compliance and cybersecurity.

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.

The conditions caused by the COVID-19 pandemic continue to evolve as new variants of the virus are emerging in some of our markets, leaving the recovery outlook varied and uncertain. Despite demand stability being high and ongoing large-scale vaccination drives, economic outlook remains uncertain. However, companies will continue to invest in digital transformation to address new pandemic-driven consumer behaviors with the support of technology.

Business Overview

We are a global technology services firm, with employees in over 55 countries and serving enterprise clients across various industries. Companies are transforming their technology stack, to operate with agility and flexibility. We are trusted partners to clients in their transformation journey and enable them to be leaders in their respective industries.

We are seeing that traditional technology services are rapidly evolving 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 and next-generation technologies such as 5G, AI/ Intelligent Enterprise, robotics and blockchain, are anticipated to grow exponentially in the near future.

We assist our clients to create new possibilities at the intersection of design, domain, consulting and next-generation technologies. Our 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.

Our 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.

Our 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. We provide IT products as a complement to our IT services offerings rather than sell standalone IT products, and our focus continues to be on consulting and digital engagements, with a more selective approach in bidding for SI engagements.

Our ISRE segment consists of IT Services offerings to organizations owned or controlled by the GoI and/ or any Indian State Governments. Our ISRE strategy focuses on consulting and digital engagements, and we are selective in bidding for SI projects with long working capital cycles.

We have had no material impact on the Company's business, profitability, or liquidity due to the COVID-19 pandemic. However, we have discussed certain risks and corresponding mitigation plans and impact on specifics areas in this Annual Report.

COVID-19 Impact on our Business

Companies globally embarking on programs of transformation that would improve operational efficiency and embracing agility at scale. Today, the pandemic has served to accelerate this need to transform. Customers have accelerated their adoption of technology. They want partners who can help them transform themselves rapidly, at speed. They need partners who can be trusted. Who share the same business ethics and values. Also, increasingly they want partners who can challenge status quo, provide insights based on domain expertise and can provide solutions for business outcomes.

Our Business Strategy

Our strategy supports value creation for clients and growth for our organization through five strategic priorities: accelerate growth, strengthen clients and partnerships, lead with business solutions, building talent at scale, and a simplified operating model. We are focusing our efforts and our investments on maximum results, going deeper in areas that we believe we have strength and defocusing on others, and scaling up to secure leadership positions. Our new strategy will bring us closer to clients, drive greater agility and responsiveness and help us become the employer of choice.

Our vision is to:

→ be a trusted partner to our clients in their transformation journey and enable them in achieving leadership in their respective industries

→ deliver value to our clients as part of their transformation journey through sector focused 'Business Solutions', 'Digital' and 'Technology' capabilities, cutting edge innovation, leveraging our strategic partnerships and our world class talent

We aim to realize our vision through five key strategic priorities:

1. Accelerate growth – focus and scale

Our first priority is growth through focus on identified markets and sectors within markets, bringing the best of Wipro to our clients.

Our choice of sectors in a market is being driven by both market attractiveness and by Wipro's competitive positioning and strengths. We have therefore prioritized specific sectors in certain markets, and we will build or sustain, as the case may be, our leadership position in those intersections.

Our priority markets include the Americas, certain countries in Europe and APMEA. The Americas continues to be a large market and continues to be our key focus. We are also building a strong growth plan for Europe, Asia and the Middle East.

2. Strengthen clients and partnerships

Our second strategic priority is to strengthen clients and partnerships through four levers:

→ **Global account executive model:** We have global account executives, senior leaders representing Wipro for our key clients, who are enabled by a team of industry and technology specialists and delivery leaders and with strong decision-making capabilities including committing on investments, to grow these client accounts.

→ **Large deals expertise:** The second lever where we are significantly boosting our capabilities is in large deal origination and signing. We have invested in a large deal expertise team consisting of deal principals, financial and commercial modelers, experienced consultants and program directors, to bring expertise in large deal creation, solutioning, structuring and supporting our SMUs in signing large deals.

→ **Strategic partnerships:** We are committed to scale partnerships with our key alliances such as Amazon Web Services, Microsoft, Google Cloud Platform, ServiceNow, Salesforce, SAP and IBM. We have intensified our efforts to build dedicated 'Cloud Studios' and 'Centers of Excellence', talent, and our capability to take joint business solutions to our clients.

→ **Market and capability leadership through M&A and Wipro Ventures:** We are focused on M&A as a key area to fast-track solutions and capability building in emerging areas and accelerating our access and presence in identified markets. With a strong post-merger integration focus, we are committed to driving synergies and effectively integrating acquisitions. In the last six months, we have doubled down our investments both organic and inorganic in order to deepen our presence in key markets and sectors. We closed acquisitions across several key markets, including the US, Europe,

LATAM, Australia and India. These acquisitions have strengthened our local presence, and service offerings. We closed our largest-ever acquisition, Capco for $1.45 billion . This acquisition will significantly strengthen our position in the global financial services market and we are very excited to onboard some exceptional domain experts and leadership talent in that space.

Our renewed focus on the market and customers ensured we had healthy order book. We closed two mega deals; one in Europe and one in the Americas market, each of which can lead to revenues of $1 billion+ over the deal duration.

3. Lead with business solutions

We are focusing on multiplying our business solutions, and building a catalog of industry-specific solutions, relevant to our clients in their industries by leveraging industry expertise, technology capability and ecosystem partnerships. A few examples of solutions we have built for our clients include digital banking solutions, core modernization for a telecom company for faster 5G deployment, the Open Subsurface Data Universe platform (data and analytics platform in the upstream oil and gas sector) and warehouse management solution for consumer companies.

4. Building talent at Scale

Clients need partners who will challenge old ways of working, bring forth new ideas and proactively drive change. We are investing in deep domain and technology expertise and market makers. Our priorities include:

→ Hiring talent in the front end, domain and technology areas. We are investing in consulting, transformation architects, and domain and in cutting-edge areas of technology such as AI, data sciences and engineering.

→ Reskilling and building onsite and local scale in digital and next-generation capabilities. Our learning and talent transformation programs conform to the new ways of working, and are modelled on 'Anytime, Anywhere' learning, social learning, community learning and through mentoring networks and talent champions.

→ Building leadership diversity to significantly improve gender and ethnic diversity in our leadership ranks.

→ Driving a 'high-performance' culture.

There is now a new cadre of leadership that has joined the existing executive team, we have hired numerous regional leadership across markets and all key positions have been filled

5. Simplified operating model

All of our strategic priorities will be executed through our simplified operating model. It is a two-axis model of SMUs and GBLs, supported by our business functions.

From a client standpoint, our model ensures adequate sector- and domain-focus in our go-to-market and execution. This enables focused growth, combines global expertise with local geography-focus in building capabilities, and ensures dedicated sales presence led by proximity to clients. **Effective January 1st 2021, we have moved into a new organization structure. The operating model is simple and effective.**

Operating Segment Overview

IT Services Offerings

Our IT Services service offerings are organized through two GBLs - Integrated Digital, Engineering and Application Services ("iDEAS") and Cloud Infrastructure, Digital Operations, Risk and Enterprise Cyber Security Services ("iCORE"). iDEAS will include the service lines Domain and Consulting, Applications and Data, Engineering and R&D and Wipro Digital. iCORE will include the service lines Cloud and Infrastructure services ("CIS"), Digital Operations and Platform ("DO&P") and Cybersecurity and Risk Services ("CRS"). Delivery, practices, practice sales are owned by GBLs. GBLs will bring in global scale, capabilities and solutions and best practices in delivery.

iDEAS

iDEAS, is committed to helping clients across the world to accelerate their transformation and shift how they build and deliver digital products, services, and experiences. iDEAS is a GBL that brings together strategic design, domain, and consulting capabilities along with Wipro Digital and cloud applications, AI, data, engineering, and next-generation technologies. Starting with a design-led approach, iDEAS is uniquely
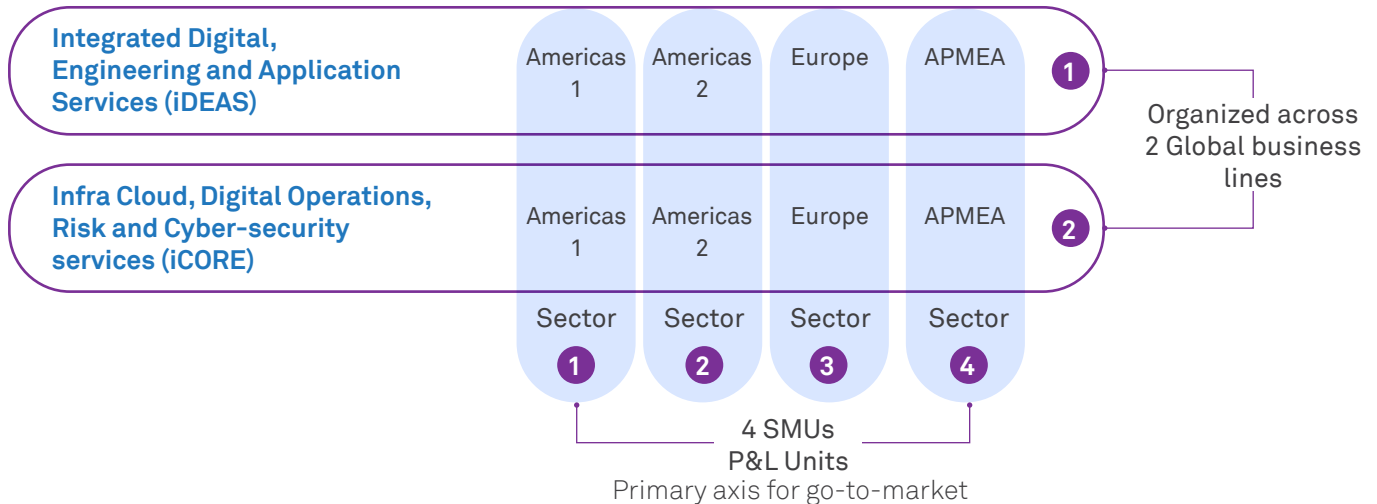
Simplified operating model

4 Strategic Market Units (SMUs), 2 Global Business Lines (GBLs)

Horizontals organized by capabilities
"Where client delivery resides"

Sectors organized by markets
"Where clients are"

Integrated Digital, Engineering and Application Services (iDEAS)	Americas 1	Americas 2	Europe	APMEA	**1**	Organized across 2 Global business lines
Infra Cloud, Digital Operations, Risk and Cyber-security services (iCORE)	Americas 1	Americas 2	Europe	APMEA	**2**	
	Sector **1**	Sector **2**	Sector **3**	Sector **4**		

4 SMUs
P&L Units
Primary axis for go-to-market

| Simplified model | Anchored in Sectors | Integrated Solution led delivery | Large deal Focus |

positioned to deliver business solutions required by companies to create what matters to them. iDEAS comprises of the following practices and includes Wipro Digital:

→ **Applications and Data:** This practice includes Cloud Enterprise Platforms (SAP, Oracle, Salesforce, MS Dynamics and Process Transformation and Growth Practices), Data and AI.

→ **Application Engineering and Modernization (AEM):** This consists of five practices: Microsoft, Legacy Modernization, Tanzu Application Services, Digital Business Integration ("DBI") and Quality Engineering and Testing ("QET").

→ **Cloud Transformation:** This practice brings together our dedicated focus on Cloud hyperscalers along with our transformation and consulting capabilities in the Operating Model, Modernization, High end engineering, Agile and DevSecOps space.

→ **Digital Experience (DX):** DX delivers customer experience transformation from customer acquisition to customer service by leveraging two key pillars, interaction experience and business process agility.

→ **Digital Interactive:** This practice includes our strategic and service design unit, Designit.

→ **Engineering, Research and Development (ER&D):** ER&D enables customers across sectors to engineer products, platforms and technologies and adopt operational technologies required for Industry 4.0 and IoT. Wipro HOLMES™ Platform is part of ER&D.

→ **Domain and Consulting:** Domain and Consulting brings Wipro's deep industry and consulting expertise to clients across the globe, developing thought leadership and customizing our solutions to address industry needs.

iCORE

iCORE is committed to accelerating the transformation journey of our customers and enabling the enterprise of the future that is agile, intelligent, and resilient. iCORE focuses on the core of any enterprise by leveraging next-generation technologies and solutions across cloud, infrastructure, cybersecurity, process, and business operations to enable this transformation. Our iCORE service lines include:

→ **CIS:** CIS helps organizations modernize their IT landscape and transform into future-ready digital enterprises leveraging its offerings in cloud, data center, digital workplace, connected intelligence, IoT, and edge computing.

→ **CRS:** CRS helps our customers achieve a resilient cyber future through advisory-led security and risk management solutions at the leading edge of technology innovation.

→ **DO&P:** DO&P service line combines our core business knowledge with leading technologies such as digital, robotics process automation, cognitive technologies, and analytics to offer powerful business intelligence that helps improve business visibility and resilience.

IT Services SMUs Structure

During the year ended March 31, 2021, the Company re-organized IT Services segment from seven industry vertical to four SMUs - Americas 1, Americas 2, Europe and APMEA. Americas 1 and Americas 2 are primarily organized by industry sector, while Europe and APMEA are organized by countries.

→ Americas 1 includes Healthcare and Medical Devices, Consumer Goods and Lifesciences, Retail, Transportation and Services, Communications, Media and Information services, Technology Products and Platforms, in the United States of America and entire business of Latin America ("LATAM").

Operating Segment Overview

→ Americas 2 includes Banking, Financial Services and Insurance, Manufacturing, Hi-tech, Energy and Utilities Industry sectors in the United States of America and entire business of Canada.

→ Europe consists of United Kingdom and Ireland, Switzerland, Germany, Benelux, the Nordics and Southern Europe.

→ APMEA consists of Australia and New Zealand, India, Middle East, South East Asia, Japan and Africa.

IT Services Competition

The market for IT services is competitive and rapidly changing. The following factors differentiate us from our competition:

→ The comprehensive and integrated suite of IT solutions, including 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, cloud, mobility and analytics services, business process services, research and development and hardware and software design.

→ Wipro Digital has integrated propositions in customer mapping and interaction, seamless integration and data science and insight differentiate its approach with customer journey engineering.

→ Our organizational culture of innovation and our early start in deploying cutting edge platforms and technologies that drive hyper-automation and achieve industrialization of service delivery, such as Wipro HOLMES™.

→ Our investments in developing IP across products, platforms, frameworks, solutions, components, accelerators, tools and apps that enable us to provide standardized solutions to our customers and obtain enormous time-to-market advantage.

→ Crowdsourcing (Topcoder): A community and crowdsourcing platform with over one million developers, designers, data scientists and testers. Topcoder provides focused enterprise offerings around AI/ML and analytics, DX, Quality as a Service

("QaaS"), workforce transformation, Talent as a Service ("TaaS") and hybrid (certified) communities.

→ Our decades of experience in serving in the IT business, proven track record of delivery excellence and satisfied customers who recommend our services to other corporations.

→ Our ability to provide an entire range of research and development services from concept to product realization.

→ Our global delivery model, that leverages our global, regional and local near-shore development centers and collaborative technologies to help us better serve our clients in this modern technology era.

→ Our ability to access, attract and retain highly skilled personnel across key markets.

→ Our emphasis on acquiring companies with new age technologies and integrating them with our service offerings, to maximize synergies for our clients.

→ Our ability to offer opportunities to work with cutting edge technologies and focus on training is a critical differentiator to the quality of our manpower.

→ The Wipro brand that is recognized globally for its comprehensive portfolio of services, a practitioner's approach to delivering innovation and an organization-wide commitment to sustainability.

→ Our commitment to the highest levels of corporate governance.

IT Products

We provide IT products as a complement to our IT services offerings rather than sell standalone IT products.

IT Products Customers

We provide our offerings to enterprises in all major industries, primarily in the India market: government, defense, IT and IT-enabled services, telecommunications, manufacturing, Utilities, Education and Financial services sectors.

We have a diverse range of customers. For the year ended March 31, 2021, we had one customer that accounted for 15.4% of our overall IT Products segment revenue.

IT Products Sales and Marketing

We are valued-added resellers of third-party enterprise products through our direct sales force. Our sales teams are organized by industry vertical. Our global account executives and client executives receive support from our corporate marketing team to assist in brand building and other corporate level marketing efforts for various market segments.

IT Products Competition

Our competitors in the IT Products market include global system integrators as well as local and niche services providers operating in specific geographies like India. One of the major challenges we encounter is margin pressure due to competitive pricing. Achieving mindshare and market share in a crowded market place requires differentiated strategies on pricing, branding, delivery and products design. We are favorably positioned based on our brand, quality leadership, expertise in target markets and our ability to create customer loyalty by delivering value to our customers.

→ Our decades of experience in serving in the IT business, proven track record of delivery excellence and satisfied customers who recommend our services to other corporations.

→ Our deep understanding of the market especially in India.

→ Our trusted ability to provide impartial advice on selection of products.

→ The Wipro brand that is recognized for serving the Indian market over seventy-five years.

→ Our commitment to environmental sustainability as well as deep engagement with communities.

ISRE

The ISRE segment consists of IT Services offerings to departments or ministries of the GoI and/or the Indian State Governments, as well as to corporate entities where more than 51% of the paid-up capital is held by the GoI or any Indian State Government, either individually or jointly (i.e., a "Public Sector Undertaking"). In certain cases, corporate entities which are held by the Central / State Government (more than 51%), in turn hold more than 51% stake of paid-up capital in other entities (i.e., a controlling stake), such other entities are also classified as an ISRE.

We have pivoted our ISRE strategy to focus more on consulting and digital engagements and to be selective in bidding for SI projects with long working capital cycles.

We will be leveraging our strong practices in areas such as taxation and e-governance, oil, gas, and utilities, along with our strong partner system, to work with Indian government entities, Public Sector Undertakings and other large companies classified as ISREs. For BFSI projects in our ISRE segment, we aim to replicate our successes in areas such as core banking transformation, and consulting.

Customers

We have customers across the GoI, Indian State Governments and in industry segments such as BFSI and ENU in the form of corporate entities where more than 51% of the paid-up capital is held by the Central and/or State governments of India. We work with multiple ISRE customers and our top two ISRE customers contributed approximately 26% of our ISRE revenues for the year ended March 31, 2021. Our largest ISRE customer accounted for 19.0% of our overall ISRE segment revenue for the year ended March 31, 2021.

ISRE Sales and Marketing

Our ISRE business unit will focus on the unique customer requirements and will create a "Go to Market" approach that will address the needs of the present as well as future.
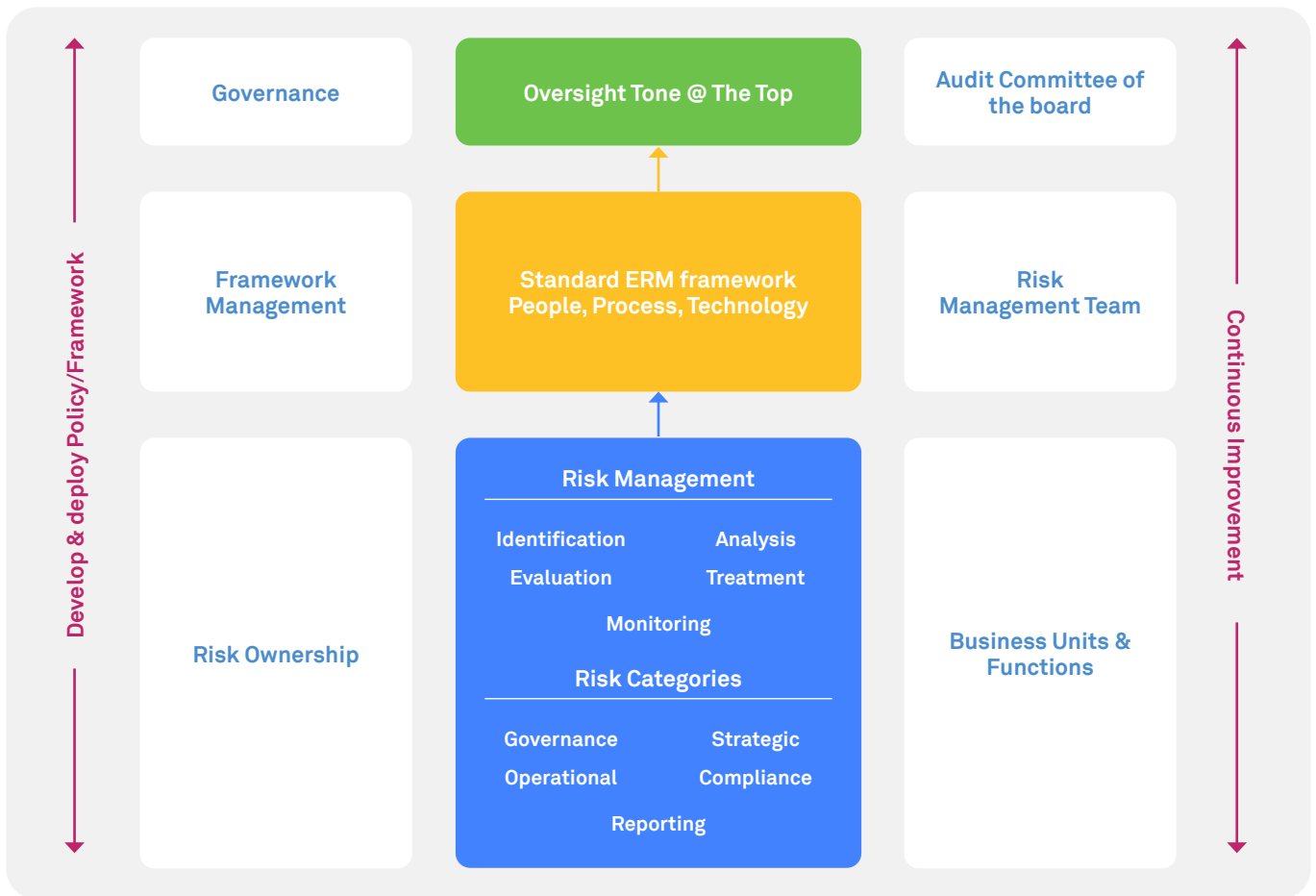
ISRE Competition

In the ISRE sector, our competition comes from both local and global IT services companies, including large global consulting firms. For the GoI segment, several small companies have entered the market as disruptors, with most of these small companies focused on penetration strategy.

→ Our deep technology knowledge and domain expertise specifically in BFSI and ENU.

→ Our strong partnership with key alliance partners including hardware and software partners.

→ Significant experience in successfully delivering key marquee programs and strong reference across the ISRE sector.

Risk Management Framework

The risk landscape in the current business environment is changing dynamically with the dimensions of Cyber security, Information Security and Business Continuity, Data Privacy and Large Deal Execution figuring prominently in the risk charts for most organizations in our sector. To effectively mitigate these risks, we have employed a risk management framework, which helps proactively identify, prioritize and mitigate risks. The framework is based on principles laid out in the four globally recognized standards as below.

Develop & deploy Policy/Framework	Governance	Oversight Tone @ The Top	Audit Committee of the board	Continuous Improvement
	Framework Management	Standard ERM framework People, Process, Technology	Risk Management Team	
	Risk Ownership	**Risk Management** Identification — Analysis Evaluation — Treatment Monitoring **Risk Categories** Governance — Strategic Operational — Compliance Reporting	Business Units & Functions	

> Orange Book by UK Government Treasury

> COSO; Enterprise Risk Management-Integrating with strategy and performance (2017) by Tread way Commission

> AS/NZS ISO 31000:2009 Risk Management - Principles and Guidelines by AUS/NZ Standards Board

> ISO - ISO 31000:2018, Risk Management –Guidelines

Pandemic and COVID-19

This includes COVID-19 outbreak within the company's premises, impacting employee safety and well-being.

Mitigation plan

→ **Work from home policy** – Implemented WFH policy wherein most employees continue to work from home, barring the absolute essential staff mandated by customer requirement

→ **Workplace safety measures** – Availability of medical support within premises

→ **Wellness focus** – physical and emotional well being, financial support

Regulatory Compliance

It covers various federal, state, local and foreign laws relating to various aspects of the business operations and non- compliances can result in substantial fines, sanctions, etc.

Mitigation plan

→ A program on statutory compliance is in place with the objective to track all applicable regulations, obligations and corresponding action items that require to be adhered to ensure compliance along with necessary workflows enabled

Business Continuity Risk

This arises out of global disruptions like pandemic, natural disasters, IT outages, cyber security, terror attacks and unrest, power disruptions.

Mitigation plan

→ Business Continuity Management System (BCMS) and a framework aligned to ISO 22301 across global locations, accounts and service functions

→ Core BCM team is a skilled cross-functional team comprising members from Delivery, Legal, Office Administration, HR, Procurement, IT enablement & IT security teams

Escalation of Information Security, Cyber Security and Technology Risk

On account of increase in surface area of devices

Mitigation plan

→ Effective security controls implemented to detect, prevent and remediate threats

→ Program to continuously monitor the effectiveness of the controls are implemented to effectively sustain the security controls

→ Focus on continuous improvement of the efficacy of the security controls with the adoption of new processes and latest technology solutions

Internal Financial Reporting and Control

In response to the COVID-19 pandemic, we initiated our business continuity program in March 2020 and facilitated our employees to work remotely/work from home. Our business continuity program and the design of our processes allow for remote execution with accessibility to secure data. There were no changes to our internal control over financial reporting that have materially affected or are reasonably likely to materially affect our internal control over financial reporting during the period covered in this Annual Report.

Risk Management Framework

Data Privacy Regulations

(such as General Data Protection Regulation in Europe) relating to personal information dealt with both by and on behalf of Wipro increases the risk of non-compliance.

Mitigation plan

→ Strengthened the Data Privacy program, taking into consideration the privacy regulatory requirements, with specific emphasis to revalidate all existing frameworks, policies and processes that can be leveraged by respective support function and delivery teams, covering all applicable geographies and areas of operations

→ Executed Data process/ Data transfer agreements with customers as well as vendors for flow down DTA/DPA to ensure governance

→ Also strengthened Wipro systems to ensure personal data governance from controller perspective

→ Adherence to privacy by design is a non-negotiable requirement incorporated in the application development and rollout process

→ Set up a well-defined process to handle subject access requests related to personal data, to cater to the SAR requirements

→ Implemented a 24*7 personal incident management process to ensure speedy governance on personal data related incidents; if any

→ Made mandatory data privacy awareness and refresher sessions for all employees as part of Wipro onboarding process

Geo-political or Economic Situations

Risk of Protectionism policies impacting the business in that market.

Mitigation plan

→ Country Risk Assessment framework

Employee work place Environment, Health, Safety and Security Risk is a major focus area

Mitigation plan

→ Addressing employee health and safety requirements including both the physical and mental well-being

→ Extended safe and healthy work environment to all our contractors, customers, visitors at our premises and to our extended value chain

→ OHSAS ISO45001 implemented across campuses

M&A integration

M&A is a key strategy for Wipro. The seamless and successful integration of the new entities into the larger organization is a key focus.

Mitigation plan

→ Involved a cross functional team to plan the integration, right from the due diligence stage to post integration and until steady state operations

Intellectual Property (IP)

Violating or misusing our client's intellectual property rights or for breaches of third-party intellectual property rights or confidential information in connection with services to our clients can lead to reputational and financial risk. Inadequate protection of Wipro IP can lead to financial loss and loss of market opportunity.

Mitigation plan

→ An elaborate program exists to safeguard our clients and Wipro's Intellectual Property

→ The dedicated IP unit ensure that all Wipro and client IP is protected, reviews and enhances program on an on-going basis and ensures a strong Governance

→ Undertake employee awareness and training programs, employee IP declaration, systemic controls and periodic reviews to ensure adherence

Service Delivery and Obligation Management Risk
Mitigation plan

→ Risk Management framework is implemented for large value deals to assess solution fitness, credit risks, financial risks, technology risks among other risk factors

→ Contractual compliance programs ensure regular project reviews and highlights any risk to service delivery

→ Early warning systems and customer satisfaction surveys help to assess effectiveness

→ Additional risk assessment of Functions ensures pro-active mitigation of risks that are likely to impact service delivery

Talent Risk

Attracting, up-skilling and retaining talent is a key risk.

Mitigation plan

→ Initiated an organization re-structuring program including a simple delivery model that will yield economies of scale

→ It will also help achieve our goal of becoming an employer of choice

Fraud Risk

This is related to information dealt with both by and on behalf of Wipro and increases the risk of non-compliance.

Mitigation plan

→ Put in place a robust Fraud Management program to identify potential areas of failure and proactively implement mitigations

→ The Code of Business Conduct, Zero tolerance policy on integrity, Anti- Bribery and Anti-Corruption program (ABAC), Finance Risk Management program, Vendor Management program and our Ombuds program ensures a strong governance around fraud management

→ The ABAC program classifies each country from a risk perspective basis factors and build control and mitigation plans accordingly.

Environmental & Climate Related Risks

See 'Natural Capital' section

Good Governance and Management Practices

Corporate Governance

Wipro's corporate governance framework is more than just adherence to the statutory and regulatory requirements. It is equally about focusing on voluntary practices that underlie the highest levels of transparency and propriety.

Our Corporate Governance philosophy is put into practice at Wipro through the following four functional layers:

- **Governance by Shareholders**
- **Governance by Board of Directors**
- **Governance by Sub-Committees of Board of Directors**
  - → Audit, Risk and Compliance Committee (also acts as Risk Management Committee)
  - → Board Governance, Nomination and Compensation Committee, which also acts as CSR Committee
  - → Administrative, Shareholders and Investors Grievance Committee (Stakeholders Relationship Committee)

- **Governance by Management Process**
  - → Risk Management
  - → Code of Business Conduct
  - → Compliance Framework
  - → The Ombuds process
  - → Spirit of Wipro

Governance by Management Process

Ensuring regulatory compliance and adherence to standards is of utmost importance to Wipro. Wipro has a compliance framework and the objective of this framework is to deploy appropriate practices and processes to ensure compliance with all applicable laws and regulations, globally and to ensure compliance risks are identified, and adequately mitigated. The Compliance framework includes the Global Statutory Compliance Policy and Certification Process as approved by the Audit Committee and Board of Wipro Limited. Electronic dashboards, self-deceleration checklists on statutory obligations and audits are some of the mechanisms to monitor and manage compliance in Wipro.

The Risk Steering Council and Risk and Governance committee, meet on monthly & quarterly basis respectively, to review key risk themes and provide direction and oversight, to the risk management process.

Governance by Code of Business Conduct

Wipro has an organization wide Code of Business Conduct which reflects general principles to guide employees in making ethical decisions. The Code outlines fundamental ethical considerations as well as specific considerations that need to be maintained for professional conduct. Our Code of Business Conduct is available at https://www.wipro.com/investors/corporate-governance/

Materiality Determination & Stakeholder Engagement

At Wipro, stakeholder engagement is an ongoing process. Stakeholders identification is based on attributes such as Impact, Influence, Interest, Legitimacy, Urgency and Diverse Perspective. These attributes help identify stakeholders across value chain that are important to business and necessitates meaningful engagement. Based on these attributes, we identified eight stakeholder groups - Employees, Customers, Investors, Suppliers, Education System, Communities & civil societies, Government and Policy Networks and The Young Citizen and Future Generation. We believe stakeholder inclusiveness is central to the materiality determination process and it is important to consider reasonable expectations and interests of stakeholders so as to provide a balanced view of the issues that emerge.

Materiality determination for the organization is based on a comprehensive process that include an internal materiality determination and external benchmarking with peers and sustainability standards. A significant part of materiality determination stems from the organization's overall mission, values, commitments and competitive strategy as well as the impact of or on its economic performance. An internal perspective on risks as identified through organizational processes like risk assessment studies and audits or self-assessments using disclosure frameworks like financial/sustainability reports, DJSI, CDP, etc. is considered. For external benchmarking, we conduct an extensive review of literature to identify issues considered as material and identified as risks by our business peers and also to understand expectations expressed in international standards and agreements like Sustainability Accounting Standard Board (SASB). The issues are then prioritized based on multiple dimensions of risk, returns and relevance.

Stakeholders identification is based on attributes such as Impact, Influence, Interest, Legitimacy, Urgency, and Diverse Perspective.

[1]Refer to Summary of Stakeholder Engagement
[2]Materiality Determination Exercise at https://www.wipro.com/content/dam/nexus/en/sustainability/sustainability_reports/wipro-sustainability-report-2019-20.pdf