Independent Auditor's Report

To the Members of Wipro Trademarks Holding Limited

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of **Wipro Trademarks Holding Limited** ('the Company'), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss (including other comprehensive income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended and a summary of the significant accounting policies and other explanatory information (herein after referred to as "standalone Ind AS financial statements").

Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the financial position of the Company as at March 31, 2017 and its financial performance including other comprehensive income, its cash flows and changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements:

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   (c) The balance sheet, the statement of profit and loss including other comprehensive income, the statement of cash flows and the statement of changes in equity dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with relevant rule issued thereunder;

(e) On the basis of the written representations received from the directors as on March 31, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position.
ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

iv. Based on the audit procedures and based on the management representation we report that the company did not have any cash in hand during the period from November 8, 2016 to December 30, 2016. Accordingly, the requisite disclosure in its standalone Ind AS financial statement as to holdings as well as dealings in Specified Bank Notes during these period is not applicable to the Company. Refer Note 8 to the Standalone Ind AS financial statements.

For Appaji& Co
Chartered Accountants
FRN: 014147S

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K Appaji
Partner
M.No.:214156
Place: Bengaluru
Date: 01-06-2017

Wipro Trademarks Holding Limited

Annexure - A to the Independent Auditor's report

In respect of the Annexure referred to in paragraph 1 of our report to the Members of **Wipro Trademarks Holding Limited** ("the Company") for the year ended March 31, 2017, we report that:

i. a) The Company is not having any Fixed Assets hence maintenance of fixed assets register and verification does not arise.

ii. The Company is a service company, primarily rendering Trademark holding services. Accordingly, it does not hold any Physical inventories. Thus, paragraph 3(ii) of the order is not applicable to the Company.

iii. During the current year, the Company has not granted any loans, secured or unsecured to parties covered in the register required to be maintained under Section 189 of the Act. As such point (b) and (c) of this Clause are not applicable.

iv. In our opinion and according to the information and explanations given to us, the Company does not have any transactions to which the provisions of Section 185 apply. The Company has complied with the provisions of Section 186 of the Act, with respect to the loans, investments, guarantees and security.

v. The Company has not accepted any deposits from the public.

vi. The Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act, for any of the products or services rendered by the Company.

vii. a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues were in arrears as at March 31, 2017 for a period of more than six months from the date they became payable.

Annexure - A to the Independent Auditor's report (continued)

b) According to the information and explanations given to us, there are no material dues of income tax which have not been deposited with the appropriate authorities on account of any dispute.

viii. The company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.

ix. The Company did not raise any moneys by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable.

x. According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

xi. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

xvi. According to the information and explanations given to us, the Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934.

For Appaji& Co
Chartered Accountants
FRN: 014147S

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K Appaji
Partner
M. No. :214156
Place: Bengaluru
Date:01-06-2017

Wipro Trademarks Holding Limited

Annexure – B to the Independent Auditor's Report of even date on the Standalone Ind AS Financial Statements of Wipro Trademarks Holding Limited

Report on the Internal Financial Controls under Clause (i) of Sub-Section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Wipro Trademarks Holding Limited ("the Company") as of March 31,2017 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Ind AS financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017,based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Appaji& Co
Chartered Accountants
FRN: 014147S

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K Appaji
Partner
M.No.:214156
Place: Bengaluru
Date:01-06-2017

Wipro Trademarks Holding Limited

BALANCE SHEET

(Amount in INR except share and per share data, unless otherwise stated)

	Notes	As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
ASSETS				
Non-current assets				
Other	5	101,238	105,970	16,611
Total non-current assets		**101,238**	**105,970**	**16,611**
Current assets				
Trade receivables	6	12,500	12,500	498,399
Cash and cash equivalents	8	39,947,449	37,853,544	22,538,609
Other financial assets	7	43,166	79,389	13,463,895
Current tax assets		-	-	89,360
Total current assets		**40,003,115**	**37,945,433**	**36,590,263**
TOTAL ASSETS		**40,104,352**	**38,051,403**	**36,606,873**
EQUITY & LIABILITIES				
Share capital	9	932,500	932,500	932,500
Other equity	10	39,019,779	37,036,931	35,589,577
Total equity		**39,952,279**	**37,969,431**	**36,522,077**
LIABILITIES				
Non-current liabilities				
Financial liabilities				
Borrowings	12	18,000	18,000	18,000
Total non-current liabilities		**18,000**	**18,000**	**18,000**
Current liabilities				
Financial liabilities				
Trade payables	13	51,556	57,289	64,852
Other financial liabilities	12	69,255	1,950	1,944
Current tax liabilities		13,262	4,733	-
Total current liabilities		**134,073**	**63,972**	**66,796**
TOTAL EQUITY AND LIABILITIES		**40,104,352**	**38,051,403**	**36,606,873**

The accompanying notes form an integral part of these financial statements

As per our report attached
For Appaji & Co.,
Chartered Accountants
Firm Reg. No: 014147S

For and on behalf of Board of Directors

Sd/-
CA K Appaji
Partner

Sd/-
G Srinivasan
Director
DIN - 06395085

Sd/-
Dipak Kumar Bohra
Director
DIN - 02854834

Place: Bangalore
Date: 01/06/2017

Wipro Trademarks Holding Limited

STATEMENT OF PROFIT AND LOSS ACCOUNT

(Amount in INR except share and per share data, unless otherwise stated)

	Note	Year Ended March 31, 2017	Year Ended March 31, 2016
REVENUE			
Revenue from operations	14	50,000	50,000
Other income	15	2,934,030	2,098,660
Total		**2,984,030**	**2,148,660**
EXPENSES			
Finance costs	16	1,950	1,950
Other expenses	17	111,673	51,257
Total Expenses		**113,623**	**53,207**
Profit before tax		**2,870,406**	**2,095,453**
Tax expense			
Current tax		887,558	648,100
Tax tax expense		**887,558**	**648,100**
Profit for the period		**1,982,848**	**1,447,354**
Total comprehensive income for the period		**1,982,848**	**1,447,354**
Earnings per equity share			
(Equity shares of par value INR 10 each)			
Basic		21.26	15.52
Diluted		21.26	15.52
No of shares			
Basic		93,250	93,250
Diluted		93,250	93,250

The accompanying notes form an integral part of these financial statements

As per our report attached
For Appaji & Co.,
Chartered Accountants
Firm Reg. No: 014147S

For and on behalf of Board of Directors

Sd/-
CA K Appaji
Partner

Sd/-
G Srinivasan
Director
DIN - 06395085

Sd/-
Dipak Kumar Bohra
Director
DIN - 02854834

Place: Bangalore
Date: 01/06/2017

Wipro Trademarks Holding Limited

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2017

(Amount in INR except share and per share data, unless otherwise stated)

	Year Ended	
	March 31, 2017	**March 31, 2016**
A Cash flows from operating activities:		
Profit/(Loss) for the year	1,982,848	1,447,354
Adjustments:		
Provision Written back	-	(30,000)
Dividend / interest income	(2,932,080)	(2,066,710)
Trade receivables and unbilled revenue	-	485,899
Loans and advances and other assets	4,732	13,395,042
Liabilities and provisions	944,397	670,543
Net cash generated from operations	**(102)**	**13,902,128**
Direct taxes paid, net	(874,296)	(643,367)
Net cash generated by operating activities	**(874,398)**	**13,258,761**
B Cash flows from investing activities:		
Dividend / interest income received	2,970,253	2,058,124
Net cash (used in) / generated from investing activities	**2,970,253**	**2,058,124**
C Cash flows from financing activities:		
Dividends paid including distribution tax	(1,950)	(1,950)
Net cash used in financing activities	**(1,950)**	**(1,950)**
Net increase in cash and cash equivalents during the year	2,093,905	15,314,935
Cash and cash equivalents at the beginning of the year	37,853,544	22,538,609
Cash and cash equivalents at the end of the year [refer note 8]	**39,947,449**	**37,853,544**

The notes referred to above form an integral part of the Cash Flow Statement

As per our report attached
For Appaji & Co.,
Chartered Accountants
Firm Reg. No: 014147S

For and on behalf of Board of Directors

sd/-

CA K Appaji
Partner

sd/-

G Srinivasan
Director
DIN - 06395085

sd/-

Dipak Kumar Bohra
Director
DIN - 02854834

Place: Bangalore
Date: 01/06/2017

Wipro Trademarks Holding Limited

STATEMENT OF CHANGES IN EQUITY

(Amount in INR except share and per share data, unless otherwise stated)

A Equity Share Capital

Balance as of April 1, 2015	Changes during the period	0
93,250	-	93,250

Balance as of April 1, 2016	Changes during the period	Balance as of March 31, 2017
93,250	-	93,250

B Other Equity

Particulars	Share Premium	Retained Earnings	Total other equity
Balance as at April 1, 2016	**21,192,500**	**15,844,431**	**37,036,931**
Total Comprehensive income for the period			
Profit for the period	-	1,982,848	1,982,848
Total Comprehensive income for the period	**-**	**1,982,848**	**1,982,848**
	-	**1,982,848**	**1,982,848**
Balance as at March 31, 2017	**21,192,500**	**17,827,279**	**39,019,779**

Particulars	Share Premium	Retained Earnings	Total other equity
Balance as at April 1, 2015	**21,192,500**	**14,397,077**	**35,589,577**
Total Comprehensive income for the period			
Profit for the period	-	1,447,354	1,447,354
Total Comprehensive income for the period	**-**	**1,447,354**	**1,447,354**
	-	**1,447,354**	**1,447,354**
Balance as at March 31, 2016	**21,192,500**	**15,844,431**	**37,036,931**

As per our report attached
For Appaji & Co.,
Chartered Accountants
Firm Reg. No: 014147S

For and on behalf of Board of Directors

Sd/-
CA K Appaji
Partner

Sd/-
G Srinivasan
Director
DIN - 06395085

Sd/-
Dipak Kumar Bohra
Director
DIN - 02854834

Place: Bangalore
Date: 01/06/2017

Wipro Trademarks Holding Limited

Notes to the financial statements

(Amount in INR except share and per share data, unless otherwise stated)

1 The Company overview

Wipro Trademarks Holding Limited ("Wipro Trademarks" or "Company"), is a subsidiary of Wipro Limited (the holding company).

2 Basis of preparation of financial statements

(i) Statement of compliance and basis of preparation

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), the provisions of the Companies Act, 2013 ("the Companies Act"),. The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

Up to the year ended March 31, 2016, the Company prepared its financial statements in accordance with the requirements of the Indian GAAP ("Previous GAAP"), which included Standards notified under the Companies (Accounting Standards) Rules, 2006. The date of transition to Ind AS is April 1, 2015.

Accounting policies have been applied consistently to all periods presented in these financial statements.

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

(ii) Basis of measurement

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

(iii) Use of estimates and judgment

The preparation of the financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are included in the following notes:

a) Revenue recognition: Royalty fee income is recognised when the right to receive such fees is established.

b) Income taxes: The major tax jurisdictions for the Company is India. Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments.

c) Deferred taxes: Deferred tax is recorded on temporary differences between the tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted at the reporting date. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable profits during the periods in which those temporary differences and tax loss carry-forwards become deductible. The Company considers the expected reversal of deferred tax liabilities and projected future taxable income in making this assessment. The amount of the deferred tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry-forward period are reduced.

d) Expected credit losses on financial assets: On application of Ind AS109, the impairment provisions of financial assets are based on assumptions about risk of default and expected timing of collection. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, customer's creditworthiness, existing market conditions as well as forward looking estimates at the end of each reporting period.

3 **Significant accounting policies**

(i) Functional and presentation currency

These financial statements are presented in Indian rupees, the national currency of India, which is the functional currency of the Company.

(ii) Foreign currency transactions and translation

Transactions in foreign currency are translated into the functional currency using the exchange rates prevailing at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from translation at the exchange rates prevailing at the reporting date of monetary assets and liabilities denominated in foreign currencies are recognized in the statement of profit and loss and reported within foreign exchange gains/(losses), net within results of operating activities except when deferred in other comprehensive income as qualifying cash flow hedges. Gains/(losses) relating to translation or settlement of borrowings denominated in foreign currency are reported within finance expense. Non-monetary assets and liabilities denominated in foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction. Translation differences on non-monetary financial assets measured at fair value at the reporting date, such as equities classified as FVTOCI are included in other comprehensive income, net of taxes.

(iii) Financial instruments

Non-derivative financial instruments:

Non derivative financial instruments consist of:

· financial assets, which include cash and cash equivalents, trade receivables, unbilled revenues, finance lease receivables, employee and other advances, investments in equity and debt securities and eligible current and non-current assets;

· financial liabilities, which include long and short-term loans and borrowings, bank overdrafts, trade payables, eligible current and non-current liabilities.

Non derivative financial instruments are recognized initially at fair value. Financial assets are derecognized when substantial risks and rewards of ownership of the financial asset have been transferred. In cases where substantial risks and rewards of ownership of the financial assets are neither transferred nor retained, financial assets are derecognized only when the Company has not retained control over the financial asset.

The company has only one class of Preference shares having a par value of Rs 10 per share. The preference shares allotted in August,2003 are redeemable at par (non-convertible) any time before the expiry of 20 years from the date of allotment at the discretion of the company. In the event of liquidation of the company, the preference shareholders will be entitled to receive in proportion to the number of shares held by them, any of the available assets of the company, if any before distributing to the equity shareholders. The holder of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts, in proportion to the number of equity shares held. These preference share is classified under Borrowings in the financials

Subsequent to initial recognition, non-derivative financial instruments are measured as described below:

A. Cash and cash equivalents

The Company's cash and cash equivalents consist of cash on hand and in banks and demand deposits with banks, which can be withdrawn at any time, without prior notice or penalty on the principal.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand and are considered part of the Company's cash management system. In the statement of financial position, bank overdrafts are presented under borrowings within current liabilities.

B. Other financial assets:

Other financial assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. These are initially recognized at fair value and subsequently measured at amortized cost using the effective interest method, less any impairment losses. These comprise trade receivables, unbilled revenues, cash and cash equivalents and other assets.

C. Trade and other payables

Trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest method. For these financial instruments, the carrying amounts approximate fair value due to the short term maturity of these instruments.

(iv) Equity and share capital

a) Share capital and share premium

The authorized share capital of the Company as of March 31, 2017, March 31, 2016 and April 1, 2015 is INR 1 million divided into 98,000 equity shares of INR 10 each & 2000, 9% cumulative redeemable preference shares of INR 10 each. Par value of the equity shares is recorded as share capital and the amount received in excess of par value is classified as share premium.

The voting right of an equity share holder on a poll (not on show of hands) are in proportion to his/its share of the paid-up equity. Voting right cannot be exercised in respect of shares on which any call or other sums presentably payable has not been paid. Failure to pay any amount called up on shares may lead to their forfeiture.

b) Retained earnings

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

c) Dividend

A final dividend, including tax thereon, on common stock is recorded as a liability on the date of approval by the shareholders. An interim dividend, including tax thereon, is recorded as a liability on the date of declaration by the board of directors.

(v) Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

(vi) Finance cost

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

(vii) Other income

Finance and other income comprises interest income on deposits, dividend income and gains / (losses) on disposal of financial assets that are measured at FVTPL, and debt instruments classified as FVTOCI. Interest income is recognized using the effective interest method. Dividend income is recognized when the right to receive payment is established.

(viii) Income tax

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

a) Current income tax

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the tax authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted as at the reporting date and applicable for the period. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and liability simultaneously.

b) Deferred income tax

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Deferred income tax assets are recognized to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized.

Deferred income tax liabilities are recognized for all taxable temporary differences except in respect of taxable temporary differences associated with investments in subsidiaries, associates and foreign branches where the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

The Company offsets deferred income tax assets and liabilities, where it has a legally enforceable right to offset current tax assets against current tax liabilities, and they relate to taxes levied by the same taxation authority on either the same taxable entity, or on different taxable entities where there is an intention to settle the current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

(ix) Earnings per share

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

4 **Notes on Transition to Ind AS**

These financial statements are prepared in accordance with Ind AS. For periods up to and including the year ended March 31, 2016, the Company prepared its financial statements in accordance with Indian GAAP (i.e. Previous GAAP).

Accordingly, the Company has prepared financial statements which comply with Ind AS for periods ending on March 31, 2017, together with the comparative period data as at and for the year ended March 31, 2016. In preparing these financial statements, the Company's opening balance sheet was prepared as at April 1, 2015, the Company's date of transition to Ind AS

Reconciliations between Previous GAAP and Ind AS

March 31, 2016 March 31, 2016

Effect of Ind AS adoption on equity as at March 31, 2016 and April 1, 2015

	Note	As on March 31, 2016	As on April 1, 2015
Equity as reported under Previous GAAP		37,038,881	35,589,577
Add : Dividend on 9% cumulative redeemable preference shares	A	-	1,994
Less: Interest on 9% cumulative redeemable preference shares	A	(1,950)	(1,994)
		37,036,931	**35,589,577**

Effect of Ind AS adoption on total comprehensive income for the year ended March 31, 2016

	Note	Year ended March 31, 2016
Net Profit as per previous GAAP		1,449,304
Interest on 9% cumulative redeemable preference shares	A	(1,950)
Total comprehensive income as per IND AS		**1,447,354**

A Under Ind AS, cumulative redeemable preference shares are classified under Borrowing as against the Capital in the previous GAAP. Accordingly, the dividend which was appropriated against the retained earning in the previous GAAP is now shown in the Profit and Loss Account under Finance Cost

	As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
5 Non-current assets			
Tax Assets	101,238	105,970	16,611
	101,238	**105,970**	**16,611**
6 Trade Receivable			
Unsecured:			
With Group Companies - Considered good	12,500	12,500	498,399
	12,500	**12,500**	**498,399**

7 Other Financial Assets

Current

Interest receivable	43,165	79,389	68,853
Balance with Group Companies	-	-	13,395,042
	43,165	**79,389**	**13,463,895**

8 Cash and cash equivalent

Balances with banks			
In current accounts	231,117	814,062	2,538,609
In deposit accounts	39,716,332	37,039,482	20,000,000
	39,947,449	**37,853,544**	**22,538,609**

Specified Bank Notes –

As per the Notification G.S.R 308(E) dated March 31, 2017 issued by the Ministry of Corporate Affairs, the Company needs to provide the details of Specified Bank Notes (SBN) held and transacted during the period from November 08, 2016 to December 30, 2016. The term 'Specified Bank Notes' shall have the same meaning as provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated the 8th November, 2016. The Company did not have any cash in hand as on November 8, 2016 and December 30, 2016.

9 Share Capital

(i) The details of share capital are given below:-

Authorized capital			
98000 (2016 & 2015: 98000) equity shares [Par value of of INR 10 per share]	**980,000**	**980,000**	**980,000**
2000 (2016 & 2015: 2000) 9% cumulative redeemable preference shares [Par value of of INR 10 per share]	**20,000**	**20,000**	**20,000**
	1,000,000	**1,000,000**	**1,000,000**
Issued, subscribed and fully paid-up capital			
93250 (2016 & 2015: 93250) equity shares [Par value of of INR 10 per share]	932,500	932,500	932,500
	932,500	**932,500**	**932,500**

(ii) The following is the reconciliation of number of shares as at March 31, 2017.			
Number of Equity shares as at beginning of the year	**93,250**	**93,250**	**93,250**
Number of Equity shares issued during the year	-	-	-
Number of Equity Shares outstanding as at the end of the year	**93,250**	**93,250**	93,250

(iii) Details of share holding pattern by related parties			
Equity Shares			
Name of shareholders			
Wipro Limited*	93,244	93,244	93,244
Total	**93,244**	**93,244**	**93,244**

* Wipro Limited holds the remaining 6 shares jointly with various individuals

10 Other Equity

	As at March 31, 2017	As at March 31, 2016
Securities Premium Reserve		
Balance from Previous year	21,192,500	21,192,500
Additions during the year	-	-
	21,192,500	**21,192,500**
Retained Earnings		
Balance from Previous year	**15,844,431**	**14,397,077**
Profit/(loss) for the year	1,982,848	1,447,354
	17,827,279	**15,844,431**
	39,019,779	**37,036,931**

	As at March 31, 2017	As at March 31, 2016	As at April 01, 2015
11 Borrowings			
9% cumulative redeemable preference shares	18,000	18,000	18,000
	18,000	**18,000**	**18,000**
12 Other Financial Liabilities			
Current			
Balances due to Group Companies	67,305	-	-
Interest payable	1,950	1,950	1,944
	69,255	**1,950**	**1,944**
13 Trade payables			
Trade Payable	51,556	57,289	64,852
	51,556	**57,289**	**64,852**

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	Year Ended March 31, 2017	Year Ended March 31, 2016
14 Revenue from Operations		
Royalty Fee	50,000	50,000
	50,000	**50,000**

15 Other Income		
Interest on debt instruments and others	2,934,030	2,068,660
Provision Written back	-	30,000
	2,934,030	**2,098,660**

16 Finance costs		
Interest Cost	1,950	1,950
	1,950	**1,950**

17 Other expenses		
Legal and professional charges	85,652	31,231
Payment to Auditor	26,000	20,000
Miscellaneous expenses	21	26
	111,673	**51,257**

18 Related Party Transactions

a. Wipro Limited - Holding Company

b. The company has the following transactions with related parties

Wipro Limited	Year Ended March 31, 2017	Year Ended March 31, 2016
Royalty Fee	50,000	50,000
Settlement of liabilities on behalf of company	330	-
Other Re-imbursement	66,975	-

The following is the listing of receivables/(payable) from/to related party on the balance sheet date.

	As on March 31, 2017	As on March 31, 2016	As on March 31, 2015
Wipro Limited	(54,805)	12,500	13,893,441

18 Segment information

The Company's business activity, falls within a single primary business segment, i.e. Royalty fees from Wipro Ltd. Therefore, disclosures as required under IND AS 108, 'Segment-reporting', has not been separately presented in the financial statements since the information is available directly from the Statement of Profit and Loss. Further the company operates only in India.

19 EPS

A reconciliation of profit for the period and equity shares used in the computation of basic and diluted earnings per equity share is set out below:

Basic: Basic earnings per share is calculated by dividing the profit attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period.

	As at March 31, 2017	As at March 31, 2016
Profit for the period	1,982,848	1,447,354
Weighted Average No. of Equity shares	93,250	93,250
Basic EPS	**21.26**	**15.52**

Diluted: Diluted earnings per share is calculated by adjusting the weighted average number of equity shares outstanding during the period for assumed conversion of all dilutive potential equity shares. Employee share options are dilutive potential equity shares for the Company.

	As at March 31, 2017	As at March 31, 2016
Profit for the period	1,982,848	1,447,354
Weighted Average No. of Equity shares	93,250	93,250
Diluted EPS	**21.26**	**15.52**

20 Capital Commitment and contingency

The Company has no Capital Commitments / Contingent Liabilities as on 31st March 2017

21 Income Tax

The company falls under the tax bracket of 30.9%. The provision of income tax and amounts computed by applying the present tax rate to profit before taxes are the same and hence, there is no separate reconcilation provided.

22 Financial Instrument

There are no financials assets and liabilities that have been offset in the financials

The fair value of cash and cash equivalents, trade receivables, trade payables, other current financial assets and liabilities approximate their carrying amount largely due to the short-term nature of these instruments.

The company has no foreign currency exposure.

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

Credit risk arises from the possibility that customers may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, analysis of historical bad debts and ageing of accounts receivable

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The company does not forsee such a risk as its current assets are greater than its current liability

23 Comparatives for previous period

The Company has reclassified and regrouped the previous period figures to conform to current period's classification.

As per our report attached
For Appaji & Co.,
Chartered Accountants
Firm Reg. No: 014147S

For and on behalf of Board of Directors

sd|-
CA K Appaji
Partner

sd|-
G Srinivasan
Director
DIN - 06395085

sd|-
Dipak Kumar Bohra
Director
DIN - 02854834

Place: Bangalore
Date: 01/06/2017