

Special purpose Financial Statements and  
Auditors' Report

Wipro Holdings (UK) Limited  
31 March 2023

# B S R & Co. LLP

Chartered Accountants

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## **INDEPENDENT AUDITORS' REPORT**

### **To the Members of Wipro Holdings (UK) Limited**

#### **Report on the Audit of the Special Purpose Financial Statements**

##### **Opinion**

We have audited the accompanying special purpose financial statements of Wipro Holding (UK) Limited (“the Company”), which comprise the balance sheet as at 31 March 2023, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the special purpose financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid special purpose financial statements is prepared for inclusion in the annual report of the Ultimate Holding Company (“Wipro Limited”) under the requirement of Section 129(3) of the Companies Act, 2013 (“Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2023, and its loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

##### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor’s Responsibilities for the Audit of the Special Purpose Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the special purpose financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the special purpose financial statements.

**Independent Auditor's Report (continued)**

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

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these special purpose financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the special purpose financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the special purpose financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

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

Our objectives are to obtain reasonable assurance about whether the special purpose financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these special purpose financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the special purpose financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the special purpose financial statements made by the Management and Board of Directors.

**Independent Auditor's Report (continued)**

**Auditor's Responsibilities for the Audit of the Special Purpose Financial Statements (continued)**

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the special purpose financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the special purpose financial statements, including the disclosures, and whether the special purpose financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**Restriction on Distribution and Use**

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

*for* **B S R & Co LLP**

Chartered Accountants

Firm's Registration No : 101248W/W-100022

Sd/-

**Amrit Bhansali**

*Partner*

Membership No. 065155

UDIN: 23065155BGYP SH9366

Place: Bengaluru

Date: 15 June 2023

**Wipro Holdings (UK) Limited**  
**Balance Sheet**  
(All amounts are in GBP thousands, unless otherwise stated)

	Notes	As at	As at
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3	2,527	2,601
Right of use assets	3A	3,885	6
Financial assets			
Investments	4	53,489	98,285
Other financial Assets	5	276	994
Other non-current assets	10	1	139
<b>Total non-current assets</b>		<b>60,178</b>	<b>102,025</b>
<b>Current assets</b>			
Inventories	6	-	284
Financial assets			
Trade receivables	7	4,261	4,224
Cash and cash equivalents	8	1,308	6,826
Loan receivable	9	5,852	5,296
Other financial assets	5	754	1,289
Contract asset		52	42
Other current assets	10	757	161
<b>Total current assets</b>		<b>12,984</b>	<b>18,122</b>
<b>TOTAL ASSETS</b>		<b>73,162</b>	<b>120,147</b>
<b>EQUITY</b>			
Equity share capital	11A	152,365	152,365
Other equity	11B	(144,011)	(84,447)
<b>Total equity</b>		<b>8,354</b>	<b>67,918</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
Lease liabilities	13	3,054	900
Deferred tax liabilities	24	5,310	5,271
<b>Total non-current liabilities</b>		<b>8,364</b>	<b>6,171</b>
<b>Current liabilities</b>			
Financial liabilities			
Borrowings	14	47,703	34,141
Trade payables	12	6,064	7,819
i) total outstanding dues of micro enterprises and small enterprises			
ii) total outstanding dues of creditors other than micro enterprise and small			
Lease liabilities	13	1,674	837
Other liabilities	15	-	1,960
Contract Liabilities		579	1,112
Current tax liabilities	16	424	189
<b>Total current liabilities</b>		<b>56,444</b>	<b>46,058</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>73,162</b>	<b>120,147</b>
Significant accounting policies	2		

The accompanying notes are an integral part of the special purpose financial statements.

As per our report attached  
For B S R & Co. LLP  
Chartered Accountants  
Firm Registration No: 101248W/W-100022

Sd/-  
Amrit Bhansali  
Partner  
Membership No: 065155  
Place: Bengaluru  
Date: 15 June 2023

For and on behalf of Board of Directors of  
Wirpo Holdings (UK) Limited

Sd/-  
Omkar Bhalchandra Nisal  
Director

Sd/-  
Sushil Agrawal  
Director

Place:  
Date: 15 June 2023

**Wipro Holdings (UK) Limited**  
**Statement of Profit and Loss**  
(All amounts are in GBP thousands, unless otherwise stated)

	Note	Year ended 31 March 2023	Year ended 31 March 2022
<b>REVENUE</b>			
Revenue from operations	17	18,292	16,179
Other income	18	2,235	19,242
<b>Total</b>		<b>20,527</b>	<b>35,421</b>
<b>EXPENSES</b>			
Cost of materials consumed	21	284	413
Subcontracting cost		15,442	14,456
Impairment of investment in subsidiaries		60,906	29,602
Finance costs	19	1,251	1,162
Depreciation and amortisation expense	3, 3A	1,072	114
Other expenses	20	311	471
<b>Total Expenses</b>		<b>79,266</b>	<b>46,218</b>
<b>Loss before tax</b>		<b>(58,739)</b>	<b>(10,797)</b>
<b>Income tax expense</b>			
Current tax		825	182
Deferred tax		-	-
<b>Tax expense</b>	24	<b>825</b>	<b>182</b>
<b>Profit/ (loss) for the year</b>		<b>(59,564)</b>	<b>(10,979)</b>
<b>Other Comprehensive Income</b>			
<b>Items that will not be reclassified to profit or loss</b>			
Change in fair value of equity instruments designated as FVTOCI		-	20,447
Deferred tax on Items that will not be reclassified to profit or loss		-	(5,271)
<b>Total Other Comprehensive Income for the year</b>		<b>-</b>	<b>15,176</b>
<b>Total Comprehensive Income for the year</b>		<b>(59,564)</b>	<b>4,197</b>
<b>Loss per share</b>	25		
Basic and Diluted loss per share (GBP)		(0.26)	(0.08)

Significant accounting policies 2  
The accompanying notes are an integral part of the special purpose financial statements.

As per our report attached  
For B S R & Co. LLP  
Chartered Accountants  
Firm Registration No: 101248W/W-100022

Sd/-  
**Amrit Bhansali**  
Partner  
Membership No: 065155  
Place: Bengaluru  
Date: 15 June 2023

For and on behalf of Board of Directors of  
Wirpo Holdings (UK) Limited

Sd/-  
**Omkar Bhalchandra Nisal**  
Director

Sd/-  
**Sushil Agrawal**  
Director

Place: Bengaluru  
Date: 15 June 2023

**Wipro Holdings (UK) Limited**  
**Statement of changes in equity**  
 (All amounts are in GBP thousands, unless otherwise stated)

**(A) Equity share capital**

	As at 31 March 2023		As at 31 March 2022	
	No. of shares	Amount	No. of shares	Amount
Equity shares of [USD 1] each issued, subscribed and fully paid:				
Opening	226,151,974	152,365	130,151,974	79,463
Add: issued during the year	-	-	96,000,000	72,902
Closing	<u>226,151,974</u>	<u>152,365</u>	<u>226,151,974</u>	<u>152,365</u>

**(B) Other equity**

	Reserves and surplus	Other comprehensive income	Total
	Retained Earnings	Investment in equity instruments measured at fair value through OCI	
Balance as at 31 March 2021	(89,046)	402	(88,644)
Profit / (loss) for the year	(10,979)	-	(10,979)
Change in fair value of equity instruments designated as FVTOCI	-	15,176	15,176
Balance as at March 31, 2022	<u>(100,025)</u>	<u>15,578</u>	<u>(84,447)</u>
Profit / (loss) for the year	(59,564)	-	(59,564)
Balance as at March 31, 2023	<u>(159,589)</u>	<u>15,578</u>	<u>(144,011)</u>

Significant accounting policies

2

The accompanying notes are an integral part of the special purpose financial statements.

As per our report attached  
 For B S R & Co. LLP  
 Chartered Accountants  
 Firm Registration No: 101248W/W-100022

Sd/-  
**Amrit Bhansali**  
 Partner  
 Membership No: 065155  
 Place: Bengaluru  
 Date: 15 June 2023

For and on behalf of Board of Directors of  
**Wirpo Holdings (UK) Limited**

Sd/-  
**Omkar Bhalchandra Nisal**  
 Director

Place: Bengaluru  
 Date: 15 June 2023

Sd/-  
**Sushil Agrawal**  
 Director

**Wipro Holdings (UK) Limited**  
**Cash Flow Statement**  
(All amounts are in GBP thousands, unless otherwise stated)

	Year ended 31 March 2023	Year ended 31 March 2022
<b>A. Cash flow from operating activities</b>		
Loss before tax	(58,739)	(10,797)
<b>Adjustments</b>		
Depreciation and amortization	1,072	114
Impairment of investment	60,906	29,602
Unrealised exchange differences - net	31	67
Interest expense	1,251	1,162
Dividend Income	-	(18,250)
Interest income	(177)	(154)
<b>Operating profit before working capital changes</b>	<b>4,344</b>	<b>1,744</b>
<b>Working capital changes:</b>		
Trade and other receivable	(37)	3,644
Financial and other current assets	1,068	(599)
Trade payables	(1,755)	3,619
Other financial and current liability	(1,960)	(3,881)
Other liabilities and provisions	(1,089)	-
<b>Net cash generated from operations</b>	<b>571</b>	<b>4,527</b>
Direct taxes (paid) / refund	(590)	-
<b>Net cash generated by / (used in) operating activities</b>	<b>(19)</b>	<b>4,527</b>
<b>B. Cash flows from investing activities:</b>		
Acquisition of plant and equipment (net of deletions)	(23)	(7)
Investments made	(16,110)	(33,443)
Dividend received	-	18,250
Interest received	177	154
<b>Net cash generated by / (used in) investing activities</b>	<b>(15,956)</b>	<b>(15,046)</b>
<b>C. Cash flows from financing activities:</b>		
Proceeds from loans and borrowings	58,610	-
Repayment of loans and borrowings	(45,048)	(57,120)
Repayment of lease liability	(1,990)	(384)
Shares issued during the year	-	72,902
Interest paid	(1,061)	(1,162)
<b>Net cash generated by / (used in) financing activities</b>	<b>10,511</b>	<b>14,236</b>
<b>Net (decrease) / increase in cash and cash equivalents during the year</b>	<b>(5,464)</b>	<b>3,717</b>
Cash and cash equivalents at the beginning of the year	6,826	3,176
Effect of exchange rate changes on cash	(54)	(67)
<b>Cash and cash equivalents at the end of the year (refer note 8)</b>	<b>1,308</b>	<b>6,826</b>

Significant accounting policies

2

The accompanying notes are an integral part of the special purpose financial statements.

As per our report attached  
**For B S R & Co. LLP**  
Chartered Accountants  
Firm Registration No: 101248W/W-100022

For and on behalf of Board of Directors of  
**Wirpo Holdings (UK) Limited**

Sd/-  
**Amrit Bhansali**  
Partner  
Membership No: 065155  
Place: Bengaluru  
Date: 15 June 2023

Sd/-  
**Omkar Bhalchandra Nisal**  
Director  
Place: Bengaluru  
Date: 15 June 2023

Sd/-  
**Sushil Agrawal**  
Director



**Wipro Holdings (UK) Limited**  
**Notes forming part of the Financial Statements for the year ended 31 March 2023**  
**(All amounts are in GBP thousands, unless otherwise stated)**

**1 The Company overview**

Wipro Holdings (UK) Limited (the Company), is a subsidiary of Wipro Limited (the holding company). The principal activities of the Company are to act as a holding entity for step down subsidiaries and provide IT enabled services. Wipro Limited holds 100% equity of the Company.

**2 Basis of preparation of financial statements and significant accounting policies**

**2.1 Basis of preparation of special purpose financial statements**

**(i) Statement of compliance and basis of preparation**

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

The Company has accumulated losses amounting GBP 144,011 as on 31 March 2023. The special purpose financial statement has been prepared on the assumption that the Company will continue as a going concern, based on the continuing financial support by the shareholders / investors. Further, the holding Company has adequate liquid assets to support the operation of the Company for next one year including extension of inter-company borrowings, if necessary. Accordingly, the Company will be able to realise its assets and discharge its liabilities as recorded in these special purpose financial statements in the normal course of business

**(ii) Basis of measurement**

These special purpose financial statements have been prepared on a historical cost convention and on an accrual basis. All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of services and the time between the rendering of service and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current and noncurrent classification of assets and liabilities.

**(iii) Use of estimates and judgement**

The special purpose preparation of financial statements in conformity with Ind AS requires the management to make estimate and assumptions that affect the reported amount of assets and liabilities as at the Balance Sheet date, reported amount of revenue and expenses for the year and disclosures of contingent liabilities as at the Balance Sheet date. The estimates and assumptions used in the accompanying financial statements are based upon the Management's evaluation of the relevant facts and circumstances as at the date of the financial statements. Actual results could differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates, if any, are recognized in the year in which the estimates are revised and in any future years affected. Refer Note M for detailed discussion on estimates and judgments.

Wipro Holdings (UK) Limited  
Notes forming part of the Financial Statements for the year ended 31 March 2023  
(All amounts are in GBP thousands, unless otherwise stated)

2.2 Significant accounting policies

A. 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.

These financial instruments are recognised initially at fair value. Financial assets are derecognised when substantial risks and rewards of ownership of the financial asset has been transferred. In cases where substantial risks and rewards of ownership of the financial asset are neither transferred or retained, financial asset are de-recognised only when the Company has not retained control over the financial asset.

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

i Cash and cash equivalent

Cash and cash equivalent in the balance sheet comprise cash at banks, cash on hand and short-term deposits net of bank overdraft with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, cash in banks and short-term deposits net of bank overdraft.

ii 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.

iii Trade and Other Payables

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

B Revenue recognition

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

Services:

The Company recognizes revenue when the significant terms of the arrangement are enforceable, services have been delivered and the collectability is reasonably assured. The method of recognizing the revenues and costs depends on the nature of the services rendered.

i Time and material contracts

Revenues and costs relating to time and material contracts are recognized as the related services are rendered.

Wipro Holdings (UK) Limited  
Notes forming part of the Financial Statements for the year ended 31 March 2023  
(All amounts are in GBP thousands, unless otherwise stated)

ii **Fixed-price contracts**

Revenues from fixed-price contracts, including systems development and integration contracts are recognized using the "percentage-of-completion" method. Percentage of completion is determined based on project costs incurred to date as a percentage of total

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

'Unearned revenues' represent billing in excess of revenue recognized. Advance payments received from customers for which no services have been rendered are presented as 'Advance from customers'.

iii **Maintenance contracts**

Revenue from maintenance contracts is recognized rateably over the period of the contract using the percentage of completion method. When services are performed through an indefinite number of repetitive acts over a specified period of time, revenue is recognized on a straight-line basis over the specified period unless some other method better represents the stage of completion.

In certain projects, a fixed quantum of service or output units is agreed at a fixed price for a fixed term. In such contracts, revenue is recognized with respect to the actual output achieved till date as a percentage of total contractual output. Any residual service unutilized by the customer is recognized as revenue on completion of the term. Revenue recognition is done on straight line basis over the term of performance obligation using the output method (with respect to time)

iv **Others**

The Company accounts for volume discounts and pricing incentives to customers by reducing the amount of revenue recognized at the time of sale. The Company accrues the estimated cost of warranties at the time when the revenue is recognized. The accruals are based on the Company's historical experience of material usage and service delivery costs. Costs that relate directly to a contract and incurred in securing a contract are recognized as an asset and amortized over the contract term.

Contract expenses are recognised as expenses by reference to the stage of completion of contract activity at the end of the reporting period.

v **Products:**

Revenue from sale of products is recognised when the significant risks and rewards of ownership has been transferred in accordance with the sales contract. Revenue from product sales is shown net of excise duty and net of sales tax separately charged and applicable discounts.

vi **Other income**

Interest is recognized using the time proportion method, based on the rates implicit in the transaction.

Wipro Holdings (UK) Limited  
Notes forming part of the Financial Statements for the year ended 31 March 2023  
(All amounts are in GBP thousands, unless otherwise stated)

C Property, plant and equipment

i Recognition and measurement

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures directly attributable to the acquisition of the asset. General and specific borrowing costs directly attributable to the construction of a qualifying asset are capitalized as part of the cost.

ii Depreciation

The Company depreciates property, plant and equipment over the estimated useful life on a straight-line basis from the date the assets are available for use. Assets acquired under finance lease and leasehold improvements are amortized over the shorter of estimated useful life of the asset or the related lease term. Term licenses are amortized over their respective contract term. Freehold land is not depreciated. The estimated useful life of assets are reviewed and where appropriate are adjusted, annually. The estimated useful lives of assets are as follows

Category	Useful life
Buildings	28 to 40 years
Plant and machinery	5 to 21 years
Computer equipment and software	2 to 7 years
Furniture, fixtures and equipment	3 to 10 years
Vehicles	4 to 5 years

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

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

D Foreign currency transactions and translations

(i) Functional and presentation currency

These financial statements are presented in the British Pound, the national currency of United Kingdom, 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.

Wipro Holdings (UK) Limited  
Notes forming part of the Financial Statements for the year ended 31 March 2023  
(All amounts are in GBP thousands, unless otherwise stated)

E Taxes

Income tax

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

Deferred 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.

F Leases

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

a) Arrangements where the Company is the lessee

The Company assesses, whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract involves-

(a) the use of an identified asset,

(b) the right to obtain substantially all the economic benefits from use of the identified asset, and

(c) the right to direct the use of the identified asset.

The Company at the inception of the lease contract recognizes a Right-of-Use (RoU) asset at cost and corresponding lease liability, except for leases with term of less than twelve months (short term) and low-value assets.

The cost of the right-of-use assets comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease plus any initial direct costs, less any lease incentives received. Subsequently, the right-of-use assets is measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use assets.

The Company applies IND AS 36 to determine whether a RoU asset is impaired and accounts for any identified impairment loss as described in the impairment of non-financial assets included as part of special purpose financial statements for the year ended March 31, 2023.

For lease liabilities at inception, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate is readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate.

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

Company has elected not to apply requirements of para 22-49 of Ind AS 116 to short term leases and low value leases. For short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the lease term

Wipro Holdings (UK) Limited  
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**b) Arrangements where the Company is the lessor**

Lease income from operating leases where the group is a lessor is recognized in income on a straight line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognized as expense over the lease term on the same basis as lease income. The respective leased assets are included in the balance sheet based on their nature. The group did not need to make any adjustments to the accounting assets held as lessor as a result of adopting the new leasing standard.

**G Cash flow statement**

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

**H Equity and share capital**

**(a) Share capital**

The authorized share capital of the Company as of March 31, 2023 is 226,151,974 (Mar 2022 - 226,151,974) equity shares of face value USD 1 each

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 capital reserve and undistributed earnings after taxes.

**I Earnings per share**

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the period adjusted for treasury shares held. 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.

**J Provisions and contingent liabilities**

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.

The Company records a provision for decommissioning costs. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognized as part of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognized in the statement of profit and loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

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**K Impairment of non-financial assets**

The Company assesses investments in subsidiaries for impairment whenever events or changes in circumstances indicate that the carrying amount of the investment may not be recoverable. If any such indications exists, the Company estimates the recoverable amount of the investment in subsidiary. The recoverable amount of such investment is the higher of its fair value less cost of disposal ("FVLCD") and its value-in-use ("VIU"). The VIU of the investment is calculated using projected future cash flows. If the recoverable amount of the investment is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the statement of profit and loss.

**L Inventories**

Inventories are valued at the lower of cost and net realisable value.

Materials, packaging materials and stores and spare parts are valued at lower of cost and net realizable value. Cost includes purchase price, (excluding those subsequently recoverable by the enterprise from the concerned revenue authorities), freight inwards and other expenditure incurred in bringing such inventories to their present location and condition. In determining the cost, weighted average cost method is used.

Provision of obsolescence on inventories is considered on the basis of management's estimate based on demand and market of the inventories.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and the estimated costs necessary to make the sale.

The comparison of cost and net realizable value is made on item by item basis.

**M Significant accounting judgments, estimates and assumptions**

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future years.

**N Estimates and assumptions**

The key assumptions concerning the future and other key sources of estimation uncertainty at the year end date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

**O Investments**

*Financial instruments measured at amortised cost:*

Debt instruments that meet the following criteria are measured at amortised cost (except for debt instruments that are designated at fair value through Profit or Loss (FVTPL) on initial recognition):

- i. the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- ii. the contractual terms of the instrument give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

*Investments in subsidiaries:*

Investment in equity instruments of subsidiaries are measured at cost less impairment

Investment in redeemable preference shares of subsidiaries are measured at FVTPL. These investments are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in statement of profit and loss. The gain or loss on disposal is recognised in statement of profit and loss.

*Investments in equity instruments:*

The Company carries certain equity instruments which are not held for trading. At initial recognition, the Company may make an irrevocable election to present subsequent changes in the fair value of an investment in an equity instrument in other comprehensive income (FVTOCI) or through statement of profit and loss (FVTPL). For investments designated to be classified as FVTOCI, movements in fair value of investments are recognised in other comprehensive income and the gain or loss is not transferred to statement of profit and loss on disposal of investments. For investments designated to be classified as FVTPL, both movements in fair value of investments and gain or loss on disposal of investments are recognised in the statement of profit and loss.

Wipro Holdings (UK) Limited  
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2.3 Significant estimates and judgements

(a) 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.

(b) Impairment of non-financial assets

In assessing impairment, management estimates the recoverable amount of each asset or cash-generating units based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate

(c) Revenue recognition

The Company uses the percentage of completion method using the input (cost expended) method to measure progress towards completion in respect of fixed price contracts. Percentage of completion method accounting relies on estimates of total expected contract revenue and costs. This method is followed when reasonably dependable estimates of the revenues and costs applicable to various elements of the contract can be made. Key factors that are reviewed in estimating the future costs to complete include estimates of future labour costs and productivity efficiencies. Because the financial reporting of these contracts depends on estimates that are assessed continually during the term of these contracts, revenue recognised, profit and timing of revenue for remaining performance obligations are subject to revisions as the contract progresses to completion. When estimates indicate that a loss will be incurred, the loss is provided for in the period in which the loss becomes probable. Volume discounts are recorded as a reduction of revenue. When the amount of discount varies with the levels of revenue, volume discount is recorded based on estimate of future revenue from the customer

(d) Useful lives of property, plant and equipment

The Company depreciates property, plant and equipment on a straight-line basis over estimated useful lives of the assets. The charge in respect of periodic depreciation is derived based on an estimate of an asset's expected useful life and the expected residual value at the end of its life. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology. The estimated useful life is reviewed at least annually.

(e) 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.

(f) Leases

**The Company as a lessee**

Ind AS 116 defines a lease term as the non-cancellable period for which the lessee has the right to use an underlying asset including optional periods, when an entity is reasonably certain to exercise an option to extend (or not to terminate) a lease. The Company considers all relevant facts and circumstances that create an economic incentive for the lessee to exercise the option when determining the lease term. The option to extend the lease term are included in the lease term, if it is reasonably certain that the lessee will exercise the option. The Company reassess the option when significant events or changes in circumstances occur that are within the control of the lessee



**Wipro Holdings (UK) Limited**  
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**The Company as a lessor**

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

For leases under which the Company is an intermediate lessor, the Company accounts for the head-lease and the sub-lease as two separate contracts. The sub-lease is further classified either as a finance lease or an operating lease by reference to the RoU asset arising from the head-lease.

**2.4 New standards notified and yet to be adopted by the Company:**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On 31 March 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from 1 April 2023, as below:

**Ind AS 1 - Presentation of Financial Statements**

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

**Ind AS 12 - Income Taxes**

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company does not expect this amendment to have any significant impact in its financial statements.

**Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors**

The amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after 1 April 2023. The Company does not expect this amendment to have any significant impact in its financial statements.

Wipro Holdings (UK) Limited  
Notes forming part of the Financial Statements for the year ended 31 March 2023  
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3. Property, plant and equipment

	Plant and machinery	Buildings	Total
<b>Gross block (at cost)</b>			
Balance as at 01 April 2021	2,271	3,990	6,261
Additions	2	-	2
Adjustment	(659)	-	(659)
Balance as at 31 March 2022	<u>1,614</u>	<u>3,990</u>	<u>5,604</u>
Balance as at 01 April 2022	1,614	3,990	5,604
Additions	23	-	23
Deletions	(357)	-	(357)
Balance as at 31 March 2023	<u>1,280</u>	<u>3,990</u>	<u>5,270</u>
<b>Accumulated depreciation</b>			
Balance as at 01 April 2021	2,261	1,286	3,547
Depreciation charge for the year	43	71	114
Adjustments	(720)	62	(658)
Balance as at 31 March 2022	<u>1,584</u>	<u>1,419</u>	<u>3,003</u>
Balance as at 01 April 2022	1,584	1,419	3,003
Depreciation charge for the year	45	52	97
Deletions	(357)	-	(357)
Balance as at 31 March 2023	<u>1,272</u>	<u>1,471</u>	<u>2,743</u>
Net block balance as at 31 March 2022	30	2,571	2,601
Net block balance as at 31 March 2023	8	2,519	2,527

Note 3A : ROU Assets

	Plant and machinery	Total
<b>Gross block</b>		
Balance as at 01 April 2021	-	-
Additions	6	6
Balance as at 31 March 2022	<u>6</u>	<u>6</u>
Balance as at 01 April 2022	6	6
Additions	4,854	4,854
Balance as at 31 March 2023	<u>4,860</u>	<u>4,860</u>
<b>Accumulated depreciation</b>		
Balance as at 01 April 2021	-	-
Depreciation charge for the year	-	-
Balance as at 31 March 2022	<u>-</u>	<u>-</u>
Balance as at 01 April 2022	-	-
Depreciation charge for the year	975	975
Balance as at 31 March 2023	<u>975</u>	<u>975</u>
Balance as at 31 March 2022	6	6
Balance as at 31 March 2023	3,885	3,885

**Wipro Holdings (UK) Limited**  
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**4 Investments**

	As at 31 March 2023	As at 31 March 2022
<i>Investment in equity instruments designated as at fair value through OCI</i>		
Unquoted equity shares	27,145	27,145
<i>Investment in equity instruments measured at amortized cost</i>		
Investment in subsidiaries (Refer - Note 1 below)	227,930	211,821
Less: Provision of impairment	(201,587)	(140,681)
	<b>53,489</b>	<b>98,285</b>
Current	-	-
Non current	53,489	98,285
	<b>53,489</b>	<b>98,285</b>

Name	% of Holding 31 March 2023	% of Holding 31 March 2022	Value of Investment as on 31 March 2023	Value of Investment as on 31 March 2022
Wipro Financial Outsourcing Services Limited	100.00%	100.00%	43,422	43,422
Wipro Financial Services UK Limited	100.00%	100.00%	4,677	4,677
Designit A/S	100.00%	100.00%	103,588	89,052
Wipro Bahrain Limited Co. W.L.L	100.00%	100.00%	6,390	6,390
Wipro Gulf LLC	99.90%	99.90%	13,048	13,048
Wirpo IT Services S.R.L.	100.00%	100.00%	8	8
Wipro 4C NV	100.00%	100.00%	56,797	55,224
Less: Provision for Diminution in value of investment			(201,587)	(140,681)
			<b>26,343</b>	<b>71,140</b>

The annual financial statements presented are not consolidated annual financial statements as the entity qualifies for the consolidation exemption in Ind AS 110 Consolidated Financial Statements.

The exemption is allowed provided that all of the following criteria are complied with:

- The entity is wholly owned or partially owned, where none of the other shareholder's object to the fact that consolidated annual financial statements are not prepared.
- The entity's debt or equity instruments are not traded in a public market.
- The entity did not file, and is not in the process of filing its annual financial statements with a securities commission or other regulatory organisation for the purpose of issuing any class of instrument in a public market, and
- The entity's ultimate or intermediary parent produces consolidated annual financial statements available for public use which comply with Ind AS.

Wipro Limited, incorporated in India, produces consolidated annual financial statements available for public use. These annual financial statements can be obtained from Doddakanelli, Sarjapur Road, Bangalore - 560035.

**Details of unquoted equity instruments/investments of subsidiaries (fully paid up)**

Name of subsidiary	Currency of Investment	Face Value	No. of units	Balance at 31 March 2023		
				Gross Value	Impairment	Net Value
Wipro Financial Outsourcing Services Limited	GBP	GBP 1	100,000	43,422	42,800	622
Wipro Financial Services UK Limited	GBP	GBP 1	100	4,677	4,677	-
Designit A/S	DKK	DKK 100	100,005	103,588	103,588	-
Wipro Bahrain Limited Co. W.L.L	BHD	BHD 50	1,000	6,390	5,962	428
Wipro Gulf LLC	OMR	OMR 1	149,850	13,048	8,656	4,392
Wirpo IT Services S.R.L.	RON	RON 10	4,520	8	-	8
Wipro 4C NV	EUR	*	62,403	56,797	35,904	20,893
				<b>227,930</b>	<b>201,587</b>	<b>26,343</b>

Name of subsidiary	Currency of Investment	Face Value	No. of units	Balance at 31 March 2022		
				Gross Value	Impairment	Net Value
Wipro Financial Outsourcing Services Limited	GBP	GBP 1	100,000	43,422	42,800	622
Wipro Financial Services UK Limited	GBP	GBP 1	100	4,677	4,677	-
Designit A/S	DKK	DKK 100	100,004	89,052	66,508	22,544
Wipro Bahrain Limited Co. W.L.L	BHD	BHD 50	1,000	6,390	3,964	2,426
Wipro Gulf LLC	OMR	OMR 1	149,850	13,048	6,918	6,130
Wirpo IT Services S.R.L.	RON	RON 10	4,520	8	-	8
Wipro 4C NV	EUR	*	43,303	55,224	15,814	39,410
				<b>211,821</b>	<b>140,681</b>	<b>71,140</b>

\* The shares do not have face value.

**Wipro Holdings (UK) Limited**  
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**5. Other financial assets**

	As at 31 March 2023	As at 31 March 2022
<b>Non-current</b>		
Finance lease receivables	276	994
	<b>276</b>	<b>994</b>
<b>Current</b>		
Finance lease receivables	743	830
Other advances	11	459
	<b>754</b>	<b>1,289</b>

**Finance lease receivables**

Finance lease receivables consist of assets that are leased to customers for contract terms ranging from 1 to 5 years, with lease payments due in monthly or quarterly instalments

Particulars	As at 31 March 2023	As at 31 March 2022
Not later than one year	760	859
Later than one year but not later than five years	278	1,009
<b>Gross investment in lease</b>	<b>1,038</b>	<b>1,868</b>
Less: Unearned financial income	(19)	(44)
<b>Present value of minimum lease payment receivable</b>	<b>1,019</b>	<b>1,824</b>
	-	-

**6. Inventories**

(At lower of cost and net realizable value)

	As at 31 March 2023	As at 31 March 2022
Traded goods	-	284
	-	<b>284</b>

**7. Trade receivable**

	As at 31 March 2023	As at 31 March 2022
<b>Unsecured:</b>		
Considered good	3,844	2,812
Considered doubtful	-	46,727
Less: Allowance for lifetime expected credit loss	-	(46,727)
	<b>3,844</b>	<b>2,812</b>
Unbilled receivables	417	1,412
	<b>4,261</b>	<b>4,224</b>

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

	As at 31 March 2023	As at 31 March 2022
Opening balance	46,727	42,942
Less: written off during the year	(46,727)	-
Add: Additions/write back during the year	-	3,785
Closing balance	-	<b>46,727</b>

**8. Cash and cash equivalent**

	As at 31 March 2023	As at 31 March 2022
Balances with banks		
In current accounts	1,308	6,826
	<b>1,308</b>	<b>6,826</b>

**9. Loans**

	As at 31 March 2023	As at 31 March 2022
<b>Loans</b>		
<b>Current</b>		
<u>Unsecured, considered good</u>		
Wipro IT Services UK Societas (SONIA + 2%)	1,005	1,067
Rizing Limited (SONIA + 0.675%)	1,007	-
Wipro Appirio UK Limited (SONIA + 0.85%)	810	-
Wipro Technologies GmbH (12-months EUR LIBOR + 2%)	-	1,294
Wipro Holdings Hungary KFT (SONIA + 0.85%)	-	56
Wipro Technologies Nigeria Limited (12-months USD LIBOR + 2%)	42	39
Wipro 4C NV (12-months EUR LIBOR + 0.85%)	1,788	1,693
Wipro Weare4C UK Limited (12-months GBP LIBOR + 0.85%)	306	301
Wipro 4C Consulting France SAS (12-months EUR LIBOR + 0.85%)	894	846
	<b>5,852</b>	<b>5,296</b>

**Wipro Holdings (UK) Limited**  
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**10. Other current assets**

	As at 31 March 2023	As at 31 March 2022
<b>Non-current</b>		
Prepaid expenses	1	139
	<b>1</b>	<b>139</b>
<b>Current</b>		
Prepaid expenses	289	161
VAT receivable	464	-
Advance to suppliers	4	-
	<b>757</b>	<b>161</b>

**11A. Share Capital**

The Company has only one class of equity shares having a par value of USD 1 per share, referred to herein as equity shares.

	As at 31 March 2023	As at 31 March 2022
<b>Authorized</b>		
226,151,974 (31 Mar 2022: 226,151,974) equity shares of 1 USD each	152,365	152,365
	<b>152,365</b>	<b>152,365</b>
<b>Issued, subscribed and paid-up capital</b>		
Equity shares of [USD 1] each issued, subscribed and fully paid: 226,151,974 (Mar 2022-226,151,974)	152,365	152,365
	<b>152,365</b>	<b>152,365</b>

Share Issued included 1 deferred share of GBP 1. The holder of the deferred share does not have the right to receive notice or to attend and vote at general meetings of the Company, is not entitled to any dividend declared or paid by the Company, and in the event of any winding up, shall be entitled to repayment of the nominal value of such share but shall not be entitled to participate further in any distribution of the Company's assets.

**(a) Reconciliation of equity shares outstanding at the beginning and at the end of the year**

	31 March 2023		31 March 2022	
	Number of shares	Amount	Number of shares	Amount
Outstanding at the beginning of the year	226,151,974	152,365	130,151,974	79,463
Add: Issued during the year	-	-	96,000,000	72,902
Outstanding at the end of the year	<b>226,151,974</b>	<b>152,365</b>	<b>226,151,974</b>	<b>152,365</b>

**(b) Shares held by holding Company/ultimate holding Company and/ or their subsidiaries/ associates**

	31 March 2023	31 March 2022
Wipro Limited, the ultimate holding Company 226,151,974 (31 March 2022: 226,151,974)	152,365	152,365

**Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company**

Name of the shareholder	31 March 2023		31 March 2022	
	Number of shares	% of holding in the class	Number of shares	% of holding in the class
Wipro Limited, the ultimate holding Company	226,151,974	100.00%	226,151,974	100.00%

**11B. Other Equity**

	As at 31 March 2023	As at 31 March 2022
<b>Surplus/(deficit) in the Statement of Profit and Loss</b>		
Opening balance	(84,447)	(88,644)
Add: Net loss for the current year	(59,564)	(10,979)
Closing balance	<b>(144,011)</b>	<b>(99,623)</b>
Add: Other Comprehensive Income	-	15,176
<b>Total other equity</b>	<b>(144,011)</b>	<b>(84,447)</b>

**12. Trade payables**

	As at 31 March 2023	As at 31 March 2022
i) total outstanding dues of micro enterprises and small enterprises	-	-
ii) total outstanding dues of creditors other than micro enterprise and small enterprise *	6,064	7,819
	<b>6,064</b>	<b>7,819</b>

\* Includes related party transactions. (Refer Note 23)

**13. Other Financial Liabilities**

	As at 31 March 2023	As at 31 March 2022
<b>Non-current</b>		
Lease Liabilities	3,054	900
	<b>3,054</b>	<b>900</b>
<b>Current</b>		
Lease Liabilities	1,674	837
	<b>1,674</b>	<b>837</b>

**14. Borrowings**

	As at 31st March 2023	As at 31 March 2022
<b>Unsecured:</b>		
Wipro Holdings Investment KFT (SONIA + 0.85%)	35,200	34,141
Wipro Holdings Investment KFT (12-months USD LIBOR + 0.85%)	6,802	-
Wipro Holdings Hungary KFT (12-months USD LIBOR + 0.85%)	5,701	-
	<b>47,703</b>	<b>34,141</b>

**15. Other Liabilities**

	As at 31 March 2023	As at 31 March 2022
VAT payable	-	1,960
	<b>-</b>	<b>1,960</b>

**16. Income tax liabilities**

	As at 31 March 2023	As at 31 March 2022
Provision for tax, net of advance tax	424	189
	<b>424</b>	<b>189</b>

**Wipro Holdings (UK) Limited**  
**Notes forming part of the Financial Statements for the year ended 31st March 2023**  
 (All amounts are in GBP thousands, unless otherwise stated)

	Year ended 31 March 2023	Year ended 31 March 2022
<b>17. Revenue from Operations</b>		
Sale of services	18,292	16,179
	<b>18,292</b>	<b>16,179</b>

**A. Contract asset and liabilities**

The Company classifies its right to consideration in exchange for deliverables as either a receivable or a contract asset. A receivable is a right to consideration that is unconditional. A right to consideration is unconditional if only the passage of time is required before payment of that consideration is due. For example, the Company recognizes a receivable for revenues related to time and materials contracts or volume-based contracts. The Company presents such receivables as part of unbilled receivables at their net estimated realizable value.

**Contract liabilities:** During the year ended March 31, 2023 the Company recognized revenue of GBP 1,112 arising from contract liabilities as at March 31, 2022. During the year ended March 31, 2022, the Company recognized revenue of GBP 592 arising from opening unearned revenue as at April 1, 2021.

**Contract assets:** During the year ended March 31, 2023, GBP Nil of contract assets pertaining to fixed-price development contracts have been reclassified to receivables on completion of milestones, During the year ended March 31, 2022, GBP 62 of contract assets pertaining to fixed-price development contracts have been reclassified to receivables on completion of milestones.

**B. Remaining performance obligations**

Revenue allocated to remaining performance obligations represents contracted revenue that has not yet been recognized, which includes contract liabilities and amounts that will be invoiced and recognized as revenue in future periods. Applying the practical expedient, the Company has not disclosed its right to consideration from customers in an amount that corresponds directly with the value to the customer of the Company's performance completed to date, which are contracts invoiced on time and material basis and volume based.

As at March 31, 2023, the aggregate amount of transaction price allocated to remaining performance obligations, other than those meeting the exclusion criteria above, was GBP 2,459 of which approximately 100% is expected to be recognized as revenues within two years, and the remainder thereafter. This includes contracts, with a substantive enforceable termination penalty if the contract is terminated without cause by the customer, based on an overall assessment of the contract carried out at the time of inception. Historically, customers have not terminated contracts without cause.

As at March 31, 2022, the aggregate amount of transaction price allocated to remaining performance obligations, other than those meeting the exclusion criteria above, was GBP 5,974 of which approximately 100% is expected to be recognized as revenues within two years, and the remainder thereafter. This includes contracts, with a substantive enforceable termination penalty if the contract is terminated without cause by the customer, based on an overall assessment of the contract carried out at the time of inception. Historically, customers have not terminated contracts without cause.

**18. Other Income**

	Year ended 31 March 2023	Year ended 31 March 2022
Dividend Income	-	18,250
Rental Income	668	668
Interest on debt instruments and others	177	154
Other exchange differences, net	332	-
Other Income	1,058	170
	<b>2,235</b>	<b>19,242</b>

**19. Finance costs**

	Year ended 31 March 2023	Year ended 31 March 2022
Interest Cost	1,251	1,162
	<b>1,251</b>	<b>1,162</b>

Wipro Holdings (UK) Limited  
Notes forming part of the Financial Statements for the year ended 31st March 2023  
(All amounts are in GBP thousands, unless otherwise stated)

20. Other expenses

	Year ended 31 March 2023	Year ended 31 March 2022
Auditors Fees	128	23
Bank charges	8	12
Donations	124	205
Legal and Professional Fees	20	55
Miscellaneous expenses	29	7
Rates and taxes	2	-
Other exchange differences, net	-	169
	<b>311</b>	<b>471</b>

21. Cost of Materials Consumed

	Year ended 31 March 2023	Year ended 31 March 2022
Cost of materials consumed	284	413
	<b>284</b>	<b>413</b>

22. Leases

i) The carrying amount of lease liability recognised and the movements during the period

	Year ended 31 March 2023	Year ended 31 March 2022
Balance as at 1 April, 2022	1,737	1,842
Add: Addition during the period	4,854	102
Add: Interest accrued during the period	190	13
Less : Exchange rate differences	(63)	164
Less : Payment during the period	(1,990)	(384)
<b>Balance as at 31 March, 2023</b>	<b>4,728</b>	<b>1,737</b>
Current	1,674	837
Non Current	3,054	900
<b>Total</b>	<b>4,728</b>	<b>1,737</b>
	-	-

ii) The following are the amounts recognised in statement of profit and loss:

	Year ended 31 March 2023	Year ended 31 March 2022
Interest on lease liabilities	190	13
Depreciation on ROU assets	975	-
	<b>1,165</b>	<b>13</b>

iii) Amounts recognised in the statement of cash flows

	Year ended 31 March 2023	Year ended 31 March 2022
Cash payments for lease liability	1,990	384
	<b>1,990</b>	<b>384</b>

iv) Maturity analysis

	Year ended 31 March 2023	Year ended 31 March 2022
Not later than 1 year	1,927	865
Later than 1 year and not later than 5 years	3,219	913
Less : Discounting impact	(418)	(41)
	<b>4,728</b>	<b>1,737</b>

**Wipro Holdings (UK) Limited**  
**Notes forming part of the Financial Statements for the year ended 31st March 2023**  
(All amounts are in GBP thousands, unless otherwise stated)

**23 Related party disclosure**

**i) Parties where control exists**

Nature of relationship	Name of Related Party
Ultimate Holding Company	Wipro Limited
Fellow Subsidiary	Wipro IT Services UK Societas
Fellow Subsidiary	Rizing Limited (Effective from 20 May, 2022)
Fellow Subsidiary	Wipro Appirio UK Limited
Fellow Subsidiary	Wipro Technologies GmbH
Fellow Subsidiary	Wipro Holdings Hungary KFT
Fellow Subsidiary	Wipro Technologies Nigeria Limited
Subsidiary	Wipro 4C NV
Fellow Subsidiary	Wipro Weare4C UK Limited
Fellow Subsidiary	Wipro 4C Consulting France SAS
Fellow Subsidiary	Wipro Holdings Investment KFT
Fellow Subsidiary	Wipro Information Technology Netherlands BV.
Fellow Subsidiary	The Capital Markets Company (UK) Ltd
Fellow Subsidiary	Wipro UK Limited
Subsidiary	Wipro Financial Services UK Limited
Subsidiary	Wipro Financial Outsourcing Services Limited
Fellow Subsidiary	International TechneGroup Ltd.
Fellow Subsidiary	Wipro Travel Services Limited
Fellow Subsidiary	Designit Denmark A/S

**ii) The Company has the following related party transactions:**

Particulars	31 March 2023	31 March 2022
<b>Dividend received</b>		
Wipro Bahrain Limited Co. W.L.L	-	2,159
Wipro Gulf LLC	-	5,807
<b>Interest Income</b>		
Wipro Technologies GmbH	18	27
Wipro Appirio UK Limited	10	-
Wipro 4C NV	31	1
Wipro Weare4C UK Limited	9	1
Wipro 4C Consulting France SAS	15	-
Wipro IT Services UK Societas	43	77
Rizing Limited	14	-
<b>Revenue</b>		
Wipro Limited	2,135	-
<b>Rental Income</b>		
Wipro Limited	668	668
The Capital Markets Company (UK) Ltd	18	-
<b>Interest Expense</b>		
Wipro Holdings Hungary KFT	1	462
Wipro Holdings Investment KFT	1,060	652



**Wipro Holdings (UK) Limited**  
**Notes forming part of the Financial Statements for the year ended 31st March 2023**  
(All amounts are in GBP thousands, unless otherwise stated)

<b>Commission Expense</b>		
Wipro Limited	8	15
 <b>Sub Contracting/Technical Fees</b>		
Wipro Limited	13,738	10,875
The Capital Markets Company (UK) Ltd	916	-
Designit Denmark A/S	119	-

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

Particulars	31 March 2023	31 March 2022
<b>(A) Loans Receivable</b>		
Wipro IT Services UK Societas	1,005	1,067
Rizing Limited	1,007	-
Wipro Appirio UK Limited	810	-
Wipro Technologies GmbH	-	1,294
Wipro Holdings Hungary KFT	-	56
Wipro Technologies Nigeria Limited	42	39
Wipro 4C NV	1,788	1,693
Wipro Weare4C UK Limited	306	301
Wipro 4C Consulting France SAS	894	846
 <b>(B) Loans Payable</b>		
Wipro Limited	-	-
Wipro Holdings Investment KFT	42,002	34,141
Wipro Holdings Hungary KFT	5,701	-
Wipro Technologies GmbH	-	-
 <b>(C) Trade Receivable</b>		
The Capital Markets Company (UK) Ltd	14	-
Wipro UK Limited	-	13
 <b>(D) Trade Payables</b>		
Wipro Limited	2,362	4,230
Wipro Information Technology Netherlands BV.	-	324
Wipro Financial Services UK Limited	19	-
Wipro Financial Outsourcing Services Limited	624	-
Wipro Appirio UK Limited	-	99
International TechneGroup Ltd.	33	91
Wipro Weare4C UK Limited	-	6
Wipro Travel Services Limited	-	7
Designit Denmark A/S	-	90

\*Amounts below rounding off norm adopted by the Company

- iv) The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free except for borrowings and settlement occurs in cash. Corporate Guarantee has been provided by Wipro Limited on behalf of Wipro Holdings UK Limited for its external customers amounting to GBP Nil (31 March 2022: GBP 1,671). For the year ended 31 March 2023, the Company has not recorded any impairment of receivables relating to amounts owed by related parties (31 March 2022: Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

**Wipro Holdings (UK) Limited**  
**Notes forming part of the Financial Statements for the year ended 31st March 2023**  
 (All amounts are in GBP thousands, unless otherwise stated)

**24 Income Tax**

i Tax losses of are available for offsetting against future taxable profits of the Company or Group Companies. Deferred tax assets have not been recognized in respect of these losses as they may not be used to offset taxable profits and there are no other tax planning opportunities or other evidence of recoverability in the near future.

ii **Income tax expense**

- Current tax taxes  
**Income tax expense reported in the statement of profit or loss**

31-Mar-23	31-Mar-22
825	182
<b>825</b>	<b>182</b>

iii **Reconciliation of tax charge**

Loss before tax  
 Income tax expense at tax rates applicable (19%)  
 Tax effects of:  
 - Provision for diminution in investment (inadmissible expenses)  
 - Dividend income (exempt income)  
 - Previous year impact  
 - Timing differences  
 - Others  
**Income tax expense**

31-Mar-23	31-Mar-22
(58,739)	(10,797)
(11,160)	(2,051)
11,572	5,624
-	(3,468)
38	68
197	-
178	9
<b>825</b>	<b>182</b>

iv **Deferred tax charge**

Deferred tax on change in fair value of equity instruments designated as FVTOCI  
 Other

31-Mar-23	31-Mar-22
5,271	5,271
39	-
<b>5,310</b>	<b>5,271</b>

**25 Earnings/ Loss per share**

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

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

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

	31-Mar-23	31-Mar-22
Profit / (Loss) attributable to equity holders	(59,564)	(10,979)
Loss attributable to equity holders adjusted for the effect of dilution	(59,564)	(10,979)
Weighted average number of equity shares for basic EPS	226,151,974	136,201,289
Weighted average number of equity shares adjusted for the effect of dilution	<b>226,151,974</b>	<b>136,201,289</b>
Basic and Diluted loss per share (GBP)	(0.26)	(0.08)

**26 Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker regularly monitors and reviews the operating result of the whole Company as one segment. Geographically segment revenue and results are generated entirely from Europe. Thus, as defined in Ind AS 108 "Operating Segments", the Company's entire business falls under this one operational segment and hence the necessary information has already been disclosed in the Balance Sheet and the Statement of Profit and Loss.

**27 Fair values of financial assets and financial liabilities**

The fair value of other current financial assets, cash and cash equivalents, trade receivables, investments trade payables, short-term borrowings and other financial liabilities approximate the carrying amounts because of the short term nature of these financial instruments.

The amortized cost using effective interest rate (EIR) of non-current financial assets consisting of security and term deposits are not significantly different from the carrying amount.

Financial assets that are neither past due nor impaired include cash and cash equivalents, security deposits, term deposits, and other financial assets.

**Wipro Holdings (UK) Limited**  
**Notes forming part of the Financial Statements for the year ended 31st March 2023**  
 (All amounts are in GBP thousands, unless otherwise stated)

**28 Fair value hierarchy**

The following is the hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis:

**Fair value measurement hierarchy of assets for FY 22-23**

	Total	Level-1	Level-2	Level-3
<b>Assets</b>				
Investment in Subsidiaries (Net of impairment)	26,344	-	-	26,344
Investment in others (Net of impairment)	27,145	-	-	27,145
	53,489	-	-	53,489

**Fair value measurement hierarchy of assets for FY 21-22**

	Total	Level-1	Level-2	Level-3
<b>Assets</b>				
Investment in Subsidiaries (Net of impairment)	71,140	-	-	71,140
Investment in others (Net of impairment)	27,145	-	-	27,145
	98,285	-	-	98,285

**29 Financial instruments**

**Financial instruments by category**

The carrying value and fair value of financial instruments by categories as at 31 March 2023 were as follows :

Particulars	FVTPL	FVTOCI	Amortized cost	Total carrying value	Total fair value
<b>Financial assets :</b>					
Investments	-	27,145	26,344	53,489	53,489
Trade receivables	-	-	4,261	4,261	4,261
Unbilled revenues	-	-	-	-	-
Cash and cash equivalents	-	-	1,308	1,308	1,308
Loan receivable	-	-	5,852	5,852	5,852
Others	-	-	1,030	1,030	1,030
<b>Total financial assets</b>	-	27,145	38,795	65,940	65,940
<b>Financial liabilities :</b>					
Trade payables	-	-	6,064	6,064	6,064
Borrowings	-	-	47,703	47,703	47,703
Others	-	-	4,728	4,728	4,728
<b>Total financial liabilities</b>	-	-	58,495	58,495	58,495

The carrying value and fair value of financial instruments by categories as at 31 March 2022 were as follows :

Particulars	FVTPL	FVTOCI	Amortized cost	Total carrying value	Total fair value
<b>Financial assets :</b>					
Investments	-	27,145	71,140	98,285	98,285
Trade receivables	-	-	4,224	4,224	4,224
Unbilled revenues	-	-	-	-	-
Cash and cash equivalents	-	-	6,826	6,826	6,826
Loan receivable	-	-	5,296	5,296	5,296
Others	-	-	2,283	2,283	2,283
<b>Total financial assets</b>	-	27,145	89,769	116,914	116,914
<b>Financial liabilities :</b>					
Trade payables	-	-	7,819	7,819	7,819
Borrowings	-	-	34,141	34,141	34,141
Others	-	-	1,737	1,737	1,737
<b>Total financial liabilities</b>	-	-	43,697	43,697	43,697

**30 Financial risk management objectives and policies**

The Company is exposed to various financial risks. These risks are categorized into market risk, credit risk and liquidity risk. The Company's risk management is coordinated by the Board of Directors and focuses on securing long term and short term cash flows. The Company does not engage in trading of financial assets for speculative purposes.

**Wipro Holdings (UK) Limited**  
**Notes forming part of the Financial Statements for the year ended 31st March 2023**  
 (All amounts are in GBP thousands, unless otherwise stated)

(A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include borrowings and derivative financial instruments.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings. With all other

	Increase/ decrease in basis points	Effect on profit before tax
<b>2023</b>		
GBP	+100	419
GBP	-100	(419)
<b>2022</b>		
GBP	+100	288
GBP	-100	(288)

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a different currency from the Company's functional currency).

Foreign currency sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in the US dollar exchange rate (or any other material currency), with all other variables held constant, of the Company's profit before tax (due to changes in the fair value of monetary assets and liabilities). The Company's exposure to foreign currency changes for all other currencies is not material.

	<i>(Amount in GBP)</i>			
<b>31 March 2023</b>	<b>USD</b>	<b>EUR</b>	<b>Others</b>	<b>Total</b>
<b>Non-derivatives</b>				
Trade receivables	234	88	-	322
Unbilled receivables	4	27	-	31
Other assets	301	-	-	301
Cash and cash equivalents	443	46	-	489
Loans Receivable	42	2,682	-	2,724
Borrowings	-	-	-	-
Lease liabilities	821	-	-	821
Trade payables and other financial liabilities	1,861	6	15	1,882
<b>Total</b>	<b>3,706</b>	<b>2,849</b>	<b>15</b>	<b>6,570</b>

(B) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk arises principally from the Company's receivables from deposits with landlords and other statutory deposits with regulatory agencies and also arises from cash held with banks and financial institutions. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

The Company limits its exposure to credit risk of cash held with banks by dealing with highly rated banks and institutions and retaining sufficient balances in bank accounts required to meet a month's operational costs. The Management reviews the bank accounts on regular basis and fund drawdowns are planned to ensure that there is minimal surplus cash in bank accounts. The Company does not foresee any credit risks on deposits with regulatory authorities.

**Wipro Holdings (UK) Limited**  
**Notes forming part of the Financial Statements for the year ended 31st March 2023**  
 (All amounts are in GBP thousands, unless otherwise stated)

(C) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due. (For example: The key liquidity risk the Company can face is the risk of subscription fee refund. As per the Company policy, no refunds are allowed once a subscription has been taken and it is only in exceptional cases that fee is refunded with proper approvals from senior Management. The Management believes that the probability of a liquidity risk arising due to fee refund is not there.

The table below summarizes the maturity profile of the Company's financial liabilities:

<u>As on 31st March 2023</u>	Less than 1 year	1 to 5 years	More than 5 years	Total
Borrowings	47,703	-	-	47,703
Trade payables	6,064	-	-	6,064
Other financial liability	1,674	3,054	-	4,728
	<u>55,441</u>	<u>3,054</u>	<u>-</u>	<u>58,495</u>
<u>As on 31st March 2022</u>	Less than 1 year	1 to 5 years	More than 5 years	Total
Borrowings	34,141	-	-	34,141
Trade payables	7,819	-	-	7,819
Other financial liability	900	837	-	1,737
	<u>42,860</u>	<u>837</u>	<u>-</u>	<u>43,697</u>

31 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximize the shareholder value and to ensure the Company's ability to continue as a going concern.

The Company has not distributed any dividend to its shareholders. The Company monitors gearing ratio i.e. total debt in proportion to its overall financing structure, i.e. equity and debt. Total debt comprises of non-current borrowing which represents liability component of current borrowing from ultimate holding Company of the Company. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

		31-Mar-23	31-Mar-22
Equity		152,365	152,365
Other Equity		(144,011)	(84,447)
<b>Total equity</b>		<u>8,354</u>	<u>67,918</u>
Borrowings other than convertible preference shares	(i)	47,703	34,141
Less: cash and cash equivalents		(1,308)	(6,826)
<b>Total debt</b>	(ii)	<u>46,395</u>	<u>27,315</u>
Overall financing	(iii) = (i) + (ii)	54,749	95,233
<b>Gearing ratio</b>	(ii)/ (iii)	<u>85%</u>	<u>29%</u>

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2023 and 31 March 2022.

32 There are no contingent liabilities, Capital and other commitments as at 31 March 2023 and 31 March 2022

33 Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures. Previous year figures have been regrouped/ rearranged, wherever necessary including intercompany balances being reported on a net basis at a counterparty level.

34 Events occurring after the reporting date

No adjusting or significant non-adjusting events have occurred between 31 March 2023 and the date of authorization of these special purpose financial statements

As per our report attached  
 For B S R & Co. LLP  
 Chartered Accountants  
 Firm Registration No: 101248W/W-100022

For and on behalf of Board of Directors of  
 Wirpo Holdings (UK) Limited

Sd/-  
**Amrit Bhansali**  
 Partner  
 Membership No: 065155  
 Place: Bengaluru  
 Date: 15 June 2023

Sd/-  
**Omkar Bhalchandra Nisal**  
 Director  
 Place: Bengaluru  
 Date: 15 June 2023

Sd/-  
**Sushil Agrawal**  
 Director