

# B S R & Co. LLP

Chartered Accountants

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## **INDEPENDENT AUDITORS' REPORT**

**To the Members of Wipro IT Services UK Societas**

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

#### **Opinion**

We have audited the accompanying special purpose financial statements of Wipro IT Services UK Societas (“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: 23065155BGYPSPF2327

Place: Bengaluru

Date: 13 June 2023

**Wipro IT Services UK Societas****Balance Sheet**

(Amount in '000 USD except share and per share data, unless otherwise stated)

	Notes	As at 31 March 2023	As at 31 March 2022
<b>ASSETS</b>			
<b>Non-current assets</b>			
Financial assets			
Investments	4	1,349,848	1,345,115
Loans	5	-	19,604
<b>Total non-current assets</b>		<b>1,349,848</b>	<b>1,364,719</b>
<b>Current assets</b>			
Financial assets			
Cash and cash equivalents	6	28,556	24,274
Loans	5	-	800
Other financial assets	7	13,809	16,766
Current tax assets (net)	8	40	243
<b>Total current assets</b>		<b>42,405</b>	<b>42,083</b>
<b>Total assets</b>		<b>1,392,253</b>	<b>1,406,802</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	9	140	140
Other equity	10	1,008,966	1,022,992
<b>Total equity</b>		<b>1,009,106</b>	<b>1,023,132</b>
<b>Liabilities</b>			
<b>Non-Current liabilities</b>			
Financial liabilities			
Preference shares	11	196,868	200,843
Deferred tax liabilities (net)	12	1,148	-
<b>Total non-current liabilities</b>		<b>198,016</b>	<b>200,843</b>
<b>Current liabilities</b>			
Financial liabilities			
Borrowings	11	137,216	144,618
Trade payables	13	101	125
Other financial liabilities	14	47,814	38,084
<b>Total current liabilities</b>		<b>185,131</b>	<b>182,827</b>
<b>Total liabilities</b>		<b>383,147</b>	<b>383,670</b>
<b>Total equity and liabilities</b>		<b>1,392,253</b>	<b>1,406,802</b>
Significant accounting policies	2		

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

As per our report of even date

**For B S R & Co. LLP****Chartered Accountants****Firm's Registration No. 101248W/W-100022**

Sd/-

**Amrit Bhansali**

Partner

Membership No. 065155

Place: Bengaluru

Date:

For and on behalf of the Board of Directors of  
**Wipro IT Services UK Societas**

Sd/-

**Sushil Agrawal**

Director

Place: Bengaluru

Date:

Sd/-

**Mohit Bansal**

Director

Place: Bengaluru

Date:

**Wipro IT Services UK Societas****Statement of Profit and Loss for the year ended 31 March 2023**

(Amount in '000 USD except share and per share data, unless otherwise stated)

	Notes	For the year ended 31 March 2023	For the year ended 31 March 2022
<b>Income</b>			
Revenue from operations	15	4,282	158,819
Other income	16	4,566	669,438
<b>Total income</b>		<b>8,848</b>	<b>828,257</b>
<b>Expenses</b>			
Finance costs	17	6,585	2,880
Other expenses	18	345	427
Impairment of Investments		14,328	-
<b>Total expenses</b>		<b>21,258</b>	<b>3,307</b>
<b>Profit /(Loss) before tax</b>		<b>(12,410)</b>	<b>824,950</b>
<b>Income tax expense</b>			
Current tax		469	781
Deferred tax		1,148	-
<b>Total income tax expense</b>	19	<b>1,617</b>	<b>781</b>
<b>Profit/(Loss) for the year</b>		<b>(14,026)</b>	<b>824,169</b>
<b>Total other comprehensive (loss) / income for the year</b>		<b>(14,026)</b>	<b>824,169</b>
<b>Earnings / (Loss) per share</b>			
Basic and Diluted earnings /(loss) per share (USD)	20	(85.73)	5,037.18

Significant accounting policies

2

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

As per our report of even date

**For B S R & Co. LLP****Chartered Accountants**

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

Sd/-

**Amrit Bhansali**

Partner

Membership No. 065155

Place: Bengaluru

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**Sushil Agrawal**

Director

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Date:

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**Mohit Bansal**

Director

Place: Bengaluru

Date:

**Wipro IT Services UK Societas****Statement of cash flows for the year ended 31 March 2023**

(Amount in '000 USD except share and per share data, unless otherwise stated)

	Year Ended March 31, 2023	Year Ended March 31, 2022
<b>A Cash flows from operating activities:</b>		
Profit/(Loss) after tax	(14,026)	824,169
<i>Adjustments:</i>		
Exchange differences, net	(4,684)	-
Interest on borrowing	6,585	2,824
Bad debt	-	27
	(12,125)	827,020
<i>Working capital changes :</i>		
Loans and advances and other assets	23,362	13,917
Liabilities and provisions	6,045	8,929
<b>Net cash generated from operations</b>	<b>17,282</b>	<b>849,866</b>
Income tax paid, net	1,349	(2,154)
<b>Net cash generated by operating activities</b>	<b>18,631</b>	<b>847,711</b>
<b>B Cash flows from investing activities:</b>		
Investment in subsidiaries (Net)	(4,733)	(877,796)
<b>Net cash (used in) / generated from investing activities</b>	<b>(4,733)</b>	<b>(877,796)</b>
<b>C Cash flows from financing activities:</b>		
Proceeds from Issue of preference shares	-	200,843
Interest on borrowings paid	(3,875)	(2,824)
Dividends paid including distribution tax	-	(155,567)
Proceeds from borrowings / loans (net)	(7,402)	3,863
<b>Net cash used in financing activities</b>	<b>(11,277)</b>	<b>46,315</b>
Net increase in cash and cash equivalents during the year	2,621	16,230
Cash and cash equivalents at the beginning of the year	24,274	8,044
Effect of exchange rate changes on cash balance	1,661	-
<b>Cash and cash equivalents at the end of the year [refer note 7]</b>	<b>28,556</b>	<b>24,274</b>

\*Amounts below rounding off norm adopted by the Company

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

As per our report of even date

**For B S R & Co. LLP**

Chartered Accountants

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

Sd/-

**Amrit Bhansali**

Partner

Membership No. 065155

Place: Bengaluru

Date:

For and on behalf of the Board of Directors of  
**Wipro IT Services UK Societas**

Sd/-

**Sushil Agrawal**

Director

Date:

Sd/-

**Mohit Bansal**

Director

Date:

Wipro IT Services UK Societas

Statement of changes in equity for the year ended 31 March 2023

(Amount in '000 USD except share and per share data, unless otherwise stated)

	As at 31 March 2023		As at 31 March 2022	
	No. of shares	Amount	No. of shares	Amount
<b>(A) Equity share capital</b>				
Equity shares of 1 euro each issued, subscribed and fully paid				
Opening	163,617	140	163,617	140
Add: Issued during the year	-	-	-	-
Closing	<b>163,617</b>	<b>140</b>	<b>163,617</b>	<b>140</b>

**(B) Other equity**

	Reserve and surplus			Total
	Securities premium reserve	General reserve	Retained earnings	
Balance as at 1 April 2021	258,440	(22,122)	118,072	354,390
Profit for the year	-	-	824,169	824,169
Less: Dividend Paid			(155,567)	(155,567)
<b>Balance as at 31 March 2022</b>	<b>258,440</b>	<b>(22,122)</b>	<b>786,674</b>	<b>1,022,992</b>

	Reserve and surplus			Total
	Securities premium reserve	General reserve	Retained earnings	
Balance as at 1 April 2022	258,440	(22,122)	786,674	1,022,992
Loss for the year	-	-	(14,026)	(14,026)
Less: Dividend Paid	-	-	-	-
<b>Balance as at 31 March 2023</b>	<b>258,440</b>	<b>(22,122)</b>	<b>772,648</b>	<b>1,008,966</b>

Significant accounting policies

2

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

For B S R & Co. LLP  
Chartered Accountants  
Firm's Registration No.101248W/W-100022

Sd/-

Amrit Bhansali  
Partner  
Membership No. 065155

Place: Bengaluru  
Date:

For and on behalf of the Board of Directors of  
Wipro IT Services UK Societas

Sd/-

Sushil Agrawal  
Director

Place: Bengaluru  
Date:

Sd/-

Mohit Bansal  
Director

Place: Bengaluru  
Date:

**1 The Company overview**

Wipro IT Services UK Societas or “Company”, is a subsidiary of Wipro Limited (the holding company). The Company is incorporated in UK and the principal activity of the company is to act as an investing and holding company.

**2 Significant accounting policies**

**(i) Statement of compliance and basis of preparation of the special purpose financial statements**

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.

**(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:** Interest Income is recognised using the time proportion method, based on the rates implicit in the transaction. Dividend income from Equity investments is recognised when the right to receive such dividend is established.

b) **Income taxes:** The major tax jurisdictions for the Company is United Kingdom. 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.

**(iv) Functional and presentation currency**

During the current year, owing to the major loans and investments of the company being in USD, the company changed its functional currency from INR to USD, effective 1st April 2021. All the previous year figures have been translated at the USD/INR exchange rate as on 1st April 2021 of 73.105.

**(v) 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.



**(vi) 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.

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.

**(vii) Equity**

**a) Share capital and share premium**

The authorized share capital of the Company as of March 31, 2022 is USD 139,841 divided into 163,617 equity shares of USD 1 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.

**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.

**(viii) Revenue**

Revenue from operations consists of Interest Income on loans given to group companies and dividends received on the investments made in the Group companies. Interest income is recognized using the effective interest method. Dividend income is recognized when the right to receive payment is established.

**(ix) 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.

**(x) Other income**

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.

**(xi) 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 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.

**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.

**(xii) 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.

**(xiii) 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.

**(xiv) Investment in subsidiaries**

***Investment 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.

***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.

Dividends from these investments are recognised in the statement of profit and loss when the Company's right to receive dividends is established.

**(xv) Impairment of Investment in subsidiaries**

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.

**(xvi) 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.

**3 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 IT Services UK Societas

Notes forming part of the Financial Statements for the year ended 31 March 2023

(Amount in '000 USD except share and per share data, unless otherwise stated)

4 Financial Assets- Investments

	As at 31 March 2023	As at 31 March 2022
Investment in equity instruments designated as at fair value through OCI		
Unquoted equity shares		
Investment (Refer - Note 1 below)	1,364,577	1,345,517
Less: Provision of impairment	(14,729)	(401)
	<u>1,349,848</u>	<u>1,345,115</u>
Current	-	-
Non- current	1,349,848	1,345,115
	<u>1,349,848</u>	<u>1,345,115</u>
Aggregate book value of:		
Quoted investments	-	-
Unquoted investments	1,349,848	1,345,115

Note-1:

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 Information Technology Netherlands BV.	100.00%	100.00%	165,143	148,443
Wipro Technologies SRL	97.27%	97.27%	2,312	2,312
Wipro Holdings Hungary Korlátolt Felelősségű Társaság	100.00%	100.00%	277,979	277,979
Wipro Technologies S.A DE C. V	91.08%	91.08%	8,539	8,539
Wipro Philippines, Inc.	-	99.99%	-	-
Wipro Arabia Co. Limited	66.67%	66.67%	3,267	3,267
Wipro Information Technology Egypt SAE	99.99%	99.99%	301	301
Wipro Poland Sp Z.O.O	-	99.00%	-	9
Wipro Technologies SA	97.38%	97.38%	3,753	3,753
Wipro Technologies South Africa (Proprietary) Limited	69.42%	69.42%	302	302
Wipro IT Services Poland SP Z.O.O	100.00%	100.00%	378	378
Wipro Gulf LLC	-	99.90%	-	-
Wipro Shanghai Limited	87.88%	87.88%	1,088	1,088
PT. WT Indonesia	99.60%	99.60%	989	989
Wipro Doha LLC	49.00%	49.00%	47	47
Wipro (Thailand) Co Limited	99.97%	99.97%	2,104	2,104
Wipro Bahrain Limited WLL	-	100.00%	-	-
Wipro Technologies Australia Pty Ltd	100.00%	100.00%	67,044	67,043,950
Wipro Corporate Technologies Ghana Limited	-	100.00%	-	-
Wipro IT Service Ukraine LLC	99.99%	99.99%	68	68
Rainbow Software LLC	100.00%	100.00%	1	1
Wipro Technologies Peru S.A.C	0.02%	0.02%	0	0
Wipro Technologies Nigeria Limited	1.00%	1.00%	1	1
Wipro Technologies Limited	0.01%	0.01%	0	0
Grove Holdings 2 S.á.r.l	100.00%	-	831,263	828,893
Less: Provision for Diminution in value of investment			(14,729)	(401)
			<u>1,349,848</u>	<u>1,345,115</u>

\*Amounts below rounding off norm adopted by the Company

Wipro IT Services UK Societas

Notes forming part of the Financial Statements for the year ended 31 March 2023

(Amount in '000 USD except share and per share data, unless otherwise stated)

4 Financial Assets- Investments (continued)

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 International Financial Reporting Standards.

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.

Note-1(a): 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 Information Technology Netherlands BV.	EUR, GBP, USD, INR	EUR 1	37,755,918	165,143	-	165,143
Wipro Technologies SRL	EUR, USD	RON 100	105,035	2,312	-	2,312
Wipro Holdings Hungary Kortátolt Felelősségű Társaság	EUR, USD	USD 27,504,290	1	277,979	-	277,979
Wipro Technologies S.A DE C. V	EUR, MXN	MXN 1	182,613,048	8,539	-	8,539
Wipro Arabia Co. Limited	EUR, USD	SAR 1000	20,000	3,267	-	3,267
Wipro Information Technology Egypt SAE	SGD, USD	EGP 100	8,249	301	301	-
Wipro Technologies SA	USD, ARS, INR	ARS 1	38,952,000	3,753	-	3,753
Wipro Technologies South Africa (Proprietary) Limited	USD	RAND 1	84	302	-	302
Wipro IT Services Poland SP Z.O.O	PLN	PLN 50	200	378	-	378
Wipro Shanghai Limited	USD	N/A	N/A	1,088	-	1,088
PT. WT Indonesia	USD	BAHT 100	1,195,200	989	-	989
Wipro Doha LLC	QAR	QR 1000	98,000	47	47	-
Wipro (Thailand) Co Limited	USD	THB 100	1,029,730	2,104	-	2,104
Wipro Technologies Australia Pty Ltd	AUD	AUD 0.003	23,333,333,933	67,044	14,328	52,716
Wipro IT Service Ukraine LLC	USD, UAH	UAH 1742460.73	73,000	68	53	15
Rainbow Software LLC	IQD	N/A	1,000,000	1	1	-
Wipro Technologies Peru S.A.C	PEN	PEN 1	413	0	-	0
Wipro Technologies Nigeria Limited	NGN	N 163	1	1	-	1
Wipro Technologies Limited	USD	N/A	#N/A	0	-	0
Grove Holdings 2 S.á.r.l	USD	USD 0.12	15,009	831,263	-	831,263
				<b>1,364,577</b>	<b>14,729</b>	<b>1,349,848</b>

Name of subsidiary	Currency of Investment	Face Value	No.of units	Balance at 31 March 2022		
				Gross Value	Impairment	Net Value
Wipro Information Technology Netherlands BV.	EUR, GBP, USD, INR	EUR 1	37,755,918	148,443	-	148,443
Wipro Technologies SRL	EUR, USD	RON 100	105,035	2,312	-	2,312
Wipro Holdings Hungary Kortátolt Felelősségű Társaság	EUR, USD	USD 27,504,290	1	277,979	-	277,979
Wipro Technologies S.A DE C. V	EUR, MXN	MXN 1	182,613,048	8,539	-	8,539
Wipro Arabia Co. Limited	EUR, USD	SAR 1000	20,000	3,267	-	3,267
Wipro Information Technology Egypt SAE	SGD, USD	EGP 100	8,249	301	301	0
Wipro Poland Sp Z.O.O	PLN	PLN 50	990	9	-	9
Wipro Technologies SA	USD, ARS, INR	ARS 1	38,952,000	3,753	-	3,753
Wipro Technologies South Africa (Proprietary) Limited	USD	RAND 1	84	302	-	302
Wipro IT Services Poland SP Z.O.O	PLN	PLN 50	200	378	-	378
Wipro Shanghai Limited	USD	N/A	N/A	1,088	-	1,088
PT. WT Indonesia	USD	BAHT 100	1,195,200	989	-	989
Wipro Doha LLC	QAR	QR 1000	98,000	47	47	(0)
Wipro (Thailand) Co Limited	USD	THB 100	1,029,730	2,104	-	2,104
Wipro Technologies Australia Pty Ltd	AUD	AUD 0.003	23,333,333,933	67,044	-	67,044
Wipro IT Service Ukraine LLC	USD, UAH	UAH 1742460.73	73,000	68	53	15
Rainbow Software LLC	IQD	N/A	1,000,000	1	1	0
Wipro Technologies Peru S.A.C	PEN	PEN 1	413	0	-	0
Wipro Technologies Nigeria Limited	NGN	N 163	1	1	-	1
Wipro Technologies Limited	USD	N/A	N/A	0	-	0
Grove Holdings 2 S.á.r.l	USD	USD 0.12	15,009	828,893	-	828,893
				<b>1,345,517</b>	<b>401</b>	<b>1,345,115</b>

**Wipro IT Services UK Societas**

**Notes forming part of the Financial Statements for the year ended 31 March 2023**

(Amount in '000 USD except share and per share data, unless otherwise stated)

	As at 31 March 2023	As at 31 March 2022
<b>5 Loans</b>		
<b>Non-current loan</b>		
<u>Unsecured, considered good</u>		
Loans to related parties - Considered good *	-	19,604
	<u>-</u>	<u>19,604</u>
<b>Current loan</b>		
<u>Unsecured, considered good</u>		
Loans to related parties - Considered good *	-	800
Loans to related parties - Considered doubtful *	1,354	1,354
Less: Provision for doubtful receivables	(1,354)	(1,354)
	<u>-</u>	<u>800</u>
<b>* Refer note 21</b>		
<b>6 Cash and cash equivalents</b>	As at 31 March 2023	As at 31 March 2022
Balances with banks		
On current accounts	28,556	24,274
<b>Total cash and bank balances</b>	<u>28,556</u>	<u>24,274</u>
<b>7 Other financial assets</b>	As at 31 March 2023	As at 31 March 2022
Receivable from related party	14,138	17,095
Less: Provision for doubtful assets	(329)	(329)
<b>Total current financial assets - others</b>	<u>13,809</u>	<u>16,766</u>
<b>8 Current tax assets</b>	As at 31 March 2023	As at 31 March 2022
Current tax assets	40	243
	<u>40</u>	<u>243</u>

Wipro IT Services UK Societas

Notes forming part of the Financial Statements for the year ended 31 March 2023

(Amount in '000 USD except share and per share data, unless otherwise stated)

9 Equity share capital

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

	31 March 2023	31 March 2022
<b>Authorized</b>		
1,63,617 (31 March 2021: 1,63,617) equity shares of 1 EUR each	140	140
1,63,617 (31 March 2021: 1,63,617) Ordinary non-classified shares of 1 EUR each*	-	-
	<b>140</b>	<b>140</b>
*The amount of non classified share is not disclosed as the same cannot be ascertained due to exchange rate that would prevail during subscription		
<b>Issued, subscribed and paid up</b>		
1,63,617 (31 March 2021: 1,63,617) equity shares of 1 euro each fully paid	140	140
<b>Total equity share capital</b>	<b>140</b>	<b>140</b>

(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	163,617	140	163,617	140
Add: Issued during the year	-	-	-	-
<b>Outstanding at the end of the year</b>	<b>163,617</b>	<b>140</b>	<b>163,617</b>	<b>140</b>

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

	31 March 2023	31 March 2022
<b>Wipro Limited, the ultimate holding Company</b>		
1,63,616 (31 March 2021: 1,63,616)	163,616	163,616
<b>Name of other shareholder</b>		
1 (31 March 2022: 1) held by Wipro Holdings UK Limited	1	1

(c) 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 holding company	163,616	100.00%	163,616	100.00%

10 Other equity

	31 March 2023	31 March 2022
<b>(B) Securities premium reserve (SPR)*</b>		
Opening balance	258,440	258,440
<b>Closing balance</b>	<b>258,440</b>	<b>258,440</b>
*SPR record premium on issue of shares to be utilized in accordance with the Companies Act 2013.		
<b>(C) General reserve</b>		
Opening and closing balance	(22,122)	(22,122)
<b>(D) Retained earnings</b>		
Opening balance	786,674	118,072
Add: Net (loss)/profit for the current year	(14,026)	824,169
Less: Dividend paid	-	(155,567)
<b>Closing balance</b>	<b>772,648</b>	<b>786,674</b>
<b>Total other equity</b>	<b>1,008,966</b>	<b>1,022,992</b>



Wipro IT Services UK Societas

Notes forming part of the Financial Statements for the year ended 31 March 2023

(Amount in '000 USD except share and per share data, unless otherwise stated)

11 Borrowings

	For the year ended 31 March 2023	For the year ended 31 March 2022
<b>Non current borrowings</b>		
<b>Unsecured</b>		
Redeemable Preference Shares	196,868	200,843
	<u>196,868</u>	<u>200,843</u>

1,810,000 (31 March 2022: EUR 1,810,000) Redeemable Preference shares of EUR 100 each have been issued to Wipro Limited in March'22.

**Current borrowings**

Unsecured, loans from related parties (Refer note 21)	137,216	144,618
	<u>137,216</u>	<u>144,618</u>

	Interest rates	31 March 2023	31 March 2022
Wipro Holdings Hungary KFT	12M USD LIBOR + 0.85%	42,980	28,480
Wipro Holdings Investment KFT	12M USD LIBOR + 0.85%	93,000	93,000
Wipro Holdings UK Limited	SONIA+2%	1,236	1,312
Capco Belgium	ESTR + 0.85%	-	21,826
		<u>137,216</u>	<u>144,618</u>

12 Deferred tax liability (net)

	For the year ended 31 March 2023	For the year ended 31 March 2022
Defered tax liability	1,148	-
<b>Total current tax liability</b>	<u>1,148</u>	<u>-</u>

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

**Deferred tax liability (DTL)**

Unrealised foreign exchange gain on preference share	1,148	-
	<u>1,148</u>	<u>-</u>

13 Trade payables

	For the year ended 31 March 2023	For the year ended 31 March 2022
Billed trade payables	5	28
Unbilled trade payables	96	97
	<u>101</u>	<u>125</u>

14 Other financial liabilities

	For the year ended 31 March 2023	For the year ended 31 March 2022
Balances due to related parties (Refer note 21)	47,814	38,084
<b>Total other financial liabilities</b>	<u>47,814</u>	<u>38,084</u>

Wipro IT Services UK Societas

Notes forming part of the Financial Statements for the year ended 31 March 2023

(Amount in '000 USD except share and per share data, unless otherwise stated)

	For the year ended 31 March 2023	For the year ended 31 March 2022
<b>15 Revenue from operations</b>		
Interest income from related parties (Refer Note 21)	182	701
Dividend income (Refer Note 21)	4,100	158,118
<b>Total revenue from operations</b>	<b>4,282</b>	<b>158,819</b>
<b>16 Other income</b>		
Bank interest	55	17
Foreign exchange fluctuation (Net)	4,511	-
Gain from sale of investments	-	669,421
<b>Total other income</b>	<b>4,566</b>	<b>669,438</b>
<b>17 Finance costs</b>		
Interest on borrowing	-	428
Interest on unsecured loans from related parties (Refer Note 20(B))	6,585	2,395
Interest on delay in payment of taxes	-	57
<b>Total finance costs</b>	<b>6,585</b>	<b>2,880</b>
<b>18 Other expenses</b>		
Travel and conveyance	-	-
Bad debt written off	-	27
Bank charges	7	152
Legal and professional charges	312	198
Foreign exchange fluctuation (Net)	-	46
Miscellaneous expenses	26	4
<b>Total other expenses</b>	<b>345</b>	<b>427</b>
<b>19 Income tax expense</b>		
- Current tax		
- Pertains to current year	334	2,461
- Pertains to previous year	135	(1,680)
- Deferred tax charge	1,148	-
<b>Total income tax expense</b>	<b>1,617</b>	<b>781</b>
<b>Reconciliation of tax charge</b>		
	<b>31-Mar-23</b>	<b>31-Mar-22</b>
Profit before tax	(11,794)	824,950
Tax rate Applicable	19%	19%
Income tax expense at tax rates applicable	(2,241)	156,740
Tax effects of:		
- Item not deductible for tax	2,933	(2,229)
- Prior periods	135	(1,680)
- Income exempt from tax	(779)	(154,927)
- Others (Net)	421	2,876
- Deferred tax charge	1,148	-
<b>Income tax expense</b>	<b>1,617</b>	<b>781</b>

Deferred income tax liabilities are recognized for all taxable temporary differences except in respect of taxable temporary differences associated with investments in subsidiaries 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. Accordingly, deferred income tax liabilities on cumulative earnings of subsidiaries have not been recognized.

Wipro IT Services UK Societas  
Notes forming part of the Financial Statements for the year ended 31 March 2023  
(Amount in '000 USD except share and per share data, unless otherwise stated)

20 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 attributable to equity holders	(14,026)	824,169
Less: Preference dividend after-tax	-	-
Profit attributable to equity holders after preference dividend	(14,026)	824,169
Add: Interest on convertible preference shares	-	-
Profit attributable to equity holders adjusted for the effect of dilution	(14,026)	824,169
Weighted average number of equity shares for basic EPS*	163,617	163,617
Weighted average number of equity shares adjusted for the effect of dilution	<u>163,617</u>	<u>163,617</u>
Earnings per share - Basic and diluted	(85.73)	5,037.18

\* The weighted average number of shares takes into account the weighted average effect of changes in treasury share transactions during the year.

21 Related party disclosures:

(A) Names of related parties and description of relationship as identified and certified by the Company:

Holding Company

Wipro Limited

Entity under common control

Name of the related party

Nature of relationship

Wipro Philippines, Inc	Subsidiary company
Wipro Holdings Hungary Korlátolt Felelősségű Társaság	Subsidiary company
Wipro Information Technology Egypt SAE	Subsidiary Company
Wipro Arabia Co. Limited	Subsidiary company
Wipro IT Services Poland SP.Z.O.O	Subsidiary company
Wipro Technologies Australia Pty Ltd	Subsidiary Company
Wipro Corporate Technologies Ghana Limited	Subsidiary Company
Wipro IT Service Ukraine LLC	Subsidiary company
Wipro Information Technology Netherlands BV.	Subsidiary company
Wipro Technologies SRL	Subsidiary company
PT WT Indonesia	Subsidiary company
Wipro (Thailand) Co. Limited	Subsidiary company
Wipro Bahrain Limited WLL	Subsidiary company
Wipro Gulf LLC	Subsidiary company
Rainbow Software LLC	Subsidiary company
Wipro Holdings Investment Korlátolt Felelősségű Társaság	Fellow Subsidiary Company
Wipro Technologies Nigeria Ltd	Fellow Subsidiary Company
Wipro Portugal S.A.	Fellow Subsidiary Company
Limited Liability Company Wipro Technologies Limited (Russia)	Fellow Subsidiary Company
Wipro Technology Chile SpA	Fellow Subsidiary Company
Wipro Solutions Canada Ltd	Fellow Subsidiary Company
Wipro Information Technology Kazakhstan LLP	Fellow Subsidiary Company
Wipro Outsourcing Services (Ireland) Limited	Fellow Subsidiary Company
DesignIt Denmark A/S	Fellow Subsidiary Company
DesignIt A/S	Fellow Subsidiary Company
Wipro Holdings (UK) Limited	Fellow Subsidiary Company
Wipro Technologies Gmbh	Fellow Subsidiary Company
Wipro Shanghai Limited	Subsidiary company
Wipro LLC	Fellow Subsidiary Company
Wipro IT Services, LLC.	Fellow Subsidiary Company
Capco Belgium BV	Fellow Subsidiary Company
Cardinal Foreign Holdings S.a.r.l. (Luxembourg)	Subsidiary company
Wipro Solutions Canada Limited	Fellow Subsidiary Company

Wipro IT Services UK Societas  
Notes forming part of the Financial Statements for the year ended 31 March 2023  
(Amount in '000 USD except share and per share data, unless otherwise stated)

(B) The Company has the following related party transactions:

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
<b><u>Dividend received</u></b>		
Wipro Poland Sp Z.O.O	500	-
Wipro Arabia Co. Limited	-	28,950
Limited Liability Company Wipro Technologies Limited (Russia)	-	0
Wipro Holdings Hungary Korlátolt Felelősségű Társaság	-	100,000
Wipro (Thailand) Co. Limited	-	3,360
PT WT Indonesia	-	7,968
Wipro IT Services Poland SP.Z.O.O	-	14,244
Wipro Shanghai Limited	-	3,596
Wipro Technologies South Africa (Proprietary) Limited	3,600	-
<b><u>Interest income</u></b>		
Wipro Outsourcing Services (Ireland) Limited	8	11
Wipro Information Technology Netherlands BV.	26	150
Wipro Technologies Gmbh	9	37
Designit A/S	37	81
Wipro Technology Chile SPA	45	19
Wipro Technologies Australia Pty Ltd	57	347
Wipro Information Technology Kazakhstan LLP	-	1
Wipro Solutions Canada Limited	-	54
<b><u>Interest expense</u></b>		
Wipro Technologies Gmbh	1	-
Wipro Holdings (UK) Limited	51	92
Wipro Technologies SRL	1	2
Wipro Information Technology Netherlands BV.	4	5
Wipro Portugal S.A.	1	5
Wipro Holdings Hungary Korlátolt Felelősségű Társaság	2,013	338
Wipro Holdings Investment Korlátolt Felelősségű Társaság	4,504	1,103
Wipro LLC	-	724
Wipro IT Services, LLC.	-	24
Capco Belgium BV	10	68
Wipro Limited	0	-
Wipro Outsourcing Services (Ireland) Limited	0	-
<b><u>Loan obtained</u></b>		
Wipro Holdings Hungary Korlátolt Felelősségű Társaság	14,500	-
Wipro LLC	-	90,000
Capco Belgium BV	-	31,825
Wipro IT Services, LLC.	-	8,300
<b><u>Loan and interest repaid by/(to) - Net amount</u></b>		
Wipro Holdings Hungary Korlátolt Felelősségű Társaság	(508)	-
Wipro Holdings Investment Korlátolt Felelősségű Társaság	(3,259)	-
Wipro Information Technology Netherland BV.	6,149	-
Wipro Technologies Australia Pty Ltd	13,874	-
Wipro Solutions Canada Limited	-	2,271
Wipro Holdings (UK) Limited	(115)	(18,573)
Capco Belgium BV	(21,132)	(8,261)
Wipro LLC	-	(90,724)
Wipro Technology Chile SPA	843	41
Wipro Information Technology Kazakhstan LLP	-	485
Wipro IT Services, LLC.	-	(8,324)
Designit Denmark A/S	-	9
Designit A/S	3	31
Wipro Technologies SRL	(0)	(2)
Wipro Outsourcing Services (Ireland) Limited	10	8
Wipro Portugal S.A.	(16)	-

**Wipro IT Services UK Societas**  
**Notes forming part of the Financial Statements for the year ended 31 March 2023**  
(Amount in '000 USD except share and per share data, unless otherwise stated)

**Additional Investments**

Wipro Information Technology Netherlands BV.		5,083
Cardinal Foreign Holdings S.a.r.l. (Luxembourg)	-	828,893
Wipro Technologies Australia Pty Ltd	-	51,577
Wipro Information Technology Netherlands BV. (Securities Premium)	16,701	-
Grove Holdings 2 S.á.r.l	2,370	-

**Issue of Preference Shares**

Wipro Limited	-	201,458
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\* Excludes the transactions related to the reimbursement expenses.

**(C) Amount due (to)/from (Net) related party as on:**

	As at 31 March 2023	As at 31 March 2022
<b>C.1 Receivable from Related parties</b>		
Wipro Limited	3,674	5,092
Wipro Technologies Nigeria Limited	8	8
Designit A/S	10,068	62
Wipro Holdings (UK) Limited	11	-
Designit Denmark A/S	36	-
Wipro Technology Chile SpA	12	10
Wipro Technologies GmbH	-	8,173
Wipro Corporate Technologies Ghana Limited	-	244
Wipro Outsourcing Services (Ireland) Limited	-	2,229
Rainbow Software LLC	-	13
Wipro Information Technology Netherlands BV.	-	225
Wipro Technologies Australia Pty Ltd	-	711
<b>C.2 Payable to Related parties</b>		
Wipro Limited	4,150	4,526
Wipro Information Technology Netherlands BV.	13,529	19,485
Wipro Portugal S.A.	836	8,020
Wipro Technologies GmbH	16,937	-
Wipro Technologies SRL	3,344	2,132
Wipro Outsourcing Services (Ireland) Limited	2,315	-
Wipro Shanghai Limited	169	-
Wipro Holdings (UK) Limited	18	88
Wipro Holdings Investment Korlátolt Felelősségű Társaság	4,504	508
Wipro Holdings Hungary Korlátolt Felelősségű Társaság	2,013	3,259
Capco Belgium BV	-	66
<b>C.3 Borrowings from Related parties</b>		
Wipro Holdings Hungary Korlátolt Felelősségű Társaság	42,980	28,480
Wipro Holdings Investment Korlátolt Felelősségű Társaság	93,000	93,000
Wipro Holdings (UK) Limited	1,236	1,312
Capco Belgium BV	-	21,826
<b>C.4 Loan given to Related parties</b>		
Wipro Technology Chile SpA	-	800
Wipro Information Technology Netherlands BV.	-	5,901
Wipro Technologies Australia Pty Ltd	-	13,703

**22 Segment reporting**

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

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

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

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

- 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. The Company usually provides to loan at a floating rate.
- 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
- 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 foresee such a risk as its current assets (excluding intercompany balance) are greater than its current liability (excluding intercompany balance)

**24 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).

No financial assets/liabilities have been valued using fair value measurements.

**As at 31 March 2023**

	As at 31 March 2023	As at 31 March 2022
<b>Financial assets at amortised cost</b>		
Cash and cash equivalents	28,556	24,274
Investment in Equity instruments of subsidiaries	1,349,848	1,345,115
Loans receivables	13,809	37,171
<b>Total</b>	<b>1,392,212</b>	<b>1,406,560</b>
<b>Financial liabilities at amortised cost</b>		
Trade payables	101	125
Borrowings	137,216	144,618
Payable to related parties	47,814	38,084
<b>Total</b>	<b>185,131</b>	<b>182,827</b>

**25 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 approved 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.

**(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 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. If interest rates were to increase by 100 bps as on March 31, 2023, additional net annual interest expense on floating rate borrowing would amount to approximately USD 1,372.

**(ii) Foreign currency risk**

The Company operates internationally and is exposed to foreign exchange risk arising from NGN, EUR, INR, GBP, RMB. Foreign exchange risk arises when future commercial transactions or recognised assets or liabilities are denominated in a currency that is not the entity's functional currency. The management evaluates rate exposure arising from these transactions and enters into Foreign currency derivative instruments to mitigate such exposure. The company follows risk management policies, including use of derivatives like foreign currency exchange forward options etc.

## (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 a proper financial and credibility check on the landlords before taking any property on lease and hasn't had a single instance of non-refund of security deposit on vacating the leased property. The Company also in some cases ensure that the notice period rentals are adjusted against the security deposits and only differential, if any, is paid out thereby further mitigating the non-realization risk. The Company does not foresee any credit risks on deposits with regulatory authorities.

## (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.

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

	Less than 3 months	3 to 12 months	1 to 5 years	More than 5 years
<b>31 March 2023</b>				
Short term borrowings		137,216	-	-
Long-term borrowings	-	-	196,868	-
Trade payables	3	98	-	-
Other financial liability	36,960	10,853	-	-
	<u>36,964</u>	<u>148,167</u>	<u>196,868</u>	<u>-</u>
<b>31 March 2022</b>				
Short term borrowings		144,618	-	-
Long-term borrowings	-	-	200,843	-
Trade payables		125	-	-
Other financial liability	29,638	8,446	-	-
	<u>29,638</u>	<u>153,189</u>	<u>200,843</u>	<u>-</u>

Wipro IT Services UK Societas

Notes forming part of the Financial Statements for the year ended 31 March 2023

(Amount in '000 USD except share and per share data, unless otherwise stated)

26 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, convertible preference shares, 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 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 Convertible Preference Shares and 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 March 2023	31 March 2022
Equity share capital	140	140
Other Equity	1,008,966	1,022,992
Total equity	(i) 1,009,106	1,023,132
Borrowings	137,216	144,618
Less: cash and cash equivalents	28,556	(24,274)
Total debt	(ii) 165,772	120,344
Overall financing	(iii) = (i) + (ii) 1,174,878	1,143,476
Gearing ratio	(ii)/ (iii) 0.14	0.11

27 The Company does not have any contingent liability and commitments as at 31 March 2023. However, the Company may be subject to litigation in ordinary course of business. The management has assessed that there is no material or adverse impact to the financial position of the Company, on account of such matters.

28 Events occurring after the reporting date

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

As per our report of even date  
For B S R & Co. LLP  
Chartered Accountants  
Firm's Registration No.101248W/W-100022

For and on behalf of the Board of Directors  
Wipro IT Services UK Societas

Sd/-

Sd/-

Sd/-

Amrit Bhansali  
Partner  
Membership No. 065155

Sushil Agrawal  
Director

Mohit Bansal  
Director

Place: Bengaluru  
Date:

Place: Bengaluru  
Date:

Place: Bengaluru  
Date: